

RULES FOR THE HIBISCUS COAST COMMUNITY RETURNED AND SERVICES ASSOCIATION INCORPORATED

| | RULES FOR THE HIBISCUS COAST COMMUNITY RETURNED AND SERVICES' ASSOCIATION INCORPORATED | |
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STANDARD RULES FOR LOCAL RETURNED AND SERVICES' ASSOCIATIONS

**RULES OF THE
HIBISCUS COAST COMMUNITY RETURNED AND SERVICES'
ASSOCIATION INCORPORATED**

1. NAME

The name of the Association shall be:

"The Hibiscus Coast Community Returned and Services' Association (Incorporated)", hereinafter referred to as the local Association.

2. DESCRIPTION

The local Association is a society duly registered and incorporated under "The Incorporated Societies Act 1908".

The local Association is non-sectarian and non-political in that it does not, except by the submission of questions and the publication of answers thereto, influence or seek to influence the views of its members regarding any candidate for public office or any political or municipal party.

The local Association is an affiliated member of the Royal New Zealand Returned and Services' Association (Inc) hereinafter referred to as RNZRSA.

3. INTERPRETATION

In these rules:

- A** a *returned member* shall mean any person so defined in the First Schedule to the rules of RNZRSA which is the First Schedule to these rules.
- B** a *service member* shall mean any person so defined in the Second Schedule to the rules of RNZRSA which is the Second Schedule to these rules.
- C** *associate, family or couple's members* shall mean any person(s) so defined in the Third Schedule to the rules of RNZRSA which is the Third Schedule to these rules.
- D** a *financial member* shall mean any of the preceding members of the local Association whose current subscription or dues are paid in accordance with these rules.
- E** a *youth member* shall mean any person so defined in the Fourth Schedule to the rules of RNZRSA which is the Fourth Schedule to these rules.
- F** a *corporate member* shall mean any association, club, or other incorporated body or business admitted by the Executive Committee of the local Association.
- G** a *corporate associate* shall mean any named or listed employee of the corporate member.

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- H** a *serviceman* shall mean any member of any branch of Her Majesty's Forces.
- I** the *Executive Committee* shall have the meaning ascribed to it in Rule 25.
- J** a *sub-committee* shall mean any such group duly constituted by the Executive Committee under the provisions of Rule 29.
- K** words denoting the masculine gender shall be deemed to include the feminine gender and vice versa.
- L** unless inconsistent with these rules, all references to the singular shall be deemed to include the plural and vice versa.
- M** *real estate* shall mean all land and buildings owned by the local Association.
- N** a *provisional member* shall mean any person so defined in part B of the Third Schedule to these rules.

4. OBJECTIVES

The local Association is established with the express purpose of pursuing the aims and objectives of RNZRSA as follows:

- A** To loyally uphold the sovereignty of New Zealand as a member of the Commonwealth of Nations and as a member of the United Nations.
- B** To foster and maintain the welfare and security of New Zealand within the concept of the establishment and to maintain international peace with honour.
- C** To inculcate in the individual a sense of responsibility to his fellow citizens and his local community, and for the wellbeing of mankind.
- D** To perpetuate the comradeship born of service and to promote the general wellbeing of servicemen, former servicemen and their respective dependents.
- E** To promote, foster and support the charitable objectives of the national Association.
- F** To pursue the resolutions of the National Council of RNZRSA.
- G** "To relieve the poverty of servicemen, former servicemen and their respective dependents and the former dependents of deceased servicemen and ex-servicemen."

5. POWERS

For the due attainment of its objectives the local Association shall have the following powers:

- To disseminate information on all matters affecting servicemen and former servicemen, and to print, publish, issue or circulate such papers, periodicals, circulars and other literary or digital undertakings as may seem appropriate to any of its objectives.
- To affiliate with or accept affiliation from any society, body or association having similar objectives, or to join, co-operate with, or subscribe to or accept subscriptions from the

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funds of any such society, body or association for the purpose of better attaining or otherwise furthering its objectives and interests.

- To undertake and execute any trusts which may seem to the local Association conducive to its objectives; to invest the funds of any such trusts in the manner authorised for trustees by the Trustees Act 1956, or by any act passed in amendment of or substitution for that act, with all the powers given to trustees in relation to investment by that act.
- To create and establish a charitable trust, pursuant to the deed of trust as set out in the Eighth Schedule of these rules, for the most expeditious administration of the funds of the local Association which are set aside for welfare purposes.
- To create and establish a Poppy Charitable Trust, pursuant to the deed of trust as set out in the Ninth Schedule of these rules, for the protection and administration of donations received from the Poppy Day Appeal, and any other bequest, which are to be set aside for the welfare of returned and ex-service personnel, their respective dependents, and the former dependents of deceased returned service personnel and ex-service personnel, whether a member of a Returned and Services' Association or not.
- To purchase, take on lease, exchange, hire or otherwise acquire any real or personal property and any rights or privileges which the local Association may deem necessary or convenient for the purpose of any of its objectives.
- To lend money or make advances to any other local association with or without security.
- To manage, construct, maintain, alter, improve, enlarge, pull down, remove or replace any buildings or works which may seem to the local Association likely to advance its interests directly or indirectly.
- To sell, lease, exchange, bail, grant licences in respect of or otherwise deal with or dispose of the local Association's undertakings or any part thereof, or any property or interest in any property rights, concessions or privileges belonging to the local Association, either together or in portions, on such terms as it deems fit.
- To establish, maintain and conduct licensed and other clubs or similar institutions.
- To sponsor the formation of a Women's Section, the name of which shall be the "Women's Section of the Hibiscus Coast Community RSA", provided that the rules of the Women's Section shall conform to the Guidelines established by RNZRSA and approved by the local Association.
- To prescribe bylaws, according to the Sixth Schedule of these rules, for the operation of the licence, not being inconsistent with these rules, and the licence regulations. Such bylaws and licence regulations shall be as binding on all members as if they were part of these rules.
- To initiate, carry out and enforce disciplinary procedures as detailed in Rule 16 of these rules.

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- To do such other things as in the opinion of the local Association may be incidental or conducive to the attainment of any of the foregoing objects or the exercise of any of the foregoing powers.

5A: NO PRIVATE PECUNIARY PROFIT, AND EXCEPTIONS

No private pecuniary profit may be made by any member from the local Association, except that:

- any member may receive full reimbursement for all expenses properly incurred by that member in connection with the affairs of the local Association
- reasonable remuneration may be paid to any officer or servant of the local Association (whether a member or not) in return for services rendered
- any member may be paid all usual professional, business or trade charges for services rendered, time expended and all acts done by that member or by any firm or entity of which that member is a member, employee or associate in connection with the affairs of the local Association
- The Executive Committee and any officers of the local Association, in determining any reimbursements, remuneration and charges payable in the terms of this clause, shall ensure that the restrictions imposed by the following clause are strictly observed.

5B: RESTRICTIONS ON BENEFITS TO AND INFLUENCE BY INTERESTED PERSONS

Notwithstanding anything contained or implied in these rules, any person who is:

- an officer, secretary or member of the local Association
- a shareholder or director of any company conducting any business of the local Association
- a settlor or trustee of any trust which is a shareholder of any company conducting any business of the local Association; or
- an associated person (as defined by the Income Tax Act 2004) of any such officer, secretary, member, settlor, trustee, shareholder or director

shall not, by virtue of that capacity in any way (whether directly or indirectly), determine, or materially influence in any way the determination of the nature or the amount of any benefit, advantage or income, or the circumstances in which it is to be received, gained, achieved, afforded or derived by that person.

A person who in the course of conducting of his or her business shall not, by reason only of his or her rendering professional services to the local Association or to any company by which any business of the local Association is conducted, be in breach of the terms of this rule.

6. LOCAL ASSOCIATION MEMBERSHIP

The membership of the local Association shall consist of:

A Returned members

Persons so defined in Rule 3A.

B Service members

Persons so defined in Rule 3B.

C Associate members; family members; couple's members

Persons so defined in Rule 3C.

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D Youth members

Persons so defined in Rule 3E.

E Corporate members

Associations, clubs, or other incorporated bodies or businesses, so defined in Rule 3F.

A corporate member shall equate to three members of the Association and at all times the annual membership fee payable by a corporate member shall be not less than three times the fee payable by an associate member.

A corporate member shall supply the Association with a list of corporate associates for the purposes of this membership. It shall at all times keep that list updated and will provide those persons with a method of identifying themselves to the Association, that is acceptable to the Association.

Persons defined in Rule 3G as "corporate associates" who are not otherwise members of the Association shall be deemed to be members of, and subject to the rules of, the Association with the following provisos:

- The right of entry to the club premises is restricted to such times as the corporate member is using the premises for an agreed purpose
- they shall at all times carry and provide on request the form of identification agreed by the corporate member
- corporate or corporate associate members shall not be entitled to hold office in the Association, to have voting or speaking rights at meetings of the Association, to participate in any reciprocal visiting rights with other associations or clubs, to receive any membership badge of the Association or to represent the Association in any sporting or other fixture.

F Life members

Any returned, service or associate member who has, on the recommendation of the Executive Committee, been awarded life membership at a general meeting of the local Association, in recognition of local service.

A life member shall be deemed to be a financial member of the local Association for all purposes without being required to pay an annual subscription.

G Honorary life members

Persons not being eligible for returned or service membership who have rendered outstanding service to the local Association or to former servicemen, and have been duly elected at a general meeting after consideration of a citation presented by the Executive Committee.

Honorary life members shall have the right to speak at general meetings but not to exercise a vote.

H Honorary members

Persons not being eligible for returned, service or associate membership who have rendered outstanding service to the local Association or to former servicemen, and have been duly elected at a general meeting after consideration of a citation presented by the Executive Committee.

Honorary members shall have the right to speak at general meetings but not to exercise a vote, and shall be eligible for re-election from year to year.

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I Provisional members

Persons so defined in Rule 3N.

Provisional members shall have the right to attend but not speak or vote at general meetings.

J Sporting club and Women's Section members

Only members admitted under the Rules 3A – G can belong to any affiliated RSA Club and/or to the Women's Section of the Hibiscus Coast Community RSA.

7. MODE OF ADMISSION TO RETURNED AND SERVICE MEMBERSHIP

Any person wishing to enrol for membership under categories 6A or 6B shall complete and sign the appropriate form.

