

CONSTITUTION
OF THE
Johnsonville Community Association Incorporated

As from September 2013

1. Name

- 1.1 The name of the Association shall be the Johnsonville Community Association Incorporated (hereafter referred to as the Association).

2. Boundaries

- 2.1 The sphere of operations of the Association shall be the suburbs of Johnsonville and Raroa as defined by the Wellington City Council in its latest Suburban Review (hereinafter referred to as the District).

3. Objects

- 3.1 The purpose of the Association is to provide charitable support to the community for the public benefit of all residents of Johnsonville and Raroa.
- 3.1.1: The Association will work to maintain and improve safe and reliable public services so that all residents have access to reliable and affordable public services regardless of their economic status and physical ability.
- 3.1.2: The Association will protect the environment by replanting designated green spaces with plants native to the area of Johnsonville and Raroa through community planting days.
- 3.1.3: The Association will work with the City Council to enhance recreation facilities where these are in the interests of social welfare due to increasing levels of intensive housing in the local area.
- 3.1.4: The Association will work collaboratively with other community organisations and alone to connect residents to each other for improved appreciation of our cultural diversity, community well-being and the mutual sharing of resources.
- 3.2 The Association is a community organisation for public and charitable purposes and shall not be for pecuniary gain or private benefit for itself or any member or any individual or association of persons. Any funds raised will be used to further the charitable function of the Association.

4. Membership

- 4.1 There shall be two (2) classes of membership of the Association and these shall be:
- (a) Ordinary Membership; and
 - (b) Voting Membership
- 4.2 All residents within the boundaries of the District shall comprise the "Ordinary Membership" of the Association. For the purposes of membership the term "resident" includes groups, businesses, schools, churches, clubs and similar organisations operating within the boundaries of the area. Each such group may be represented at meetings by one "person" nominated in writing to the Secretary.

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- 4.3 Each "Ordinary Member" who pays a nominal subscription of a gold coin to the Association shall be deemed to be a "Voting Member" and shall have the right to one (1) vote at any meeting of the Association on issues placed before and voted on at such meetings.
- 4.4 Any resident who wishes to opt out of membership may do so by notice in writing to the Secretary.
- 4.5 Membership shall automatically cease on a resident losing the residential qualification.
- 4.6 Association funding shall be derived from subscriptions referred to in 4.3 above, donations, sponsorship and grants derived from the activities of the Association.

5. Management

- 5.1 The management of the Association shall be vested in a Committee of not less than Three (3) and a maximum of Eight (8) Ordinary members plus the President, Vice President, Honorary Secretary, Honorary Treasurer and Immediate Past President. The officers and Committee shall be elected at the Annual General Meeting and shall have the power to co-opt members to fill casual vacancies arising between Annual General Meetings.

6. Officer

- 6.1 The Officers of the Association shall be the President, Immediate Past President, Vice President, Honorary Secretary and Honorary Treasurer and such other officers as the Association may from time to time determine all to be elected at the Annual General Meeting.
- 6.2 The Officers and Committee Members shall be elected for terms of One (1) Year and until their successors are elected. All officers shall remain in office until the conclusion of the meeting at which their successors are elected, or their resignation is tendered in writing to the Association.
- 6.3 The Officers and Committee Members shall be certified as being eligible to hold office in a charity and being in no way excluded from such office by section 16(2) of the Charities Act.
- 6.4 The duties of the Officers of the Association shall be:
 - (a) **President** – To preside at all meetings of members and the Committee and to carry out such other duties as usually pertain to the office.
 - (b) **Vice President** – In the absence of the President to preside at all meetings of members and the Committee and to carry out such other duties as usually pertain to the office.
 - (c) **Honorary Secretary** – To be responsible for the administration of the Association in accordance with the policies laid down by the Committee and to carry out such other duties as usually pertain to the office.
 - (d) **Honorary Treasurer** – To be responsible for the funds of the Association, to present a financial report to the Committee whenever required, to prepare and have the annual Statement of Accounts and Balance sheet for approval of the Annual General Meeting and for delivery to the Registrar of Incorporated Societies. To keep a record of all financial transactions of the Association and to be responsible for banking all monies and paying all accounts as directed by the meeting of the Association. To liaise with the auditor, should the JCA decide to appoint one and to carry out such other duties as usually pertain to the office.

