

AUCKLAND PHOTOGRAPHIC
SOCIETY INCORPORATED

RULES

1. **NAME:** The Society shall be called the

AUCKLAND PHOTOGRAPHIC SOCIETY INCORPORATED.

The Society's Registered Office shall be at such place as the Society shall from time to time determine.

2. **OBJECTS:** The objects of the Society shall be the promotion of photography in any or all of its aspects and any other activities related to photography.

3. **MEMBERS:** The Society shall consist of:

- (a) Members
- (b) Junior Members
- (c) Country Members
- (d) Life Members
- (e) Honorary Members
- (f) Honorary Life Members

(a) **Members:** Subject to any objection by the Committee, any person who, having paid the prescribed subscription, may become a member of the Society. Other dependent Members of the Member's family may be admitted as Members of the Society on payment of such portion of the Annual Subscription as shall be determined by the Executive Committee.

(b) **Junior Members:** Any person under the age of 15, or who is a student or apprentice not in receipt of wages or salary may be admitted as above to full Membership on payment of one-half of the Annual Subscription.

(c) **Country Members:** Any person who is resident at such distance from Auckland as to be unable to attend meetings of the Society may, with the approval of the Executive Committee, be enrolled as a Country Member on payment of one-half of the Annual Subscription. He shall be entitled to receive notices of meetings, copies of the Society's bulletin and any other publication of the Society and may attend and vote at the Annual General Meeting.

(d) **Life Members:** Any person who has been a Member of the Society for at least one year may become a Life Member on payment of a lump sum (in lieu of continued Annual Subscription) as determined from time to time at the Annual General Meeting.

(e) **Honorary Members:** Any person whom the Society may wish to honour may be elected at the A.G.M. an Honorary Member for a period not exceeding one year providing that he shall have no voting powers nor shall he be eligible for competitions.

(f) **Honorary Life Members:** Any person who has done outstanding service to the Society or who has done distinguished service to photography may be elected an Honorary Life Member. He shall have the full rights of an Ordinary Member of the Society but shall be free of all payments of all dues of the Society.

Honorary Members and **Honorary Life Members** must have been approved by the Executive Committee before election.

4. **TERMINATION OF MEMBERSHIP:** Any Member who has failed to pay his Annual Subscription within three calendar months of the beginning of the financial year and has been advised in writing of this shall then be deemed unfinancial and shall cease to be entitled to receive publications of the Society or attend or vote or exhibit at Meetings of the Society. He may be re-admitted on such terms and conditions as the Committee shall determine.
5. **EXPULSION:** Any person whose resignation from the Society is deemed by the Executive Committee to be necessary either for the maintenance of happy relations in the Society or for the good name of the Society, may be invited in writing to resign. The Member may appeal in writing setting out his case, whereupon the Executive Committee after deliberation may, on a two thirds majority, terminate his Membership which shall take effect from that date and there shall be no further enquiry into the matter.
6. **RULES:**
 - (a) **The Rules** of the Society may be altered, added to or rescinded only at an Annual General Meeting or at a Special General Meeting called for the purpose by the Executive Committee or on the requisition of ten Members and must be carried by not less than a two-thirds majority of those Members attending the meeting and voting.
 - (b) **Notice** of any proposed change in the Rules shall be sent in writing to the Secretary not less than one month before the Annual General Meeting or such Special General Meeting.
 - (c) **Not less than** seven days notice of such intended alteration, addition, or rescission shall be given or sent to each Member, specifying the proposed alteration, addition or rescission.
 - (d) **No alteration** or addition to or rescission of these Rules shall take effect without the prior consent in writing of the Inland Revenue Department.
 - (e) **No alteration** to the Rules shall take effect until the Registrar of Incorporated Societies shall have accepted and duly registered such alteration.
7. **MEETINGS:** The ordinary General Meeting of the Society shall be held at such dates as may from time to time be determined by the Committee. The Annual General Meeting shall be held not later than 30th April of each year for the receipt of reports of the outgoing Committee and the Treasurer's Annual Statement of Accounts, for the election of Officers, and Executive Committee, and Honorary Auditor and for the transaction of any General Business of the Society and for any Special Business of which due notice has been given. Not less than seven days notice shall be given of the time and place of such Annual General Meeting, but such notice shall be deemed sufficient if it is contained in the Annual Fixture list of the Society as circulated to Members. For a General Meeting or an Annual General Meeting ten (10) financial Members present shall form a Quorum.
8. **VOTING:** A ballot shall be held in the event of there being more than one nomination for any position. The majority of financial Members present shall decide all questions and the Chairman shall have a casting vote as well as a deliberative vote.
9. **OFFICERS:** The Officers of the Society shall be elected at the Annual General Meeting and shall consist of a Patron, President, Immediate Past President (ex officio), a Secretary, a Treasurer, (but one person may hold both of these two offices) and such Members of the Committee as the Members shall decide at such General Meeting, but that the Committee shall not exceed twelve persons.
10. **EXECUTIVE COMMITTEE:** The management of the Society shall be vested in the Executive

Committee which shall consist of the President, the Secretary, the Treasurer and such other Officers as are specifically appointed to nominated positions at the Annual General Meeting. A quorum of one half of the Committee, as elected at the Annual General Meeting, shall comprise the requisite number of Members or Members of the Committee to conduct the management of the Society, except that during the recess between the last meeting of the Committee at the end of the calendar year and the start of the new calendar year, any two of the President, Secretary and Treasurer may pay such accounts as are properly payable from the Society's funds, or transact such other business as is urgent.