Upon proof that he is possessed of the necessary returned or service credentials and is otherwise eligible, with the approval of the Executive Committee he shall be enrolled as a member.

8. MODE OF ADMISSION TO ASSOCIATE MEMBERSHIP

Any person of good repute seeking admission as an associate member shall fill out the required application form. A person shall be granted membership provided they have paid the prescribed subscription fee and provided further that their election takes place by ballot of the Executive Committee after their name has been placed on the notice board for 14 days and objections have been duly called for.

The decision of the Executive Committee shall be final and in the event of membership being refused, all monies paid by the applicant by way of application and subscription fees shall be refunded to them.

9. MODE OF ADMISSION TO YOUTH MEMBERSHIP

Any person of good repute seeking admission as a youth member shall be nominated for membership by a financial member as defined in Rule 3D. A person so nominated shall only be elected to membership provided he has paid the prescribed entrance fee and provided further that his election takes place by ballot of the Executive Committee after his name has been placed on the notice board for 14 days and objections have been duly called for.

The decision of the Executive Committee shall be final and in the event of membership being refused, all monies paid by the applicant by way of application and subscription fees shall be refunded to him.

10. MODE OF ADMISSION TO CORPORATE MEMBERSHIP

Any association, club, other incorporated body or business wishing to apply for membership under Rule 6E shall apply in writing and supply a list of all corporate associates to be covered by the corporate membership, and shall be nominated for membership by a financial member. An organisation so nominated shall be elected to membership provided it has paid the prescribed fees and provided further that the election takes place by ballot of the Executive Committee after the

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name of the organisation and a list of its members has been placed on the notice board for 14 days and objections have been duly called for.

The decision of the Executive Committee shall be final and in the event of membership being refused, all monies paid by the applicant by way of application and subscription fees shall be refunded.

11. MODE OF ADMISSION TO FAMILY MEMBERSHIP

A family membership shall consist of a member with their partner and children under the age of 18 years. The adult members shall be given a membership card each and both have full voting rights.

Any persons of good repute seeking admission as a family shall fill out the required application form. A person shall be granted membership provided they have paid the prescribed entrance fee and provided further that their election takes place by ballot of the Executive Committee after their name has been placed on the notice board for 14 days and objections have been duly called for.

The decision of the Executive Committee shall be final and in the event of membership being refused, all monies paid by the applicant by way of application and subscription fees shall be refunded to them.

12. MODE OF ADMISSION TO COUPLE'S MEMBERSHIP

A couple's membership shall consist of a member with their partner. Each member shall be given a membership card and both persons have full voting rights.

Any persons of good repute seeking admission as a couple's member shall fill out the required application form. A person shall only be granted membership provided they have paid the prescribed entrance fee and provided further that their election takes place by ballot of the Executive Committee after their name has been placed on the notice board for 14 days and objections have been duly called for.

The decision of the Executive Committee shall be final and in the event of membership being refused, all monies paid by the applicant by way of application and subscription fees shall be refunded to them.

13. MODE OF ADMISSION TO PROVISIONAL MEMBERSHIP

Any person wishing to enrol for membership under Rule 6I shall complete and sign the appropriate form.

14. MODE OF TRANSFER OF MEMBERSHIP

The local Association shall admit to its own membership any member of another local Association who possesses the qualifications for membership as defined under rules 6A and 6B. Such transfer shall be affected on receipt of a certificate from the secretary of that local Association that the member has paid a subscription for the current year, and recommending him for membership.

Transfer of membership of associate and/or youth members, to another local Association shall be at the discretion of that local Association's Executive Committee, whose decision shall be final.

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Notification of any such transfers shall be forwarded forthwith to the member's former local Association.

15. MODES OF TERMINATION OF MEMBERSHIP

- **Non-Payment of Subscription**

In the event of any member failing to pay his subscription within 60 days of the due date, that member's name shall be struck off the list of members and they shall cease to be a member, provided that the Executive Committee may at any time reinstate such member upon such terms as the Executive Committee in the exercise of its discretion may decide.

- **Resignation**

Any member may resign his membership by letter addressed to the secretary of the local Association to that effect.

- **Expulsion**

Refer to Rule 16A.

- **Serious Misconduct**

Any member who commits an act of serious misconduct, e.g., assault or harassment of any member, staff member or officer of the club, may have their membership terminated at the discretion of the Executive Committee in accordance with the Health and Safety at Work Act 2015.

16. DISCIPLINARY ACTION

The Executive Committee shall have power to call on any member for an explanation of any charge of misconduct, within the provisions of these rules, laid against him by any member or for any other sufficient cause.

Any member who has legal action pending against The Hibiscus Coast Community RSA Incorporated may be suspended until the matter has been resolved. That member shall not be entitled to hold any office of The Hibiscus Coast Community RSA Incorporated, or adjunct, or Women's Section until the matter has been resolved.

On receipt of (a) complaint(s) of misconduct against any member, the Executive Committee shall (unless it considers such complaint to be vexatious, or frivolous, or totally without foundation):

- notify the member in writing of the complaint, and give him such particulars of the complaint as are available
- give the member a reasonable opportunity to provide an initial response or explanation in relation to the complaint, in writing or orally

Having completed the two steps above, the Executive Committee shall make a decision:

- as to whether the matter is vexatious, frivolous, or without foundation, and if not, that it should proceed to a formal hearing
- as to whether the matter is so serious that, if the complaint is proved, expulsion is a possible outcome; or

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- iii. as to whether the matter is not so serious as to warrant expulsion but may warrant suspension; and
- iv. as to whether an interim suspension of the member is appropriate.

16A: EXPULSION

Where the Executive Committee considers that the matter should proceed to a hearing **and that** expulsion is a possible outcome if the complaint is proved, the Executive Committee shall:

- convene a formal hearing of the Executive Committee to hear and consider the complaint; and
- provide the member with reasonable notice, in writing, of the time and place of such hearing. Such notification shall clearly state the purpose of the hearing, and shall include:
 - details of the complaint
 - copies of any relevant documents or correspondence; and
 - notification of the fact that expulsion is a possible outcome.

In convening and conducting the hearing, the Executive Committee shall follow the rules of natural justice, which require that the member be given a full and fair opportunity to present his response to the complaint. If the member wishes to be represented at the hearing by a lawyer, the Executive Committee shall fully consider such request, and make a ruling as to whether legal representation shall be permitted.

If, following the hearing, the Executive Committee considers that the complaint has been proven (on the balance of probabilities), the Executive Committee shall:

- advise the member of its finding as to the complaint
- give the member the opportunity to make representations as to penalty or outcome
- deliver its decision as to whether the member is expelled, suspended, or neither.

If expulsion is ordered, the member shall forthwith surrender his badge to the local Association for return to RNZRSA.

For clarity, it is recorded that:

- the Executive Committee has the power to either expel or suspend, and in cases it deems appropriate, to impose an interim suspension prior to the hearing
- the Executive Committee is not obliged to impose suspension or expulsion, even if it finds the complaint(s) to have been proved.

16B: SUSPENSION OF MEMBERSHIP

Where the Executive Committee has received a complaint, but does not consider the matter so serious that expulsion is a possible outcome:

- the Executive Committee may (but is not obliged to) delegate its powers in relation to the hearing of the complaint to a disciplinary committee [which may be a standing committee, or a committee which the Executive Committee may appoint in relation to any specific complaint(s)];

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- if so appointed, the disciplinary committee shall consist of a minimum of three and a maximum of five members of the Association (and not necessarily members of the Executive Committee), and
- the disciplinary committee shall follow all procedural steps required of the Executive Committee as if acting under rule 16A, but *shall not* have the power to impose expulsion
- whether the matter is heard by the Executive Committee, or by a disciplinary committee, either committee shall have the power to suspend the member for a period not exceeding twenty-four months. The member shall not be obliged to surrender his badge during any such period of suspension

17. APPEALS AGAINST SUSPENSION OR EXPULSION

A member expelled, or suspended for more than one month, shall have the right to appeal the decision to a tribunal of not less than three and not more than five persons to be appointed by the Executive Committee.

Members of the tribunal shall be members of the local Association but not of the Executive Committee and should, if possible, include at least one member of the legal profession, who is a member of the local Association.

Written notice of appeal must be given to the Executive Committee of the local Association within one month of the date of the decision to expel or suspend such member.

The tribunal shall have wide discretion to determine the procedure which it will follow. In particular:

- it may decide to completely rehear the evidence in the matter
- it may decide the matter on the basis only of the record of the hearing of the Executive Committee or its appointed disciplinary committee. Should no record be available then the evidence shall be reheard
- it may agree to hear, or consider, evidence in addition to that put forward at the disciplinary hearing, in whatever form it deems fit

The tribunal may dismiss or allow the appeal or vary the decision.

The decision of the tribunal shall be final.

18. ANNUAL GENERAL MEETINGS

An Annual General Meeting of the local Association shall be held in September each year at such time and place as fixed by the Executive Committee. The date shall be advertised at least 28 days in advance by insertion at least once in a newspaper circulating in the area of the local Association.

At least 14 days' notice of such meeting, stating the nature of the business to be brought before the meeting shall be given to members either by post, by advertisement inserted at least once in a newspaper circulating in the area of the local Association, or by email.

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19. EXTRAORDINARY GENERAL MEETINGS

All general meetings other than Annual and Bi-Annual General Meetings shall be Extraordinary General Meetings. The Executive Committee may, whenever it thinks fit, and shall, upon a requisition in writing by 40 financial members excluding 6D, 6E, and 6I, convene an Extraordinary General Meeting.

Any such requisition shall specify the objects of the meeting requisitioned, shall be signed by the members of the local Association making the same, and shall be deposited with the secretary of the local Association. The meeting must be convened only for the purposes specified in the requisition. If the Executive Committee, for 14 days after the receipt of such a requisition, fails to convene an Extraordinary General Meeting to be held within 21 days, the members making such a requisition, or a majority of them, may themselves convene a meeting to be held not later than three calendar months after the date of the requisition.

Seven days' notice specifying the place, the day, and the hour of any Extraordinary General Meeting, and the purpose for which it is to be held, shall be given either by an advertisement in a newspaper circulating in the area of the local Association, by postal notice to each member, or by email. Apologies shall also be accepted by email.

20. QUORUM AT ANNUAL, BI-ANNUAL AND EXTRAORDINARY GENERAL MEETINGS

The quorum for any general meeting shall be 40 members admitted under any of Rules 6A, 6B or 6C.

