NORTH SHORE MODEL AERO CLUB inc



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NSMAC Constitution Rules

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1. NAME

The name of the society is North Shore Model Aero Club Incorporated (in these Rules referred to as the 'Society').

2. **DEFINITIONS**

In these Rules, unless the context requires otherwise, the following words and phrases have the following meanings:

'Act' means the Incorporated Societies Act 1908 or any Act which replaces it (including amendments to it from time to time), and any regulations made under the Act or under any Act which replaces it.

'Annual General Meeting' means a meeting of the Members of the Society held once per year which, among other things, will receive and consider reports on the Society's activities and finances.

'Clear Days' means complete days, excluding the first and last-named days (for instance, excluding the date a Notice of meeting is posted or sent to Members and the date of the meeting). 'Committee' means the Society's governing body.

'Committee Member' means a member of the Committee, including the President, Secretary and Treasurer.

'Deliberative vote' means a vote cast by each member of the Board (including the Chair) for the purpose of deciding a matter under deliberation;

'General Meeting' means either an Annual General Meeting or a Special General Meeting of the Society.

'Matter' means (a) the Society's performance of its activities or exercise of its powers; or (b) an arrangement, agreement, or contract (a transaction) made or entered into, or proposed to be entered into, by the Society.

'Member' means a person properly admitted to the Society who has not ceased to be a member of the Society.

'Notice to Members' includes any notice given by post, courier or email; and the failure for any reason of any Member to receive such Notice or information shall not invalidate any meeting or its proceedings or any election.

- 'President' means the Committee Member responsible for, among other things, overseeing the governance and operations of the Society and chairing General Meetings.
- 'Register of Interests' means the register of interests of Committee Members kept under these Rules.
- 'Register of Members' means the register of Members kept under these Rules.
- 'Rules' means the rules in this document.
- **'Secretary'** means the Committee Member responsible for, among other things, keeping the Register of Members, the Register of Interests, and recording the minutes of General Meetings and Committee meetings.
- **'Special General Meeting'** means a meeting of the Members, other than an Annual General Meeting, called for a specific purpose or purposes.
- 'Treasurer' means the Committee Member responsible for, among other things, overseeing the finances of the Society.

3. Purposes

The primary purposes of the Society are:

- a. To provide and maintain a high-quality flying facility for members.
- b. To promote the hobby / sport of model flying in general.
- c. To provide health and safety advice to members and maintain safe flying practices.
- d. To foster communication between members to promote the hobby and the activities of the NSMAC.
- e. To create and maintain a good working relationship with third parties such as Auckland Council and North Shore Aero Club.

The Society must not operate for the purpose of, or with the effect of:

- f. Any Member of the Society deriving any personal financial gain from membership of the Society, other than as may be permitted by law, or
- g. Returning all or part of the surplus generated by the Society's operations to Members, in money or in kind, or
- h. Conferring any kind of ownership in the Society's assets on Members

But the Society will not operate for the financial gain of Members simply if the Society:

- i. Engages in trade, or
- j. Reimburses a Member for reasonable expenses legitimately incurred on behalf of the Society, or
- k. While pursuing the Society's purposes, provides benefits to members of the public or of a class of the public and those persons include Members or their families, or
- I. Pays a Member a salary or wages or other payments for services to the Society on arm's length terms (terms reasonable in the circumstances if the parties were connected or related only by the transaction in question, each acting independently, and each acting in its own best interests; or are terms less favourable to the Member than those terms), or
- m. Provides a Member with incidental benefits (for example, trophies, prizes, or discounts on products or services) in accordance with the purposes of the Society.

No Member, is allowed to take part in, or influence any decision made by the Society in respect of payments to, or on behalf of, the Member of any income, benefit, or advantage.

Any payments made to a Member must be for goods and services that advance the charitable purpose and must be reasonable and relative to payments that would be made between unrelated parties.

4. Power to borrow money

The Society does not have the power to borrow money.

5. Other powers

In addition to its statutory powers, the Society may use its funds to pay the costs and expenses to advance or carry out its purposes, to employ or contract with such people as may be appropriate and may invest in any secured investment in which the Society may lawfully invest.

6. Members

i. Minimum number of members

The Society shall maintain the minimum number of Members required by the Act.

ii. Types of members

Junior Member. A junior member shall be a person under 18 years of age as at the 1st April each year. They will have no voting rights but may participate in all NSMAC events and activities and will receive NSMAC publications and notices.

Senior Member. A senior member shall be a person 18 years of age or over as at the 1st April each year. All senior members have voting rights and must be financial members of Model Flying New Zealand (MFNZ).

