

CONSTITUTION AND RULES OF THE GOLDEN BAY PROMOTION ASSOCIATION (INC)

NAME

- 1 The name of the Association shall be "THE GOLDEN BAY PROMOTION ASSOCIATION INCORPORATED" (hereinafter called "the Association")

OBJECTS

- 2 The objects of the Association shall be
 - a To promote Golden Bay within New Zealand and overseas, with the object of attracting visitors and business interests
 - b To assist, promote and encourage sustainable tourism and business development which, in the opinion of the Management Committee, could be of benefit to the district.
 - c To assist in the coordination of any activities in (or by) the district which, in the opinion of the Management Committee, will assist in achieving the above objects
 - d To, at the Management Committee's discretion, liaise and cooperate with any person or organisation to achieve any or all of the above objects.
 - e To undertake any other activity which shall, in the opinion of the Management Committee, be deemed to come within the scope of these objects.

CONSTITUTION

- 3 The Association shall consist of Members, Officers and a Management Committee

MEMBERS

- 4
 - a The subscription year shall be from the first day of April to the following 31st day of March in each year
 - b There shall be two classes of membership
 - (1) Private members who shall be individual members of the community and who shall pay each year a subscription as may be fixed by the Association

- (2) Business members who shall be persons other than private members and who shall pay each year a subscription as may be fixed by the Association
- c The membership shall comprise those persons who are members of the Association as at the 31st March each year and those persons whose application for membership is accepted by the Management Committee
- d A member may resign by giving notice in writing to the Management Committee
- e The Management Committee, by ordinary resolution, may at any time, after hearing the member concerned, cancel or revoke the membership of any member, and from the time of the giving of notice of such resolution to such member he/ she shall cease to be a member. The decision of the Management Committee shall be final and binding on the member. The member concerned shall not be entitled to a refund of the annual subscription paid or any part thereof

OFFICERS

- 5 The officers of the Association shall be the Chairperson and one Deputy Chairperson, who shall be elected by the Management Committee immediately following the Annual General Meeting

MANAGEMENT COMMITTEE

- 6
 - a The Management Committee shall consist of a chairperson, deputy chairperson, secretary/treasurer and at least four (4) committee members.
 - b The Members of the Management Committee shall take office immediately after the Annual General Meeting and shall continue in office until the conclusion of the following Annual General Meeting
 - c Any vacancy on the Management Committee that may arise during any year by resignation, death or otherwise may be filled by the direction of the Management Committee and the person so appointed shall hold office until the conclusion of the following Annual General Meeting

POWERS OF THE MANAGEMENT COMMITTEE

- 7 The Management Committee shall carry out the objects of the Association other than such as are required by law to be exercised or performed by the members in General Meeting The Management Committee may delegate such of its powers to any person or persons as it shall determine but subject in all cases to conditions being fixed by the Management Committee relating thereto It shall control, invest and dispose of in any way, by gift or otherwise, the funds of the Association The Management Committee may authorise other organisations to nominate representatives for co-option as members of the

Management Committee The Management Committee shall allocate fixed amounts from the funds for expenditure on specific promotional programmes during any given period

SUB COMMITTEES

- 8 The Management Committee may appoint sub-committees as and when it is deemed by the Management Committee to be necessary. Each of the said Committees shall elect its own Chairperson who shall be a member of the Management Committee.

PROCEEDINGS OF THE MANAGEMENT COMMITTEE

- 9 A quorum at meetings of the Management Committee shall be four. The Chairperson shall take the chair at all meetings and in his/her absence the Deputy Chairperson, or in their absence the meeting will elect its own Chairperson. The Management Committee shall hold monthly meetings.

FINANCIAL YEAR

- 10 The financial year of the Association shall be from the first day of April to the following last day of March

GENERAL MEETING

- 11
 - a The Annual General Meeting of the Association shall be held within ten (10) days either side of the 30th May each year, of which fourteen (14) clear days notice shall be given in such a way as the Management Committee may decide
 - b The business at the Annual General Meeting shall be the election of Management Committee and receipt of reports and balance sheets.
 - c A special General Meeting may be convened by the Management Committee and shall be convened on the requisition of ten (10) financial members of the Association. For any such meeting seven (7) clear days notice shall be given

PROCEEDINGS AT A GENERAL MEETING

- 12 At all General Meetings the Chairperson shall preside, and in his/her absence the Deputy Chairperson, and in his/her absence the members shall choose a Chairperson. At such meetings a resolution shall be declared carried if passed by a majority of members present at such meeting. All voting shall be by open voting in such a manner as the Chairperson of the Meeting shall decide unless the voting be by ballot if requested by one (1) member. Fifteen (15) members shall be a quorum for any general meeting.

SECRETARY AND TREASURER

- 13 a The Management Committee shall, as may be required from time to time, appoint a Secretary and a Treasurer. The terms and conditions of appointment shall be decided by the Management Committee
- b The Secretary shall carry out all duties ordinarily performed by a Secretary, and also any other duties required by the Management Committee
- c The Treasurer shall be responsible for the proper custody of the moneys and property of the Association. The Treasurer shall keep a correct account of all moneys received and paid, and submit to the Annual General Meeting a statement of his account for the past year which shall have been previously audited and certified to by an auditor appointed by the Management Committee. All cheques and other negotiable instruments shall be signed and endorsed as the Management Committee shall determine.

FINANCE

- 14 The Association may open and operate on and close, one or more banking accounts and acquire, sell, dispose of, use, receive, hire, borrow, lend, mortgage or in any way deal with or in real and personal property

IMMEDIATE PAST CHAIRPERSON

- 15 The immediate past chairperson may be a non-elected member of the Management Committee

INTERPRETATION OF RULES

- 16 Should any case occur which has not been provided for in these rules or any question of their interpretation arise, the Management Committee shall consider and determine the same and their decision shall be final

BY-LAWS

- 17 The Management Committee shall have the power to make by-laws for the regulation of the Association and its members, providing that such by-laws are consistent with these rules

ALTERATION OF RULES

- 18 These Rules (including the objects) shall be altered, rescinded or added to by a special resolution passed by a simple majority of those present at a General Meeting of the Association of which seven (7) days notice has been given in writing to each member of the Association of the General Meeting. Notice of any motion to alter the rules shall be seven (7) clear days notice in writing posted or by electronic transfer to each financial member

COMMON SEAL.

- 19 The Association shall have a common seal which shall be kept in the custody of the Secretary and shall be affixed to any document only by resolution of the Management Committee and the affixing of the seal shall be attested by at least two members of the Management Committee

WINDING UP

- 20 Upon the winding up or closing down of the Association, its assets (if any) shall be realised in such a manner as the Management Committee may decide and all the proceeds, once the Association's debts have been paid, shall be assigned to a like non profit organisation operating within Golden Bay or to a charity.