No business shall be transacted at any meeting unless a quorum of such members is present.

If within half an hour of the time appointed for any meeting a quorum is not present at the meeting, if an Extraordinary General Meeting, it shall be dissolved; in any other case it shall stand adjourned to the same day in the next week at the same time and place, and the members present at the adjourned meeting may transact any business as if they constituted a full quorum.

21. METHOD OF VOTING

Every question submitted to any general meeting of the local 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. Subject to the provisions of the Fifth Schedule hereto, every member present shall be entitled to record one vote and no more upon every question. In the case of an equal number of votes the Chairman shall, whether upon a vote being taken by a show of hands or by a ballot as hereinafter provided for, have a second or casting vote.

Unless a ballot is demanded by the Chairman or by at least three members present, a declaration by the Chairman that a resolution has been carried or lost, and an entry to that effect in the minutes, shall be conclusive evidence of the fact without proof of the number of the votes recorded in favour of or against such resolution.

If a ballot is demanded it shall be taken in such a manner and at such a time as the Chairman of the meeting may direct. The result of the ballot shall be deemed to be a resolution of the meeting at which the ballot was demanded.

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A demand for a ballot may be withdrawn. The demand for a ballot shall not prevent the continuance of a meeting for the transaction of any business other than the question on which a ballot has been demanded.

Votes may only be given personally. Proxy votes are not allowed.

22. ADJOURNMENT OF MEETINGS

The Chairman of any meeting may, with the consent of that meeting, adjourn it from time to time and from place to place. However, no business shall be transacted at any adjourned meeting other than the business left unfinished thereby.

23. NOTICES OF MOTION

Any notice of motion must be in the hands of the Manager at least 21 days before the meeting at which the motion is to be moved.

24. PATRON

At any Annual General Meeting the members may, on the recommendation of the Executive Committee, elect a Patron of the local Association.

25. EXECUTIVE COMMITTEE

Financial members of the local Association admitted under Rules 6A – 6C shall be eligible for election to the Executive Committee.

The Executive Committee shall consist of:

- One president
- Two vice presidents
- Six members of the local Association; and
- One representative from the Women's Section

It shall be elected at the local Association's Annual General Meeting and shall hold office until the conclusion of the following Annual General Meeting. All members shall be eligible for re-election from year to year.

The president shall be the Chairman of the Executive Committee or, in his absence, one of the vice presidents.

Only members of the local Association admitted under Rules 6A – 6C shall be eligible to vote for those standing for election to the Executive Committee.

An independent Chartered Accountant shall be employed by the local Association instead of an honorary treasurer. The accountant will be contracted for a 12-month period and their contract shall auto-renew unless notice is given to the contrary. The accountant will not hold office, will not form part of the Executive Committee, and cannot vote.

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26. OFFICERS

The officers of the local Association shall be the president; the two vice-presidents, and the immediate past-president, if any. The latter shall hold office for a period of one year only.

27. ELIGIBILITY FOR MEMBERSHIP OF THE EXECUTIVE COMMITTEE

No person who is employed by the local Association shall be eligible for election as an officer or other member of the Executive Committee.

No person who is an undischarged bankrupt shall be eligible for election to the Executive Committee.

Any person standing for election to the Executive Committee shall, at the time of his nomination, disclose to the membership the existence of any criminal conviction for serious offence in his past. This shall include, but is not necessarily limited to, any conviction for fraud, theft, assault, sexual offence, or any offence involving illegal drugs, drinking and driving, or driving while disqualified. It shall not include traffic infringement matters, or offences which do not carry a possible term of imprisonment.

No person shall be eligible for the office of president or vice-president unless he has served for not less than one year on the Executive Committee during the five years immediately preceding the election.

No person may serve as president for more than three consecutive terms. This does not restrict the person's eligibility at a later date.

28. ELECTION OF THE EXECUTIVE COMMITTEE

Nominations for officers and other members of the Executive Committee shall be called for by the Secretary at least 28 days prior to the Annual General Meeting. The final date for receipt of nominations shall be the final date set aside for the receipt of notices of motion, as defined in Rule 23.

All candidates for election shall be financial members admitted under Rules 6A – 6C and shall be proposed and seconded by financial members admitted under the same rules. Nominations must be submitted on the form provided.

Financial members admitted under Rules 6A – 6C may vote for all positions as defined in Rule 25.

Prior to the date of the Annual General Meeting, ballot papers shall be printed bearing the surname and forenames of each candidate in alphabetical order. The ballot papers shall also contain details of the vacancies to be filled and instructions on the method of voting.

No other information shall appear on the ballot paper.

The ballot shall take place during the course of the Annual General Meeting and the members present shall appoint at least three scrutineers who are not candidates in the election. The scrutineers shall supervise the election, collect the ballot papers, and count the votes recorded for each candidate.

The scrutineers shall give a written report to the Chairman who shall announce the results of the election, including the number of votes cast in favour of each candidate, prior to the close of business.

RULES FOR THE HIBISCUS COAST COMMUNITY RETURNED AND SERVICES ASSOCIATION INCORPORATED

In the event of any candidates sharing an equal number of votes, the Chairman shall determine the result by lot among the candidates concerned.

Where the number of persons nominated is less than the number called for, those persons so nominated shall be declared duly elected and the Chairman shall call for nominations at the Annual General Meeting for persons to fill any remaining vacancies. In the event of nominations exceeding vacancies, a ballot shall be conducted during the meeting.

29. POWERS OF THE EXECUTIVE COMMITTEE

Management and control of the local Association and its properties real and personal shall be vested in the Executive Committee.

The Executive Committee may appoint a secretary of the local Association. The Secretary may be a paid employee of the local Association and the Executive Committee may fix his remuneration and the period of his engagement and such other terms and conditions of employment as the Executive Committee shall think fit.

The Executive Committee shall also appoint such other staff as are deemed necessary for the efficient management of local Association affairs.

The Executive Committee may exercise all such powers and do all such acts and things as may be exercised or done by the local Association as are not hereby or by statute expressly directed or required to be exercised or done by the local Association in general meeting.

The Executive Committee may appoint such sub-committees as are necessary to carry out the business of the local Association.

The Executive Committee may delegate such of its powers as it deems fit.

30. MEETINGS OF THE EXECUTIVE COMMITTEE

The Executive Committee shall meet at least once per calendar month at such place and time as it determines. At least three clear days' notice in writing shall be given to each member of the Executive Committee.

The Chairman or any three members of the Executive Committee may at any time convene a meeting of the Executive Committee upon giving three days' notice to the members of the Executive Committee.

31. METHOD OF VOTING AT EXECUTIVE COMMITTEE MEETINGS

Voting at any Executive Committee meeting shall be in accordance with Rule 21 hereof.

32. QUORUM OF THE EXECUTIVE COMMITTEE

The quorum for any meeting of the Executive Committee shall be five members.

No business shall be transacted at any meeting unless a quorum is present.

RULES FOR THE HIBISCUS COAST COMMUNITY RETURNED AND SERVICES ASSOCIATION INCORPORATED

If within half an hour of the time appointed for any meeting a quorum is not present, it shall stand adjourned to the same day of the following week at the same time and place, and the members present at the adjourned meeting may transact any business as if they constituted a full quorum.

33. VACATION OF OR REMOVAL FROM OFFICE

Any member of the Executive Committee shall vacate his office under the following circumstances:

- If he is absent from three consecutive meetings without leave of the Executive Committee
- During any period of bankruptcy
- If he becomes of unsound mind
- If by notice in writing to the secretary he resigns his office; or
- If he becomes an employee of the Association.

A member of the Executive Committee may be removed from office, by a resolution of a majority of the other members of the committee, if he is, during any period in office, convicted of any serious criminal offence, as defined under Rule 27.

Any member of the Executive Committee so convicted shall notify the committee of such conviction, and shall stand aside whilst the committee considers the matter. A reasonable opportunity to provide an explanation to the committee shall be given him, before any decision to remove him from office is made.

Any vacancies on the Executive Committee shall be filled by appointment by the Executive Committee. Appointees shall hold office until the conclusion of the next Annual General Meeting.

34. SUBSCRIPTIONS

The annual subscription for all members, except for youth members, shall be such sums as determined by the members in general meetings, provided that the annual subscription payable by members admitted under Rules 6A – 6C is not less than that payable by members admitted under Rules 6A or 6B.

The subscription payable by a corporate member" admitted under Rule 6E shall be not less than three (3) times that payable by members admitted under Rule 6C.

Subscriptions shall be due and payable on the first day of each financial year of the local Association. Any member who has not renewed their subscription within 30 days shall be deemed to be unfinancial and forfeit the privilege of membership.

In the case of a newly elected member, the Executive Committee shall determine the subscription to be paid for the balance of the financial year.

The Executive Committee at its discretion shall have power to remit subscriptions in whole or in part for any member or any particular class of member.

The Executive Committee shall remit subscriptions for all serving, uniformed members of the New Zealand Defence Force and New Zealand Police eligible for admittance under Rules 6A and 6B, and as defined in Rules 4(g) and/or 4(h) of the Rules of RNZRSA.

RULES FOR THE HIBISCUS COAST COMMUNITY RETURNED AND SERVICES ASSOCIATION INCORPORATED

No person who for any reason whatsoever ceases to be a member shall have any claim upon the local Association for a refund of the whole or any part of any subscription paid by him to the local Association.

Only financial members shall be entitled to the privileges of membership.

35. ACCOUNTS

The financial year of the local Association shall begin on the first day of July in each year and shall expire on the last day of June of the following year.

The Executive Committee shall keep true accounts:

- of all sums of money received and expended by the local Association and of the matters in respect of which such receipts and expenditure takes place;
- of all assets, credits and liabilities of the local Association including all mortgages, charges and securities of any description affecting any property of the local Association.

At least once in each year the accounts of the local Association shall be audited.

The accounts shall be kept at the office of the local Association, or at any such other place determined by the Executive Committee, and shall be open to inspection by members at such reasonable times and places as determined by the Executive Committee. All monies received after being entered into the books of the local Association as being received shall be forthwith paid into the bank account appointed by the Executive Committee.

All accounts shall be reported to the Executive Committee for confirmation of all routine payments and for authorisation of all other payments.

Payment of all monies shall be made by electronic transfer, authorised by any two of the following: president, vice president, honorary treasurer, secretary or any other person appointed by the Executive Committee. This does not apply to payments made from the petty cash imprest system operated pursuant to a resolution of the Executive Committee.