Family Member. Family membership shall include one senior member and may include, his or her spouse / partner and any number of junior members. The spouse / partner and dependent family of a senior member will not receive any of NSMAC publications and notices. They will have no voting rights but may participate in any of NSMAC events and activities. The spouse / partner may hold office with attendant voting rights.

Associate Member (Non-Flying). Associate membership may be granted to any member of NSMAC who, in the opinion of the executive officers, because of circumstances is prevented from participating fully in NSMAC activities.

Life Member. A Life Member is a person honoured for their highly valued services to the Society inducted as a Life Member by resolution of the committee and passed by a two-thirds majority of the committee. A Life Member shall have all the rights and privileges of a Member and shall be subject to all the same duties as a Member except those of paying subscriptions. Should the Life Member be participating in flying, they shall pay their own MFNZ membership.

iii. Becoming a Member: Process

An applicant for membership must complete and sign any application form, supply any information, as required by the Committee.

The Committee may accept or decline an application for membership. The Committee must advise the applicant of its decision (but is not required to provide reasons for that decision).

iv. Obligations and Rights

Every Member shall provide the Society with that Member's name and contact details (including postal address, telephone number(s), and any email address) and promptly advise the Society of any changes to those details.

Membership does not confer on any Member any right, title, or interest (legal or equitable) in the property of the Society.

v. Other Obligations and Rights

All Members (including Committee Members) shall promote the interests and purposes of the Society and shall do nothing to bring the Society into disrepute.

A Member is only entitled to exercise the rights of membership (including attending and voting at General Meetings, accessing or using the Society's premises, facilities, equipment and other property) if all subscriptions and any other fees have been paid to the Society by due date, but no Member or Life Member is liable for an obligation of the Society by reason only of being a Member.

The Committee may decide what access or use Members may have of, or to any premises, facilities, equipment or other property owned, occupied or otherwise used by the Society, including any conditions of and fees for such access or use.

vi. Ceasing to be a Member

A Member ceases to be a Member: by resignation from that Member's class of membership by notice to the Secretary on the date of receipt by the Secretary, or any subsequent date stated in the notice of resignation, or on termination of a Member's membership following a dispute resolution process under these rules, or with effect from the date of death of the Member.

vii. Obligations on Resignation

A Member who resigns or whose membership is terminated under these Rules:

- Remains liable to pay all subscriptions and other fees to the Society's next balance date.
- b. Shall cease to hold himself or herself out as a Member of the Society, and
- c. Shall return to the Society all material provided to Members by the Society (including any membership certificate, badges, handbooks. manuals and keys).
- d. Shall cease to be entitled to any of the rights of a Society Member.

viii. Becoming a Member Again

Any former Member may apply for re-admission in the manner prescribed for new applicants, and may be re-admitted only by resolution of the Executive Committee. However, if a former Member's membership was terminated following a dispute resolution process, the applicant may be re-admitted only by the Committee.

7. Subscriptions and Fees

The annual subscription and any other fees for membership for the then current financial year shall be set by resolution of a General Meeting. Any Member failing to pay the annual subscription, any levy, or any capitation fees, within one calendar month of the date the same was due for payment shall be considered as unfinancial and shall (without being released from the obligation of payment) have no membership rights and shall not be entitled to participate in any Society activity or to access or use the Society's premises, facilities, equipment and other property until all the arrears are paid. If such arrears are not paid within 2 months of the due date for payment of the subscription, any other fees or levy the Committee may terminate the Member's membership (without being required to give prior notice to that Member).

Notwithstanding the above, for insurance purposes any member who has not paid their annual MFNZ subscription by 31st March shall be unable to fly at NSMAC until payment is made and received by MFNZ.

8. General Meetings

i. Annual General Meetings

An Annual General Meeting shall be held once a year on a date and at a location determined by the Committee and consistent with any requirements in the Act, and the Rules relating to the procedure to be followed at General Meetings shall apply.

The business of an Annual General Meeting shall be to:

- a. Confirm the minutes of previous Society Meeting(s),
- b. Adopt the annual report on Society business,
- c. Adopt the Treasurer's report on the finances of the Society, and the annual financial statements,
- d. Set any subscriptions for the current financial year, unless set prior at an SGM called for the purpose of setting the fees for the following financial year.
- e. Consider any motions,
- f. Consider any general business.

The Committee must, at each Annual General Meeting, present the following information:

- a. An annual report on the affairs of the Society during the most recently completed accounting period, (The Presidents report)
- b. The annual financial statements for that period.

ii. Special General Meetings

Special General Meetings may be called at any time by the Committee by resolution. The Committee must call a Special General Meeting if the Secretary receives a written request signed by at least 5 per cent of Members. Any resolution or written request must state the business that the Special General Meeting is to deal with.