11. **POWERS AND DUTIES OF THE COMMITTEE:** The power and duties of the Committee shall be as elsewhere stated in the document as well as the following:
 - (a) **The Committee** shall have the power to fill casual vacancies among the Officers and / or Committee Members until the next Annual General Meeting.
 - (b) **The Committee** shall procure a Common Seal for the Society which shall remain in the custody of the Secretary and shall not be affixed to any document except by resolution of the Committee. The affixing of the Seal shall be attested by two Members of the Committee and the Secretary and the Treasurer; but no person shall be concerned to enquire as to the validity of any affixing of the said Seal if such affixing be attested as aforesaid.
 - (c) **The Committee** shall make such by-laws as are necessary for the satisfactory conduct of the Society's activities. The Committee may from time to time alter, add to, or rescind By-laws.
 - (d) **The Committee** may invest any surplus funds of the Society in any manner allowed by law for the investment of Trust Funds. They shall collect and account for all Dues and Funds and shall have the power to transact all business of the Society and otherwise control the expenditure of the Society's Funds.
 - (e) **The Committee** shall insure any property or equipment held in any manner by the Society.
12. **ANNUAL SUBSCRIPTION:** The amount of the Annual Subscription and of the composition for Life Membership shall be determined from time to time at the Annual General Meeting and is payable yearly in advance at the beginning of the financial year of the Society or as the date of election in the case of a new Member. In the case of persons joining during a financial year, they shall be liable for such subscription or part thereof for that year as shall be determined by the Committee.
13. **FINANCIAL YEAR:** The financial year shall be from the 1st January to 31st December.
14. **REGISTER OF MEMBERS:** The Secretary shall keep a register containing the names and addresses and occupations of all Members and the dates on which they became Members and shall forward annually to the Registrar of Incorporated Societies the Annual Financial Statement as required by Sections 22 and 23 of the Incorporated Societies Act.
15. **PROPERTY:** The Society or its Committee shall have the power to acquire, purchase, exchange or lease suitable land or property real or personal of any tenure desirable for the Society's objects; also to dispose of same or part thereof by sale, lease, or exchange.
16. **ROOMS:** The Society may furnish room or rooms, darkrooms, or premises for the use of Members and generally do all things necessary for the promotion or furtherance of the above objects or anything incidental thereto.
17. **BORROWING MONEY ETC.:** The Society shall have power to borrow or raise or secure the payment of money on mortgage in such manner as the Society or its Committee shall think fit and in particular by the use of tenure or debenture stock perpetual or otherwise, charged or secured on all or any of the Society's property both present of future and to purchase, redeem, or pay off any such securities.

- 18. PAYMENTS:** No private pecuniary profit shall be made through the society by any of its members, except that:
- a) **Any member** may receive full reimbursement for all expenses properly incurred by that member in connection with the affairs of the society;
 - b) **The society** may pay reasonable and proper remuneration to any member of the society in return for services actually rendered to the society. Provided however that any member, or any person associated with a member, who is to receive remuneration in accordance with this clause shall not by virtue of that members' capacity in any way determine or materially influence the amount of remuneration to be paid.
- 19. WINDING UP:** Upon the winding up of the Society the nett property and assets of the Society shall (after payment satisfaction or discharge of all the debts and other liabilities of the Society) be disposed of to the Photographic Society of New Zealand Incorporated, or to such other incorporated society or societies having objects similar to those of this Society and whose Rules prohibit any distribution other than by way of reimbursement for reasonable expenditure incurred on its behalf amongst its Members and which meets, or has its registered office in the Greater Auckland district, as the Members at a Special General Meeting determine PROVIDED THAT no part of such nett property or assets shall be distributed to or divided amongst the Members of the Society and no Member of the Society shall have any claim upon any part of such nett property or assets EXCEPT by way of reimbursement for expenditure reasonably incurred on behalf of the Society.
- 20. NOTICES:** Any Notice required to be given to any Member of the Society under these Rules shall be deemed sufficiently served if given to the Member personally or left at his usual address or if sent through the post to such address or by advertising in a newspaper circulated in the Auckland district.
- 21. KNOWLEDGE OF RULES:** Every Member of the Society shall by joining the Society or by exercising any of the rights of Membership, be deemed to have full knowledge of these Rules and to have consented to these Rules and shall be bound to the Society on this basis.