At every Annual General Meeting the Executive Committee shall present an annual report, an audited balance sheet, and an income and expenditure account. These shall be dated no more than four months before that meeting from the time the last preceding balance sheets were prepared, and in the case of the first balance sheet from the date of the Incorporation of the local Association. Every such report shall be accompanied by a report from the Executive Committee on the state of the local Association.

A copy of the audited financial statements of the local Association, duly certified by the president, shall be forwarded to the chief executive, RNZRSA, within four calendar months of the end of the financial year of the local Association.

The local Association shall duly file 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 statutes and any regulations thereunder.

RULES FOR THE HIBISCUS COAST COMMUNITY RETURNED AND SERVICES ASSOCIATION INCORPORATED

36. AUDITOR

An auditor who should be a member of the Institute of Chartered Accountants of New Zealand and who is not a member of the Executive Committee shall be appointed at the Annual General Meeting of the local Association.

The retiring auditor shall be eligible for re-election. In the case of any vacancy during the year the Executive Committee shall appoint an auditor.

37. BORROWING MONEY

The Executive Committee shall have the power, if authorised by a resolution passed by at least two-thirds of votes at any general meeting of the local Association, to borrow or raise money and to secure payment of the same, or to secure the payment of any money owing by the local Association, or the satisfaction or performance of any obligation or liability incurred or undertaken by the local Association in such manner as the local Association shall determine and, in particular, by the issue of debentures or by mortgage or charge or lien upon the whole or any part of the local Association's property (whether present or future) provided that the authority of a general meeting will not be required for the borrowing of amounts of less than \$ 50,000 at any one time.

The Executive Committee may purchase, redeem or pay off any such security or securities.

38. CAPITATION

The local Association shall pay capitation to RNZRSA in respect of all local Association members in accordance with RNZRSA rules in force for the time being.

Capitation shall not be payable to RNZRSA for those serving uniformed members of the New Zealand Defence Force and New Zealand Police eligible for admittance under Rules 6A and 6B.

39. BADGES

Every returned and service member of the local Association can be supplied by the local Association with an official RNZRSA badge.

Every member admitted under Rules 6C and 6D can be supplied by the local Association with an official badge designed by RNZRSA.

All returned, service, associate and youth members' badges are and remain the property of RNZRSA.

Except as provided in this rule, any member who ceases to be a member shall, upon demand in writing, return to the local Association the badge issued to him.

No member shall be required to surrender his badge where evidence is produced that he has transferred his membership to another local Association.

At the discretion of the Executive Committee, a badge may be retained by the relations of a deceased member.

Any member of the Executive Committee is expressly authorised to call upon the wearer of a badge issued under these rules to produce evidence of his entitlement to wear the same.

RULES FOR THE HIBISCUS COAST COMMUNITY RETURNED AND SERVICES ASSOCIATION INCORPORATED

40. AWARDS

At a general meeting of the local Association and upon the recommendation of the Executive Committee, any returned, service or associate member may be awarded life membership of the local Association or any other such award, in recognition of local service.

A life member shall be deemed to be a financial member of the local Association for all purposes without being required to pay an annual subscription.

Where an award is made in terms of the first paragraph of this rule, the Executive Committee shall arrange for details of the award to be endorsed on a certificate for issue to the member.

Any nomination to RNZRSA for a national award may be made at a general meeting of the local Association, upon the recommendation of the Executive Committee.

41. ALTERATION OF RULES

The Rules of the local Association may be altered, added to or rescinded at any general meeting of the local Association by notice of motion in accordance with Rule 23.

Once the rules have been registered in accordance with subparagraph (e), a copy of the amended rules shall be forwarded to RNZRSA (Inc) for their information to confirm such amendment is not in conflict with and is in harmony with the rules of RNZRSA (Inc) and the rules of natural justice.

No addition to or alteration or rescission of the following rules of the local Association shall be made unless such addition, alteration or rescission is consistent with the charitable purposes of the local Association, and unless such addition, alteration or rescission is first approved by the Inland Revenue Department:

- Rules 4E and 4G
- Rules 5A and 5B
- Rule 41
- Rule 49

At least 14 days' notice of any proposed amendment to the rules of the local Association shall be given to the members either by posting the same to each member, by at least one insertion in a newspaper circulating in the area of the local Association, or by email. The notice so given shall contain a copy of, or state briefly, the nature of the notice of motion to be moved at the general meeting so called.

The local Association shall register any alteration of, or addition to, these rules, as required by any statutory provisions for the time being in force.

42. CONDUCT OF MEETINGS OF THE LOCAL ASSOCIATION

The conduct of meetings of the local Association shall be in conformity with the Fifth Schedule hereto.

43. MINUTES

Minutes of all meetings shall be duly entered in the records of minutes provided for that purpose.

RULES FOR THE HIBISCUS COAST COMMUNITY RETURNED AND SERVICES ASSOCIATION INCORPORATED

44. CHANGES OF ADDRESS

All members shall communicate any change of address, and all notices posted to the last notified address shall be valid and deemed to have been given on the day following the day of posting.

45. BRANCHES

The Executive Committee of the local Association shall have the power to form and constitute branches provided that prior approval in writing of the formation of any such branch is first had and obtained from RNZRSA.

46. SALE OR LEASE OF LOCAL ASSOCIATION REAL ESTATE

Subject to the provisions of Rule 49 of these rules, the local Association may dispose of its real estate, in part or in total by way of gift, sale, lease or transfer by a resolution in favour of such gift, sale, lease or transfer of not less than two-thirds of votes returned at a general meeting.

47. WITHDRAWAL FROM MEMBERSHIP OF RNZRSA

The local Association may withdraw from membership of RNZRSA by:

- a resolution in favour of such withdrawal of not less than two-thirds of valid votes returned from a general meeting of financial members admitted under Rules 6A – 6C; or
- a simple majority of valid votes cast by financial members at a general meeting in favour of placing the local Association in liquidation. Such resolution for liquidation and to appoint a liquidator must be confirmed by a further Extraordinary General Meeting to be held not earlier than 30 days nor later than 60 days after the date on which the resolution so to be confirmed was passed.

Withdrawal from membership shall be subject to 14 days' prior written notice to the chief executive of RNZRSA of any notice of motion to withdraw from membership which has been given to members pursuant to these rules. Such notice shall be accompanied by payment in full of all capitation and other sums due by the local Association and shall specify:

- the date from which it is intended that the withdrawal shall become effective; and
- whether the local Association intends voluntarily to be put into liquidation under Section 24 of the Incorporated Societies Act 1908; or
- whether the local Association intends to change its name with consequential rule amendments under Section 21 of that Act.

Immediately after the motion to withdraw from membership has been adopted by the members in general meeting, the chief executive of RNZRSA shall be notified of the decision and supplied with the local Association's certificate of incorporation.

48. LICENCE REGULATIONS AND RECIPROCAL VISITING RIGHTS

The local Association will comply with all national and local authority law, regulations and rules as they apply to the operation of the local Association, including, without limitation, those that relate to

RULES FOR THE HIBISCUS COAST COMMUNITY RETURNED AND SERVICES ASSOCIATION INCORPORATED

use of the local Association's premises, the sale and supply of alcohol, and the provision of hospitality services and gambling.

This local Association, while affiliated with RNZRSA, grants reciprocal visiting rights to all other RSAs affiliated with RNZRSA as defined in the Sixth Schedule to RNZRSA's rules, and to all overseas service organisations, and to any other club which has confirmed reciprocal rights in writing with RNZRSA.

The Executive Committee may make bylaws for the use of the local Association's premises, the sale and supply of alcohol, the provision of hospitality services, and gambling, provided that, where necessary, approval is sought from RNZRSA.

49. LIQUIDATION

Notice of motion of the proposed liquidation and appointment of a liquidator must be given in accord with the rules of the local Association and any such resolution for such liquidation and appointment of a liquidator must be confirmed by a further Extraordinary General Meeting, held not earlier than 30 days and not later than 60 days after the date on which the resolution so to be confirmed was passed.

If, upon the liquidation of the local Association and the satisfaction of all its liabilities, there remains any property whatsoever, the same shall not be paid or distributed among the members of the local Association but shall become vested in and transferred to RNZRSA or any local RSA having charitable status, on such conditions, providing such conditions are consistent with the aims and objectives of RNZRSA, as shall be determined by a majority of the members admitted under Rules 6A – 6C of the local Association present at a general meeting to be held according to the rules of the local Association at or before the liquidation.

50. INDEMNITY

The Executive Committee, other officers and employees of the local Association shall be indemnified by the local Association against any personal liability incurred in or by reason of the discharge of their duties, except for liability arising by reason of:

- their own fraudulent act or acts;
- their own recklessness; or
- their own gross negligence or dereliction of duty.

51. SEAL OF THE LOCAL ASSOCIATION

The local Association shall have a common seal, held and controlled by the secretary for the time being. Documents to be executed by the local Association of whatsoever nature shall be executed with the following attestation clause:

"The Common Seal of The Hibiscus Coast Community Returned and Services' Association Incorporated was here-unto affixed pursuant to a resolution of the Executive Committee in the presence of:

RULES FOR THE HIBISCUS COAST COMMUNITY RETURNED AND SERVICES ASSOCIATION INCORPORATED

..... Executive Committee Member

..... Executive Committee Member

..... Manager."

52. REGISTERED OFFICE

The local Association shall at all times have a registered office which shall be situated in 43A Vipond Road of Stanmore Bay or at such other place as may be determined from time to time by the Executive Committee.

FIRST SCHEDULE

ELIGIBILITY FOR ADMISSION AS A RETURNED MEMBER OF THE LOCAL ASSOCIATION

In all cases it shall be a prerequisite that the person, at the time of applying for membership, is:

- a New Zealand citizen; or
- a permanent resident of New Zealand according to its immigration policy; or
- a citizen of a country belonging to the Commonwealth of Nations; and
- at least 18 years of age, or the minimum age for the purchase and consumption of alcohol as specified in the latest legislation or any amendments or re-enactments thereof.

In all cases it shall be a condition of membership that the person has not been dishonourably discharged from the armed forces or dishonourably dismissed from any merchant navy or other qualifying organisation. A local association, or NEC, shall have authority to call upon any person to produce evidence of the nature of his discharge.