The Rules relating to the procedure to be followed at General Meetings shall apply to a Special General Meeting, and a Special General Meeting shall only consider and deal with the business specified in the Committee's resolution or the written request by Members for the Meeting.

The Committee shall give all Members at least 15 Clear Days' Notice of any General Meeting and of the business to be conducted at that General Meeting.

The General Meeting and its business will not be invalidated simply because one or more Members do not receive the Notice.

All financial Members may attend and speak at General Meetings. Only Senior Members and the Primary Financial Family Member may vote at General Meetings: in person, or by a signed written proxy on the approved proxy form and presented to the secretary before the commencement of the General Meeting or emailed to the secretary no less than 3 days prior to the General Meeting in favour of a financial member. No other proxy voting shall be permitted.

No General Meeting may be held unless at least 15 percent of eligible financial Members attend. This will constitute a quorum. If, within half an hour after the time appointed for a meeting a quorum is not present, the meeting – if convened upon request of Members – shall be dissolved; in any other case it shall stand adjourned to a day, time and place determined by the President of the Society, and if at such adjourned meeting a quorum is

not present those present in person or by proxy shall be deemed to constitute a sufficient quorum. Any decisions made when a quorum is not present are not valid.

All General Meetings shall be chaired by the President. If the President is absent, the meeting shall elect another Committee Member to chair that meeting.

Any person chairing a General Meeting has a deliberative and, in the event of a tied vote, a casting vote.

Any person chairing a General Meeting may:

- a. With the consent of a majority of the members present, adjourn the General Meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- b. Direct that any person not entitled to be present at the Meeting, obstructing the business of the meeting, behaving in a disorderly manner, being abusive, or failing to abide by the directions of the chairperson be removed from the Meeting, and in the absence of a quorum or in the case of emergency, adjourn the Meeting or declare it closed.

The Committee may put forward motions for the Society to vote on ('Committee Motions'), which shall be notified to Members with the notice of the General Meeting. Any Member may request that a motion be voted on ('Member's Motion') at a General Meeting, by giving notice to the Secretary at least seven Clear Days before that meeting. The Member may also provide information in support of the motion ('Member's Information').

iii. Minutes

Minutes must be kept by the Secretary of all General Meetings.

9. Committee

The Committee will consist of

- a. Members; and
- b. Persons who are not disqualified by these Rules or the Act.

The Committee will include:

- a. President,
- b. A Secretary and a Treasurer, who may be the same person.
- c. Club Captain
- d. Vice-Captain Fixed Wing
- e. Vice-Captain Helicopter Multi Rotor
- f. Vice-Captain Control Line
- g. Safety Officer
- h. No more than two other Committee Members

Executive Committee

The Executive Committee will consist of, the President, Secretary, Treasurer and Club Captain.

The Executive Committee may:

- a. Approve capital expenditure up to \$3000.00
- b. Review and approve applications for new members

- c. Liaise with any external 3rd party on behalf of the Committee
- d. Review complaints and incidents
- e. Draft policy documents for Committee review

10. Election or appointment

The election of Committee Members shall be conducted as follows:

- a. At each AGM the members of the committee shall retire but are eligible for reelection. No candidate, other than a retiring member of the committee shall be eligible for election unless his nomination is lodged with the secretary in writing at least seven days prior to the date of the meeting at which he is proposed to be elected.
- b. At least fourteen Clear Days before the date of the Annual General Meeting, the Secretary shall give Notice to all Members by posting or emailing to them such information (not exceeding one side of an A4 sheet of paper) as may be supplied to the Secretary by or on behalf of each nominee, in support of the nomination.
- c. Only financial Members who are not disqualified from being appointed or holding office as a Committee Member by these Rules or the Act may stand for election and vote in elections.
- d. If there are insufficient valid nominations received under this Rule, but not otherwise, further nominations may be received from the floor at the Annual General Meeting.
- e. Votes shall be cast in such a manner as the chairperson of the Annual General Meeting shall determine.
- f. Two Members (who are not nominees) or non-Members appointed by the chairperson of the Annual General Meeting shall act as scrutineers for the counting of the votes and destruction of any voting papers.
- g. The failure for any reason of any financial Member to receive such Notice shall not invalidate the election.
- h. In the event of any vote being tied the tie shall be resolved by the incoming Committee (excluding those in respect of whom the votes are tied).

Any casual vacancies occurring in any of the offices or in the committee shall be filled by the committee and any such person appointed shall hold office until the next ensuing AGM. A vacancy caused by expulsion shall be deemed a casual vacancy.