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7. Duties of the Committee

- 7.1 The duties of the Committee (including the officers) shall be:-
- (a) To administer the affairs of the Association
 - (b) To adopt such policies and procedures as may be consistent with the rules and objects of the Association
 - (c) To publicise the work of the Association by whatever method is deemed desirable
 - (d) To keep the usual and proper books of account properly posted and other records of the business of the Association and to notify members of intended meetings and business to be transacted thereat.
 - (e) To engage in activities such as soliciting donations, and otherwise raise sufficient funds so as to be able to operate effectively.
- 7.2 Any officer or member of the Committee absenting themselves without leave of absence from three (3) consecutive meetings of the Committee shall be deemed to have vacated the position on the committee. .

8. Meetings

- 8.1 The **Annual General Meeting** shall be held within four months of the end of the financial year, which shall be the 31st March of each year. At least seven clear working days notice of the meeting shall be given to members either by circular or advertisement in a newspaper or periodical circulated in the District
- 8.1.1 The **Annual General Meeting** shall elect the Officers and Committee and an Auditor if it is decided to appoint an Auditor. It shall also fix by motion the amount of the subscription for the ensuing year
- 8.2 A **Committee Meeting** is to be called within 30 (thirty) days following an Annual General Meeting and not less than six further Committee meetings should be held before the next Annual General Meeting
- 8.3 A **Special Meeting of the Committee** is to be called within 14 (fourteen) days of a written request being submitted to the President (or, in his/her absence, the Vice President) that has been signed by 3 (three) Committee Members
- 8.4 A **Special General Meeting** is to be called within 20 (twenty) days of a written request being submitted to the President (or, in his/her absence, the Vice President) that has been signed by 10 (ten) ordinary members of the Association. The request shall state the reason for the proposed meeting and only that business may be conducted at such meeting. At least 7 (seven) clear working days notice of the meeting shall be given to members either by circular or advertisement in a newspaper or periodical circulated in the District
- 8.5 The President (or, in his/her absence, the Vice President) is responsible for calling meetings of the Association

9. Finances and Subscriptions

- 9.1 The financial and subscription year shall run from 1st April each year until 31st March in the following year
- 9.2 Any income, benefit or advantage shall be applied to the charitable purposes of the Association.
- 9.3 No individual member or associated person shall receive any form of private income, benefit or advantage from the operations or activities of the Association.

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- 9.4 No member of the organisation or any person associated with a member shall participate in or materially influence any decision made by the organisation in respect of the payment to or on behalf of that member or that associated person of any income, benefit or advantage whatsoever and shall declare a conflict of interest in any such decision.
- 9.5 Any income paid to any member or person associated with a member shall be reasonable and relative to that which would be paid in an arm's-length transaction (being the open market value).
- 9.6 The provisions and effect of this clause shall not be removed from this document and shall be included and implied in any document replacing this document.
- 9.7 The Treasurer and two other officers or members of the Committee shall be trustees of the Association's bank account; The signatures of two of the trustees are to be placed on each cheque

10. Quorum

- 10.1 One Officer and Three (3) ordinary members constitute a quorum for any ordinary committee meeting. The Committee may set up sub-Committees containing a smaller number of members to deal with special projects
- 10.2 Ten (10) voting members constitute a quorum for an Annual General Meeting or Special General Meeting

11. Voting

- 11.1 Voting on all matters shall be by one vote per voting member, firstly on voices, but by a show of hands if the intent of the members is not clear from voices. A poll may be demanded by any member in the event of an indecisive vote. In the case of an equal vote the President is to have a deliberative as well as a casting vote

12. Alteration to the Rules

- 12.1 These rules may be altered, added to or rescinded at an Annual General Meeting or a Special General Meeting by a majority of members attending and entitled to vote. Any proposed change(s) must have been placed in a public notice advertising date, time and place of the meeting, and giving details of the proposed change(s) at least 7 (seven) clear working days prior to the meeting. No proposed amendment shall be accepted if it would in any way adversely affect the charitable purpose of the Association.
- 12.2 No addition to or alteration or removal of the rules shall be approved if it detracts from or alters the essential purpose of the organisation to be for public and benevolent purposes and not for the private benefit of any person or group..

13. Common Seal

- 13.1 The seal of the Association shall remain in the custody of the Secretary and be used only when directed by resolution passed by the Association

14. Winding Up

14.1 The Association may be dissolved on at an Annual General Meeting or Special General Meeting. The proposed dissolution must be advertised in a public notice of a local newspaper advising date, time and place of the meeting and purpose of it. On such winding up all assets remaining after payment of all debts shall be disposed of to such charity (charities) or organisation(s) operating in the District at the time having the same or similar charitable objects as the Association as the General meeting shall by resolution decide

15. New Set of Rules

15.1 The Association may register a full new set of rules from time to time as required provided any alternations are made in accord with clause 12. of the constitution.