In all cases, it shall be the responsibility of the person concerned to produce satisfactory evidence of his eligible service.

Any questions arising between any applicant for membership and any local association as to whether such person is eligible for membership shall be referred to NEC, whose decision shall be final and binding.

Any person applying for membership as a returned member of the local Association must fit the criteria of one of the following:

A Armed, Defence or Police Forces of New Zealand

- Any person who served overseas in time of war or emergency.
- Any person who served overseas as a member of any unit in an operational or occupational force or multinational observers force, or ad hoc force as determined from time to time by NEC.
- Any person who served overseas as a member of a United Nations Peacekeeping Force.

B Armed Forces of Great Britain

- Any person who served overseas in time of war or emergency.
- Any person who served overseas as a member of any unit in an operational or occupational force, or ad hoc force as determined from time to time by NEC.
- Any person who served in Great Britain in time of war in areas deemed to be under threat *provided* such service was marked by the award of the Defence Medal or the Air Crew Europe Star.
- Any person who served in Northern Ireland *provided* such service was marked by the award of the Campaign Service Medal with clasp "Northern Ireland".

RULES FOR THE HIBISCUS COAST COMMUNITY RETURNED AND SERVICES ASSOCIATION INCORPORATED

C Armed Forces of any other Commonwealth country

- Any person who served overseas in time of war or emergency.
- Any person who served overseas as a member of any unit in an operational or occupational force, or ad hoc force as determined from time to time by NEC.

D Armed Forces of any ally of New Zealand

Any person who served in areas deemed to be under threat, as determined from time to time by NEC, as a member of the armed forces of:

- A country that was a member of the Commonwealth of Nations at the time of service; or
- An ally of New Zealand at the time of service.

E Merchant Navy

Any person who served as a crew member of a merchant vessel under the New Zealand flag, or of any ally of New Zealand who either:

- during the first or the second world war served in a theatre of war, *provided* such service was marked by the award of the appropriate campaign medals awarded to services personnel for service in that theatre; or
- served in a vessel engaged in the Falklands war, *provided* such service was marked by the award of the South Atlantic Star.

F Wartime Resistance Movements

Any person who served as a member of an underground or resistance movement of any ally of New Zealand *provided* the movement was officially recognised by the government or authority for the time being accepted by Her Majesty's Government as being the government or authority of the country concerned, and that the service has been officially recognised:

- by the award of a decoration for valour or for service by the government or authority as aforesaid; or
- by the award of a commendation for service or a certificate of service or a similar citation by the government or authority as aforesaid; or
- by the award of a citation for service by the officer having overall command of Her Majesty's forces in any particular area designated as a theatre of war.

G Operational service – civilians

Recognition of any New Zealand civilian who has served in conjunction with NZDF personnel, providing support roles defined as operational service and whose service has been recognised by the awarding of the NZ Operational Service Medal (NZOSM) and/or the NZ General Service Medal (NZGSM).

Recognition of any other New Zealand citizen, whose operational service for the nation has been recognised by either of the above awards and is considered by NEC to warrant inclusion in this category.

RULES FOR THE HIBISCUS COAST COMMUNITY RETURNED AND SERVICES ASSOCIATION INCORPORATED

Savings

Any person admitted to membership as a returned member under the rules of RNZRSA in operation prior to adoption of this schedule shall be deemed to have been admitted under this Schedule.

SECOND SCHEDULE

ELIGIBILITY FOR ADMISSION AS A SERVICE MEMBER OF THE LOCAL ASSOCIATION

In all cases it shall be a prerequisite that the person, at the time of applying for membership, is:

- a New Zealand citizen; or
- a permanent resident of New Zealand according to its immigration policy; or
- a citizen of a country belonging to the Commonwealth of Nations; and
- at least 18 years of age, or the minimum age for the purchase and consumption of alcohol as specified in the latest legislation or any amendments or re-enactments thereof.

In all cases it shall be a condition of membership that the person has not been dishonourably discharged from the armed forces or dishonourably dismissed from any merchant navy or other qualifying organisation. A local association, or NEC, shall have authority to call upon any person to produce evidence of the nature of his discharge.

In all cases, it shall be the responsibility of the person concerned to produce satisfactory evidence of his eligible service.

Any questions arising between any applicant for membership and any local association as to whether such person is eligible for membership shall be referred to NEC, whose decision shall be final and binding.

Subject to the requirements of the preceding paragraphs and the provisions of the second paragraph of clause C, below, the following persons are eligible for admission as service members:

A Armed, Defence and Police Forces of New Zealand

Any person who has served or is serving as a uniformed member of the armed/defence or police forces of New Zealand who does not possess the necessary service qualifications for returned membership.

B Armed, Defence and Police Forces of the Commonwealth of Nations

Any person who has served or is serving as a uniformed member of the armed/defence or police forces of any country which was a member of the Commonwealth of Nations at the time of service who does not possess the necessary service qualifications for returned membership.

C Armed and Defence Forces of any other country

Any person who has served or is serving as a uniformed member of the armed/defence forces of a country which has not taken up arms against New Zealand or any member of the Commonwealth of Nations or ally of New Zealand since the 11th November 1918, and who does not possess the necessary service qualifications for returned membership.

All applications for membership made under the provisions of the above clause shall, in the first instance, be referred to the NEC for determination as to eligibility.

RULES FOR THE HIBISCUS COAST COMMUNITY RETURNED AND SERVICES ASSOCIATION INCORPORATED

D The Home Guard, the Women's War Service Auxiliary and the Women's Land Service

Any person who has served as a member of the Home Guard; the Women's War Service Auxiliary; or the Women's Land Service in New Zealand or any equivalent organisation(s) within the then British Empire any time between September 1939 and August 1945 who does not possess the necessary qualifications for returned membership.

E New Zealand Cadet Forces

Any person being not less than 18 years of age or who has attained the minimum legal drinking age as defined in the latest legislation and who has served, or is currently serving, as an officer of the New Zealand Cadet Forces.

Any person being not less than 18 years of age or who has attained the minimum legal drinking age as defined in the latest legislation and who has had a minimum of three years' service in the New Zealand Cadet Forces as evidenced by a "Cadet Record of Service" certificate.

Savings

Any person admitted to membership as a service member under the rules of RNZRSA in operation prior to adoption of this Schedule shall be deemed to have been admitted under this Schedule.

THIRD SCHEDULE

A. ELIGIBILITY FOR ADMISSION AS AN ASSOCIATE, FAMILY OR COUPLES MEMBER OF A LOCAL ASSOCIATION

In all cases it shall be a prerequisite that the person, at the time of applying for membership:

- is a New Zealand citizen; or
- is a permanent resident of New Zealand according to its immigration policy; or
- holds a valid New Zealand visa or permit; and
- is at least 18 years of age, or the minimum age for the purchase and consumption of alcohol as specified in the latest legislation or any amendments or re-enactments thereof.

In all cases, it shall be the responsibility of the person concerned to produce satisfactory evidence of his eligibility.

Any questions arising between any applicant for membership and any local association as to whether such person is eligible for membership shall be referred to NEC, whose decision shall be final and binding.

Subject to the requirements of the preceding paragraphs, the following persons are eligible for admission as associate, couple's or family members:

- A** The spouse or surviving spouse of a member, or of a person entitled under the First and Second Schedules to these rules;
- B** Children or grandchildren of a member, or of a person entitled under the First and Second Schedules to these rules.
- C** Subject to the provisions laid down in paragraphs 30 and 31 of *"The Guide to Eligibility"*, persons not otherwise entitled may become an associate member.

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Savings

Associate membership: a number of instances will have occurred where club membership has been granted to a person who does not meet the citizenship criteria as set out above in this schedule. Such persons shall be entitled to transfer to associate membership providing they were a club member prior to and including 30th June 1992.

THIRD SCHEDULE

B. MODE OF ADMISSION AS A PROVISIONAL MEMBER OF THE LOCAL ASSOCIATION

In all cases it shall be a prerequisite that the person, at the time of making application for membership:

- be eligible for admission under one of the other categories of membership;
- have attained the age of 18 years or the minimum age for the purchase and consumption of alcohol as specified in the Sale and Supply of Alcohol Act 2012 or any amendments or re-enactments thereof; and
- expressly agree in writing to comply with the local Association's rules.

In all cases, it shall be the responsibility of the person concerned to produce satisfactory evidence of eligibility for provisional membership.

Subject to the exceptions detailed below, provisional membership is granted under the following conditions:

- A** A provisional membership may be revoked at any time by the Executive Committee if the prerequisites for membership are found not to have been satisfied.
- B** There will be no subscription or fee for the period of the provisional membership.
- C** A membership card will be provided marked "provisional" for the period of the provisional membership, so that the provisional member can be clearly identified as a bona fide member of the local Association.
- D** The one-month provisional membership period cannot be extended.
- E** On the expiration of one month from admission, the provisional membership will lapse and the provisional member may be invited to apply for membership (under the appropriate mode or form).
- F** A provisional member may invite guests to the local Association's club premises.
- G** A provisional member is not eligible to nominate and/or second applicants for any class of membership.
- H** A provisional member shall have the right to attend but not speak or vote at general meetings.
- I** Subject to the foregoing, the provisional member may access the facilities of, and enjoy the privileges of membership of the local Association.

FOURTH SCHEDULE

ELIGIBILITY FOR ADMISSION AS A YOUTH MEMBER OF THE LOCAL ASSOCIATION

Youth membership shall be open, subject to the requirements detailed hereunder, to persons who have attained the age of 13 years as at the date of application, and have not attained the age of 18 years or the minimum age for the purchase and consumption of alcohol as specified in the latest legislation.

In all cases it shall be a prerequisite that the applicant, at the time of making application for membership:

- be New Zealand citizen; or be resident of New Zealand in terms of New Zealand immigration policy; and
- hold a valid New Zealand visa or permit.

It shall be the responsibility of the applicant to produce satisfactory evidence of his eligibility.

Any questions arising between the applicant for membership and the local Association as to whether such person is eligible for membership shall be referred to NEC for decision, which shall be final and binding.

Subject to the exceptions detailed below, youth members may access the facilities of, and enjoy the privileges of membership of, the local Association:

- Youth members are not eligible for election to any committees of the local Association nor are they entitled to vote or speak at any general meeting.
- Youth members are not eligible to nominate and/or second applicants for any class of membership.
- Youth members are not entitled to either purchase or consume alcohol on the premises.
- Youth members are not permitted to either enter any area set aside or set up for the operation of gaming machines, or to operate or play such gaming machines.