11. Cessation of Committee membership

A Committee Member shall be deemed to have ceased to be a Committee Member if that person ceases to be a Member.

Each Committee Member shall within 31 Clear Days of submitting a resignation or ceasing to hold office, deliver to the Secretary all books, papers and other property of the Society held by such former Committee Member.

Any member of the committee failing to attend three consecutive committee meetings without having his apologies sustained, shall ipso facto cease to hold office and membership of the committee.

12. Functions

From the end of each Annual General Meeting until the end of the next, the Society shall be governed by the Committee, which shall be accountable to the Members for the advancement of the Society's purposes and the implementation of resolutions approved by any General Meeting.

Duties of Officers

President.

The President shall preside at all meetings. The Secretary, Treasurer or Club Captain shall act as the President's deputy in any way as requested by the President.

Treasurer.

It shall be the duty of the Treasurer:

- a. To collect and receive all monies due to NSMAC.
- b. To pay all debts owing as soon as payment thereof authorised by the executive committee up to \$3000.00.
- c. To pay all debts owing as soon as payment thereof authorised by the majority of the committee over \$3000.00
- d. To keep a correct record of all receipts and payments, and an account of all assets and liabilities of NSMAC.
- e. To have custody of the funds of NSMAC
- To produce financial statements from time to time as required by the committee.
- g. To prepare for each annual general meeting of NSMAC a proper statement of income and expenditure and a balance sheet showing NSMAC assets and liabilities as at the 31st March preceding each Annual General Meeting.

Secretary.

It shall be the duty of the Secretary to:

- a. Conduct NSMAC correspondence and convene all meetings.
- a. Keep accurate records of all meetings of NSMAC.
- b. Compile and maintain a register of all club members.
- c. Hold NSMAC records, documents and books except those required for the treasurer's function.
- d. Forward the annual financial statements for NSMAC to the Registrar of Incorporated Societies upon their approval by the members at an annual general meeting.
- e. Advise the Registrar of Incorporated Societies of any rule changes.

Club Captain.

It shall be the duty of the Club Captain to:

- a. Supervise all club flying meetings.
- b. Ensure all activities conform to club bylaws
- c. Encourage member participation at club events
- d. Maintain an asset list of club property and equipment on a spreadsheet.
- e. Oversee the maintenance of club equipment and machinery
- f. Ensure new members understand club procedures and bylaws
- g. Support the Safety Officer as required at the field on a day to day basis.
- h. Delegate any duties as required

Vice Captains.

It shall be the duty of the Vice Captains to:

- a. Be the first point of contact at general fly days to ensure that all activities conform to flying rules recognised by NSMAC.
- b. Report directly to the club captain any violations or incidents arising at his/her flying area that may need handling at a global club level.

Safety Officer.

It shall be the duty of the Safety Officer to:

- a. Lead NSMAC through the risk assessment process and to advise the committee on improvements or actions that need to be taken to meet the Current Health and Safety Act.
- b. Constantly monitor the environment and process for areas of improvement needed to meet Health and Safety Guidelines.
- c. Test as to an approved guide line as set by the committee, the noise level emitted from all aircraft.
- d. Ground any aircraft on that day if approved noise levels cannot be obtained.

13. Powers

Subject to these Rules and any resolution of any General Meeting the Committee may:

- a. Exercise all the Society's powers, other than those required by the Act or by these Rules to be exercised by the Society in General Meeting, and
- b. Enter into contracts on behalf of the Society or delegate such power to a Committee Member, sub-committee, employee, or other person.
- c. Set the membership fees
- d. Set the test procedure and maximum limits for noise

14. General issues

The Committee and any sub-committee may act by resolution approved in the course of a conference call or through a written ballot conducted by email, electronic voting system, or post, and any such resolution shall be recorded in the minutes of the next Committee meeting.

Other than as prescribed by the Act or these Rules, the Committee or any sub-committee may regulate its proceedings as it thinks fit.

Subject to the Act, these Rules and the resolutions of General Meetings, the decisions of the Committee on the interpretation of these Rules and all matters dealt with by it in accordance with these Rules and on matters not provided for in these Rules shall be final and binding on all Members.

15. Committee meetings

Frequency

The Committee shall meet at least quarterly at such times and places and in such manner (including by audio, audio and visual, or electronic communication) as it may determine and otherwise where and as convened by the Chair/President or Secretary.

Procedure

The president shall preside at all committee meetings. If unable to attend the Club Captain or any member of the committee will act as deputy.

Each member of the committee shall have one vote. The president or chairperson shall have a casting vote. No proxy voting shall be allowed at committee meetings.