Notwithstanding the provisions of Rules 15 and 16 of the rules of the local Association, any breach of the third and/or fourth condition(s) above shall mean the immediate cancellation of membership.

Youth members may sign in one visitor only, on any one day. Such visitor must have attained the age of 16 years. At all times the right to sign in visitors shall be subject to the provisions of the Sixth Schedule to these rules.

The subscription payable by youth members shall be as determined by the Executive Committee and shall not be subject to the provisions of the first paragraph of Rule 34 of these rules.

On reaching the age of 18 years, or such age being the minimum age for the purchase and consumption of alcohol as specified in the latest legislation, youth membership shall cease and the person may apply for membership in the category for which they eligible without being required to be further nominated or seconded.

In all other respects their application shall be subject to the requirements as detailed in Rule 9 of the local Association rules.

RULES FOR THE HIBISCUS COAST COMMUNITY RETURNED AND SERVICES ASSOCIATION INCORPORATED

FIFTH SCHEDULE

STANDING ORDERS FOR THE CONDUCT OF GENERAL MEETINGS OF THE LOCAL ASSOCIATION

Members will assemble at the time and place appointed. The president shall preside at all meetings or, in his absence, either of the vice presidents.

In the absence of all of these officers, the meeting shall appoint a member to be the Chairman.

Executive Committee members will take the necessary steps to see that none but financial members, honorary life members and honorary members of the local Association are present.

Full minutes of all proceedings of the meeting shall be kept by a minutes secretary.

Business of meeting

The business shall be as advertised and the order in which items of business are taken shall be as determined by the Chairman or by resolution of the members present.

Notices of motion

Motions must be fairly written and signed by the members proposing such motions. A motion moved and seconded shall be withdrawn only by leave of the meeting.

Any notice of motion not seconded may not be further debated, but shall forthwith lapse and recorded as such in the minutes.

The terms of a motion may be altered by the proposer with the approval of the seconder, and such amended motion shall be fairly written and delivered to the Chairman.

Superseding motion

A motion may be superseded:

- by the adjournment of a meeting, either on the motion of a member "that this meeting do now adjourn";
- on notice being taken and it appearing that a quorum is not present;
- by a motion being carried "that the meeting proceed to the next business"; or
- by an amendment.

Conduct of debate

Every member shall obey the orders and rulings of the Chairman. If any member refuses to obey any such order or ruling, such member may thereupon, by resolution of the meeting, be held guilty of contempt, and such member may be suspended at the discretion of the meeting.

Time Limit of speeches

The proposer of a motion shall be allowed ten minutes in which to address the meeting, and his seconder five minutes. All other members shall have five minutes. The proposer shall be entitled to a reply of five minutes.

RULES FOR THE HIBISCUS COAST COMMUNITY RETURNED AND SERVICES ASSOCIATION INCORPORATED

SIXTH SCHEDULE

LOCAL ASSOCIATION BYLAWS

The Executive Committee shall be the sole responsible authority for the interpretation of these rules and of all regulations and bylaws made thereunder. All decisions made regarding interpretation, or upon any matter affecting the local Association and not provided for by such rules, shall be notified within seven days by the Executive Committee, and shall be final and binding on the members until set aside or varied at a general meeting held within fourteen days of the date of such decision of the Executive Committee.

No member shall give any gratuity to any employee of the local Association.

No member shall, except for services rendered or goods supplied at the request of the Executive Committee, or in pursuance of a resolution of a general meeting on any pretence or in any manner receive any profit, salary or emolument from the funds or transactions of the local Association.

Any member removing property of the local Association from the premises without the consent of the Executive Committee, or wilfully damaging any property of the local Association and refusing to replace or make good the same shall render himself liable to suspension.

Any member being intoxicated so as to be a nuisance in the local Association's premises may immediately be suspended by the Duty Manager, or by an officer. Any such suspension must forthwith be reported in writing giving the reasons therefore and a meeting of the Executive Committee shall be called with all reasonable speed.

Drunkenness, swearing, obscene language and other disorderly conduct shall not be permitted in the local Association's premises, and any member persisting in offending may, after being cautioned by the Duty Manager, an officer or a member of the Executive Committee, render himself liable for suspension.

Membership of any party, organisation, local Association or other body, the allegiance and objectives of which are inconsistent with the allegiance and objectives of this local Association, shall be deemed to be misconduct within the meaning of these rules.

No raffles shall be allowed on the premises or goods exhibited for that purpose except with the authority of the Executive Committee.

No sectarian or party-political discussion shall be allowed in the local Association's premises.

No material of any description shall be distributed, posted or hung in the premises without the sanction of the Executive Committee.

No member shall give the address of the local Association in an advertisement, conduct any business on the local Association's premises, or use the local Association address for business purposes.

Members of the Executive Committee shall at all times render every assistance to the officers and staff of the local Association to maintain order and to prevent infringement of the rules, regulations or bylaws, or the terms of any charter which may be granted from time to time to the local Association.

Standard of dress

A reasonable standard of dress must be observed by members and visitors at all times.

RULES FOR THE HIBISCUS COAST COMMUNITY RETURNED AND SERVICES ASSOCIATION INCORPORATED

Unacceptable standards of dress are as follows:

- hats (unless part of a woman's ensemble; headwear worn to conceal what may be embarrassing for the wearer, e.g., scarring or hair loss; or headwear worn for cultural or religious reasons);
- singlets;
- soiled footwear or clothing;
- no footwear;
- gang patches or attire;
- offensively worded or illustrated clothing.

Regulations

Drinks must be consumed and the premises vacated within 30 minutes of the bar closing.

Jugs of beer will not be sold 15 minutes prior to closing.

Alcoholic beverages may not be brought in or removed from the premises.

All gaming machines must close down at the closure of the bar.

The bar and gaming machines will close during the Ode at 1800 (6:00 PM) and all present will stand and observe in silence.

Membership card checks

Members must produce their membership cards when requested by a committee member, the duty manager, or staff.

SEVENTH SCHEDULE

Unused

EIGHTH SCHEDULE

MODEL TRUST DEED FOR RETURNED AND SERVICES' ASSOCIATIONS

(Reference NEC Minutes 5.12.78: Item 50)

This trust deed is made on the day of 20....

BETWEEN the Returned and Services' Association Incorporated (hereinafter referred to as "the founder") having its registered office at

.....

AND (names of trustees) of

AND of

AND (president) of

..... **AND** (treasurer)

..... of

The holders of the aforesaid offices of president and treasurer of the founder, and the trustees, together with their and each of their successors (hereinafter referred to as "the trustees")

WHEREAS the parties hereto deem it desirable to establish a special trust fund for charitable purposes.

And **WHEREAS** the founder has paid to the trustees the sum of \$..... as an initial capital sum for the purposes of the trust this deed does witness as follows:

Interpretation

The term *trust fund* shall include the said capital sum and the income and property from time to time paid, transferred or donated to the trustees for the purposes hereof, either by the founder or another RSA, or by any person(s), corporation, body, company, society – incorporated or unincorporated – or by any other donor.

The terms *returned serviceman* and *ex-serviceman*, however used herein, shall have the same meaning as is set forth in the rules of RNZRSA.

The singular shall include the plural.

The trust hereby created may be called and referred to as "the
..... RSA trust fund".

Purpose

The trust fund shall be limited to New Zealand and its purpose shall be as follows:

- To assist indigent, aged, sick, disabled or infirm returned and ex-servicemen and their wives and dependants.
- To assist indigent, aged, sick or infirm widows of returned and ex-servicemen.
- To assist aged, infirm, or disabled indigent persons.
- To assist any public charity or organisation dispensing charity, or relieving or caring for the aged, sick or infirm.

RULES FOR THE HIBISCUS COAST COMMUNITY RETURNED AND SERVICES ASSOCIATION INCORPORATED

- To contribute to any medical research fund or school fund, or to the education of any person(s).
- To fulfil any other charitable purposes as defined in Part IV of the Charitable Trusts Act 1957 and Section 61(a) thereof, or in any act passed in substitution for the said act.

Capital and income

The trustees may pay, or apply the whole or any part of the trust fund including both the capital and any income thereof, towards any of the purposes herein expressed. They may also accumulate any income until the same can be usefully applied for all or any of such objectives, at their absolute discretion.

Special trusts

When property real or personal is accepted by the trustees upon special trusts declared by the donor thereof, all the powers and provisions of these shall be deemed to be incorporated in the instrument declaring such special trusts, except if they are expressly excluded, modified by or inconsistent with such special trusts.

Powers of trustees

The trustees may invest the trust fund, or any part thereof, with full discretionary power to the trustees to vary such investments and to substitute or replace them with others:

- In such investments as may be permitted to trustees by the law and relating to the investment of trust funds and in contributory mortgages.
- In the purchase of free- or leasehold property or personal property of all descriptions in New Zealand.
- In or towards the erection or acquisition of buildings, or the construction of, additions to or modifications of buildings.
- In shares or debentures in any company or companies, public or private, or on deposit with or through any person, firm, company or bank.
- In the purchase, exchange, partition, investment, mortgage or other disposal of any real or personal property, or any interest therein, as fully and effectively as if they were the absolute owners thereof.
- In the borrowing of money on the security of any property real or personal, or any part thereof, or without security upon such terms or conditions as the trustees shall deem proper.
- In the payment of all expenses and outgoings incurred in relation to the trusts.
- In the leasing of any property for such term(s) and at such rent and subject to such conditions as to the trustees shall appear desirable.
- In the acceptance of surrenders of leases upon such terms and subject to such conditions as to the trustees shall appear desirable.
- In the appointment of, or removal or suspension of, and to pay officers, clerks or servants for services rendered by them as the trustees deem appropriate. The trustees shall determine the duties and powers and fix the salaries or remuneration of any such persons.
- In the maintenance, repair or improvement of, and the insurance against loss or damage by fire, of real or personal property held by the trustees. This includes the power to insure for replacement, and to discharge out of income or capital all outgoings in respect of such property, without prejudice to the right of the trustees to make it a condition of letting any person into the possession of any of the property (whether as tenant at will or otherwise) that such person shall pay and discharge all or any part of such outgoings.
- In seeking incorporation under the provisions of the Charitable Trusts Act 1957.

RULES FOR THE HIBISCUS COAST COMMUNITY RETURNED AND SERVICES ASSOCIATION INCORPORATED

- In the execution of such other lawful acts as are incidental to or conducive to the attainment of the general purposes of the trust hereby created.

The trustees shall have full power at their absolute discretion to sell any part(s) of the assets comprising the trust fund, and to invest the proceeds of such sale or any accumulated income in any such investments and in such manner as they determine without being responsible for any loss resulting from such investment.

No benefit or advantage, monetary or otherwise, or income of any kind, shall be afforded to, received, gained, achieved or derived by any person(s) provided for by the Income Tax Act 1994, where that person is able to determine, or to materially influence in any way the nature or amount of that benefit/advantage/income, the circumstances in which it is to be received, gained, achieved, afforded, or derived, unless specifically exempt.

Meetings

A meeting of the trustees may be held at such time or place to be determined. It shall not be necessary for the trustees to act unanimously, and all power and discretions vested in them may accordingly be exercised by a majority of the trustees present and voting at any meeting, provided that a quorum of at least three trustees is present. However, it shall not be necessary to hold a formal meeting of trustees, and any resolution in writing signed by all the trustees shall be effectual to record their decision.

Minutes

Minutes of the proceedings of all meetings of the trustees shall be recorded and signed by the Chairman of the meeting at which the minutes are confirmed. Every such minute purporting to be so signed shall be prima facie evidence of the facts therein stated.

Accounts

The Trustees shall keep (an) account(s) at such bank or banks as they determine. Withdrawals and authorities shall be drawn, signed or endorsed as the case may be by such person(s) – including in all instances at least one trustee – as the trustees shall direct in writing.

Audit

The trustees shall cause true accounts to be kept in a manner deemed fit of all their receipts, credits, payments and liabilities, and all other matters necessary for showing the true state and condition of the trust. Such accounts shall be audited at least once a year by an accountant appointed by the trustees

Revocation or addition

It shall be lawful for the trustees, by unanimous resolution, to revoke, vary or add to any of these provisions so long as such revocation or addition is consistent with their general scope and does not detract from the charitable nature of the organisation.

Secretary

The trustees may appoint and make payment to a secretary such sum by way of remuneration or reimbursement for expenses incurred as they deem fit.

Trustees

The trustees hereof being the president or treasurer of the founder shall cease to be a trustee upon ceasing to hold such office of president or treasurer as the case may be.

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The other trustees shall hold office at the pleasure of the Executive of the founder and such Executive shall have the power to remove a trustee and to appoint another.

Except as otherwise herein provided, the powers of appointing (a) new trustee(s) shall be exercisable by the Executive of the founder.

The total number of trustees shall not at any time exceed

It is hereby declared that:

- assistance may be granted hereunder by the trustees by way of money or gift of goods, chattels, or other assets.
- the trustees may assist any person, institution or society by way of a monetary loan, secured or unsecured, upon such terms as the trustees shall decide.
- the trustees may, in special circumstances, contribute to the funeral expenses of any indigent returned service or ex-serviceman.

In the event of this trust being wound up, the balance of the trust fund shall be given or transferred to any institution(s) or society(s) having charitable objectives similar to those of this trust, as shall be determined by a majority of the members of the founder present at its general meeting; or, in default thereof, to such institution(s) or society(s) as a Judge of the High Court of New Zealand shall determine. Such determination shall be final provided that, under no circumstances is any part of the trust fund transferred to the founder or distributed among the members of the founder.

IN WITNESS WHEREOF, this deed has been executed the day and year firstly written.

NINTH SCHEDULE

POPPY TRUST DEED FOR RETURNED AND SERVICES' ASSOCIATIONS

[Name] POPPY CHARITABLE TRUST

THIS TRUST DEED made the day of 20.....

Parties

Name..... of occupation

("the settlor")

And

Name..... of occupation

Name..... of occupation

Name..... of occupation

Name..... of occupation

(hereinafter called "the initial trustees")

Background

The settlor wishes to establish a charitable trust in New Zealand for the purposes described in this deed.

The settlor has, concurrently with the execution of this deed, transferred to and vested in the trustees the sum of \$....., the receipt of which is acknowledged by the trustees to be held upon and subject to the trusts set forth in this deed.

It is anticipated that further money, property or other assets may from time to time be added to the trust.

THIS DEED WITNESSES that the settlor does hereby irrevocably declare, and the trustees declare and acknowledge, as follows:

1. Declaration of trust

The settlor directs, and the trustees acknowledge, that the trustees hold the sum of \$....., the receipt of which is acknowledged by the trustees, and all further money, property or other assets added to the trust ("the trust fund") in trust and with the powers expressed or implied in this deed. The trust shall be known as the **[Name] Poppy Trust** ("the trust").

The trustees shall seek incorporation under the provisions of the Charitable Trust Act 1957.

It is declared that in the construction of this deed the plural includes the singular and vice versa and the section headings appear as a matter of convenience but not as an aid to interpretation.

2. Objectives of the trust

The principal objectives of the trust are to receive into trust monies, donations and gifts from any source given in connection with the poppy designated by the National Council of the Royal New

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Zealand Returned and Services' Association Inc ("RNZRSA"), or its successor, as "the RSA Poppy".

The trust fund shall be applied by the trustees exclusively for charitable purposes within New Zealand as set out below:

- To provide for the welfare of returned and service personnel and their dependents whether members of a Returned and Services' Association or not.
- To assist in relieving the poverty, or advancing the education or religion, or any such other charitable purposes within New Zealand (as recognised by the laws of New Zealand) of returned and service personnel and their dependents whether members of a Returned and Services' Association or not.

The provisions and effect of this clause shall not be altered, negated, or otherwise modified on a basis which would result in the trust ceasing to be for charitable purposes within New Zealand.

Any income, benefit or advantage received or earned by the trust shall be applied to its charitable purposes.

3. Appointment and removal of trustees

The administration of the trust shall be under the control of the initial trustees, or such other persons appointed to act as trustees.

The power to appoint and remove trustees shall be held:

- first by the board of the [name of the RSA and incorporation number] ("RSA"). No trustee so appointed and while acting as a trustee shall be considered in the employ of, or otherwise have any obligation to, the RSA other than to perform the trusts' duties and obligations set out in or arising from this deed;
- secondly, in the event a receiver, liquidator, administrator or statutory manager is appointed in respect of the RSA, or the RSA otherwise ceases to have a validly constituted board, then by the RNZRSA. No trustee so appointed and while acting as a trustee shall be considered in the employ of, or otherwise have any obligation to, the RNZRSA other than to perform the trusts' duties and obligations set out in or arising from this deed.

The maximum number of trustees shall be five and the minimum shall be three, of which at any given time two shall be independent of the RSA, with the intention that one will have a legal, and the other an accounting, qualification. In the event that the RSA is unable to appoint two independent trustees with the said qualifications, RNZRSA shall have the power to appoint two such independent trustees who shall hold office until such time as the RSA can do so. At that time, the RSA shall notify RNZRSA and the trustees of the nominees, who shall replace the trustees appointed by RNZRSA at the earliest practical opportunity.

The trustees shall have a term of office of two years at which time they shall retire, provided that a trustee who has so retired shall be deemed to have continued in office until either reappointed or replaced. A retiring trustee can be reappointed. There shall be no limitation on the number of terms a trustee can serve or prohibition on a trustee serving consecutive terms.

Any trustee shall be entitled to resign by giving three months' notice in writing.

A trustee shall cease to be a trustee upon:

- expiry of the notice of resignation;
- death;
- notification to the RSA of long-term incapacity;

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- notification to the RSA of mental illness;
- conviction of an indictable offence or an offence involving dishonesty;
- bankruptcy, voluntary administration or determination of insolvency;
- notification jointly from the RSA and the RNZRSA that the trustee has not managed the affairs of the trust in an appropriate manner or is otherwise in breach of trust; or
- failure to attend properly called meetings of trustees on three consecutive occasions;

Provided that, if the number of trustees will be fewer than three, those having the power of appointment shall, within a period of three months of such notice, appoint a replacement trustee so that notwithstanding any temporary vacancy there will always be a minimum of three trustees. If the number of trustees after the departing trustee's departure will be greater than three, then there shall be no obligation to appoint a replacement trustee.

4. Proceedings of trustees

The trustees shall elect a chairperson and shall hold meetings at such times and in such places as they decide and the chair shall have the right to call a meeting at any time by providing ten working day's written notice to the trustees, and providing further that the trustees shall meet the agreed number of times each year.

The trustees shall appoint a trust secretary who shall maintain records of all resolutions and proceedings.

The quorum for any meeting of trustees shall be three.

All questions before the trustees shall be decided by consensus. If a consensus decision cannot be reached, it shall, unless otherwise specified in this deed, be put as a motion to be decided by majority vote. If the voting is tied, the motion shall be lost, i.e., the chairperson shall *not* have a casting vote.

A resolution signed by all of the trustees shall be binding and effectual as if passed at a meeting of trustees. A meeting conducted virtually shall be valid, provided that prior written notice of the business to be transacted at such meeting has been provided to all trustees. Notices and resolutions may include written record sent by facsimile transmission or email.

The trustees shall be entitled and empowered to employ and to discharge such managers, servants, solicitors, accountants, investment advisers, agents or other persons as the trustees deem expedient for the purposes of carrying out any of the objectives of the trust, and to pay such fees or remuneration as the trustees deem fit.

Any payment made to any trustee, or to any person associated with any trustee, shall not be any more than such amount as is reasonable and relative to that which would be paid in an arm's length transaction for work carried out in connection with the trust. No trustee or person associated with any trustee shall participate in, or materially influence, any decision made on behalf of the trust in respect of the payment to or on behalf of that trustee, or associated person, of any income benefit or advantage whatsoever.

No trustee shall be liable for any loss suffered by the trust fund or by any beneficiary arising from any action or omission as trustees which is not attributable to the dishonesty or wilful commission or omission of any act known to be a breach of trust.

Except in the case of a deliberate breach of trust, the trustees shall be indemnified against all liabilities which they may incur in the exercise or attempted exercise of the trusts' deeds, powers, authorities and discretions vested in them, and shall have a lien on and may use monies forming part of the trust fund in pursuance of this indemnity.

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This indemnity shall extend to any payments made to any person whom the trustees believe to be entitled thereto, although it may be subsequently found that the person was not in fact so entitled.

No trustee shall be liable for anything done or omitted to be done except in the case of fraud or other wilful misconduct on that trustee's part.

5. Reports

The trustees shall keep true and fair accounts of all money received and expended.

The trustees shall, as soon as practicable after the end of every financial year, cause the accounts of the trust for that financial year to be audited or reviewed by an accountant appointed for that purpose. The audited or reviewed accounts shall be made available to the public upon request.

The trustees shall present to the RSA and to RNZRSA a detailed annual report on the activities, investments, grants and distributions of the trust, including the annual accounts and audit or accountant's report as the case may be.

In the event the RSA and/or RNZRSA are not satisfied with the annual report, either or both may request additional information from the trustees, which the trustees shall immediately provide.

6. General and specific powers

In addition to the powers implied by the general law of New Zealand, or contained in the Trustee Act 1956, the powers which the trustees may exercise in carrying out the charitable purposes of the trust are as follows:

- to use the trust fund, or any part thereof, as the trustees think necessary or proper in payment of the costs and expenses of the trust, including the employment of professional advisers, agents, officers and staff as are necessary or expedient;
- to purchase, take on lease, take in exchange, hire, or otherwise acquire any land or personal property, rights or privileges which the trustees think necessary or expedient in attaining the objects of the trust and to sell, exchange, bail or lease, with or without option of purchase, or in any manner dispose of any such property, rights or privileges as aforesaid;
- to carry on any business;
- to invest surplus funds in any way permitted by law and upon such terms as the trustees deem fit, provided that any trustee who is in a profession, employment or business acting as a trustee or investing money on behalf of others, then in exercising any power of investment, that trustee shall not be required to exercise the skill, care or due diligence that a prudent person engaged in such a profession, employment or business would exercise but rather shall exercise the skill, care or due diligence that a prudent person of business would in managing the affairs of others;
- to borrow or raise money from time to time, with or without security, and upon such terms as to priority and otherwise as the trustees think fit;
- to resettle any part of the income or capital or specified fund on trust on such terms as they consider appropriate for any purpose consistent with the charitable purposes of the Trust;
- to vary the trust by providing additional or supplementary powers as are considered necessary or desirable for the proper administration thereof, providing, however, that no alteration or variation shall be made to the objectives of the trust, or be inconsistent with the charitable nature and purpose of the trust;
- to take all necessary or desirable actions to enable the trustees to give effect to, and attain the charitable purposes of, the trust provided that no power or reservation, expressed or implied, in this deed shall authorise the trustees to do or suffer any act which does not

RULES FOR THE HIBISCUS COAST COMMUNITY RETURNED AND SERVICES ASSOCIATION INCORPORATED

further the charitable purposes of the trust. The declaration of charitable purposes in this deed shall, at all times, be paramount so as to exclude any act or omission which is or may be deemed to be not in accordance with such purposes.

The trustees shall have the overall responsibility for the exercise of discretions to pay or apply the trust fund for charitable purposes.

The trustees shall, at least once each financial year, establish policies for the allocation of income towards charitable purposes and shall take such steps as the trustees consider expedient to advertise or invite selected individuals and/or organisations to submit formal applications for grants.

The trustees may carry forward unexpended income in any year. The trustees may also set aside from income reserves to continue any established pattern of grants, to meet fluctuations of income in future years, and for other contingencies. These powers are in addition to any other power or discretion the trustees may have to carry forward income or establish reserves.

The trustees may accumulate an amount not exceeding twenty percent (20%) of the income in any accounting period for a period not exceeding the agreed number of years from the date of this deed. This accumulated income will be added to the capital of the trust and is to be held in the same trust to, as far as possible, maintain the real value of the trust and to provide for growth of income available for charitable purposes. This power is in addition to any other power the trustees may have to accumulate income.

The trustees shall, at least once yearly, conduct a meeting to approve grants to or for charitable purposes. Any decisions relating to the application of funds shall be unanimous. The trustees shall not be bound to advise any applicant or organisation seeking a grant of any reason for its approval, decline, or otherwise any reasons relating to the exercise of any discretions.

The trustees may, at their discretion, apply such terms and conditions, or specify any purpose for, any grant or promise or pledge of any future grant from the trust.

Notwithstanding the foregoing provisions, the trustees may, by written resolution, at any time, approve, promise, pledge, or pay grants to charities or towards charitable purposes out of the income received by or accrued to the trust, providing, however, that all such grants, promises or pledges shall be confirmed by the trustees at its annual meeting.

A receipt issued by a person authorised by the recipient of any grant, forwarded to the trustees, shall be sufficient discharge to the trustees, who shall not be bound to ensure that funds have been applied by the recipient for or towards the purposes of any such grant.

7. Conflict of interest

An 'interest' under this clause means the alleviation of an obligation, grant, or distribution howsoever made from the capital or income of the trust that will or may benefit a trustee or any person or body, corporate or otherwise, associated with the trustee in any pecuniary way.

In the event a trustee has or may have an interest in a decision of the trustees, the trustee so affected shall notify in writing the other trustees of the possible interest at least five working days prior to the decision being made. The trustee so affected shall not be present when the trustees are considering the decision and shall not be entitled to vote on the decision. If the number of remaining trustees so voting is less than three, the trustees' decision shall be reported to the RSA and the RNZRSA.

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If the trustees are officers of the RSA and the decision is one in which the RSA has an interest, the trustees' decision shall be delegated to three persons appointed by RNZRSA.

In the event a decision of the trustees is made without following the process laid out in this clause, the decision shall be void. Any loss suffered by the trust shall be repayable by the trustees upon demand made by the trustees.

8. Liquidation, dissolution or winding up of trust

If, for any reason whatsoever, the trust created by this deed is liquidated, wound up, or otherwise ceases, the trust fund, or any remaining part, shall, after payment of costs of liquidation, winding up, or dissolution, and of any of its debts, be given or transferred to trustees for carrying out charitable purposes within New Zealand consistent with those set out in this deed. In default of this provision, then as may be determined by a Judge of the High Court of New Zealand on application by any trustee or trustees of the trust.

IN WITNESS this deed is duly executed.

SIGNED by:

..... (as settlor)

In the presence of:

..... (as witness)

[Name, occupation & address]

SIGNED by:

..... (as trustee)

In the presence of

..... (as witness)

[Name, occupation & address]

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SIGNED by:

..... (as trustee)

In the presence of

..... (as witness)

[Name, occupation & address]

SIGNED by:

..... (as trustee)

In the presence of

..... (as witness)

[Name, occupation & address]

SIGNED by:

..... (as trustee)

In the presence of

..... (as witness)

[Name, occupation & address]

Appendix A

Duties of trustees

Trustees of charitable trusts are subject to a wide range of legal duties. These duties are created both by the trust deed which governs the trust, and by the general statute and common laws relating to trusts.

The duties of trustees are to:

- comply with the terms of the trust deed that created the trust;
- act honestly and loyally; and in the best interests of the trust;
- know the trust deed, as well as the trust's assets and liabilities;
- actively advance the charitable purposes of the trust. This means that trustees must act in a way they believe will advance, and not harm, the trust's charitable purposes;
- ensure that all reporting, financial or otherwise, is accurate and not misleading;
- ensure that proper accounts are kept;
- take reasonable steps to ensure that they have the skills, knowledge and ability required to guide and monitor the management of the trust;
- exercise care, skill and prudence when carrying out their duties as a trustee;
- exercise their powers themselves – trustees cannot delegate their duties to third parties unless specifically permitted to do so by the trust deed;
- treat the trust's beneficiaries impartially; and
- be aware of the legislation relevant to their organisation and comply with it. This relevant legislation is the Charitable Trusts Act 1957, the Trustee Act 1957, and the Charities Act 2005.

Trustees need to be actively involved with the trust – they should not simply rubber-stamp the decisions of the other trustees or accept, without question, the recommendations of professional advisers. Although it will often be prudent to seek the opinion of professionals such as valuers, investment advisers, accountants or lawyers, the trustees will ultimately be responsible for all trust decisions.

In addition to these general obligations and duties, trustees also have some specific obligations relating to the investment of trust funds.

Investment obligations

The trustees of a charitable trust may invest its funds anywhere they choose. However, trustees can face personal liability for investment losses if they fail to invest prudently.

To act 'prudently' means to 'exercise the care, diligence, and skill that a prudent person of business would exercise in managing the affairs of others' (section 13B of the Trustee Act 1956).

Professional trustees, including accountants, lawyers and others who regularly act in that capacity, are required to exercise a higher degree of care, diligence and skill than other trustees.

The Trustee Act 1956 sets out what trustees need to consider when exercising powers of investment. They include:

- the desirability of diversifying trust investments;

- the nature of existing trust investments and other trust property;
- the need to maintain the real value of the capital or income of the trust;
- the risk of capital loss or depreciation;
- the potential for capital gains;
- the likely income return;
- the length of the term of the proposed investment;
- the probable duration of the trust;
- the marketability of the proposed investment during, and on the determination of, the term of the proposed investment;
- the aggregate value of the trust estate;
- the effect of the proposed investment in relation to the tax liability of the trust; and
- the likelihood of inflation affecting the value of the proposed investment or other trust property.

The importance of making prudent investment decisions highlights the need for charitable trusts to have strong governance procedures in place.

Trust governance

The trustees of a charitable trust are responsible for its governance. Governance involves responsibility for:

- human resource issues;
- developing strategy and policy;
- budgeting and planning;
- ensuring that the trust complies with its legal obligations; and
- monitoring and supervising the trust's management.

Trustees need to monitor, review, debate, question and listen to advice from management or external advisers, and develop a strategy based on that information to meet the trust's objectives. This includes an obligation for trustees to identify problem areas. The chair has a particularly significant role in trust governance and is responsible for:

- maintaining a positive relationship with the management staff;
- developing the culture and values of the trustees as a whole;
- maintaining the competence of the other trustees; and
- resolving any dysfunction arising amongst the trustees.

Charitable trusts should also have policies in place to ensure that conflicts do not arise between the duties of any trustee and that trustee's personal interests. Conflict of interest policies should include:

- maintaining a register of the personal interests of trustees which could conflict with the interests of the trust;
- ensuring that all such interests are disclosed at all times; and
- ensuring that if any conflict of interest does arise, the conflicted trustee is not involved in any pertinent decision making.

Well-organised governance helps to ensure that the trust runs smoothly and that the trust and its trustees comply with their legal and moral obligations.