The quorum for Committee meetings is at least two-thirds of the number of Committee Members.

The committee may at any time by resolution passed by a two-thirds majority remove from office any officer or member of the committee if the removal of such person is deemed to be in the best interest of the Society.

Any member of the society has the right to attend committee meetings by invitation of the president or chairperson of the forthcoming meeting of the committee itself. Such members may speak at the meeting only if invited to do so by the chairperson but shall have no voting rights.

16. Records

Register of Members

The Secretary shall keep an up-to-date Register of Members, recording for each Member their name, contact details, the date they became a Member, and any other information required by these Rules or prescribed by Regulations under the Act.

Contents of Register of Members

- a. The information contained in the Register of Members shall include each Member's:
- b. Postal address
- c. Phone number (landline and/or mobile)
- d. Email address (if any)
- e. Occupation, and
- f. Whether the Member is financial or unfinancial

Every Member shall promptly advise the Secretary of any change of their contact details.

17. Finances

Control and management

The funds and property of the Society shall be:

- a. Controlled, invested and disposed of by the Committee, subject to these Rules, and
- b. Devoted solely to the promotion of the purposes of the Society.

18. Balance Date

The Society's financial year shall commence on 1st April of each year and end on 31st March (the latter date being the Society's balance date).

19. Dispute Resolution

i. Raising disputes

Any grievance by a Member, and any complaint by anyone, is to be lodged by the complainant with the Secretary in writing and must provide such details as are necessary to identify the details of the grievance or complaint. All Members (including the Committee) are obliged to cooperate to resolve disputes efficiently, fairly, and with minimum disruption to the Society's activities.

The complainant raising a grievance or complaint, and the Committee, must consider and discuss whether a grievance or complaint may best be resolved through informal discussions, mediation or arbitration. Where mediation or arbitration is agreed on, the parties will sign a suitable mediation or arbitration agreement.

ii. Investigating disputes

This rule concerns any grievances of members relating to their rights and interests as Members, and any complaints concerning the alleged conduct or discipline of members, collectively referred to as "disputes."

These disputes procedures are designed to enable and facilitate the fair, prompt and efficient resolution of grievances and complaints.

Rather than investigate and deal with any grievance or complaint, the Committee may:

- a. Appoint a sub-committee to deal with the same, or
- b. Refer the same to an external arbitrator, arbitral tribunal, or external visitor (or referee), so long as minimum standards of natural justice and the following requirements under this rule are satisfied.

The Committee or any such sub-committee or person considering any grievance or complaint is referred to hereafter as the "decision-maker".

The decision-maker:

- a. Shall consider whether to investigate and deal with the grievance or complaint, and
- b. May decline to do so (for instance, if the decision-maker is satisfied that the complainant has insufficient interest in the matter or otherwise lacks standing to raise it; the matter is trivial or does not appear to disclose material misconduct or material; the matter raised appears to be without foundation or there is no apparent evidence to support it; some damage to Members' interests may arise; or the conduct, incident, event or issue has already been investigated and dealt with by the Society).

Where the decision-maker decides to investigate and deal with a grievance, the following steps shall be taken:

- a. The complainant and the Member, or the Society which is the subject of the grievance, must be advised of all details of the grievance.
- b. The Member, or the Society which is the subject of the grievance, must be given an adequate time to prepare a response.
- c. The complainant and the Member, or the Society which is the subject of the grievance, must be given an adequate opportunity to be heard, either in writing or at an oral hearing if the decision-maker considers that an oral hearing is required.
- d. Any oral hearing shall be held by the decision-maker, and/or any written statement or submissions shall be considered by the decision-maker.

Where the decision-maker decides to investigate and deal with a complaint, the following steps shall be taken:

- a. The complainant and the Member complained against must be advised of all allegations concerning the Member, and all details of the complaint.
- b. The Member complained against must be given an adequate time to prepare a response.
- c. The Member complained against must be given an adequate opportunity to be heard, either in writing or at an oral hearing if the decision-maker considers that an oral hearing is required.

d. Any oral hearing shall be held by the decision-maker, and/or any written statement or submissions shall be considered by the decision-maker.

A Member may not make a decision on, or participate as a decision-maker in regards to a grievance or complaint, if two or more Committee Members, or the decision-maker, consider that there are reasonable grounds to infer that the person may not approach the grievance or complaint impartially, or without a predetermined view. Such a decision must take into account the context of the Society and the particular case, and may include consideration of facts known by the other Members about the decision-maker, so long as the decision is reasonably based on evidence that proves or disproves an inference that the decision-maker might not act impartially.

iii. Resolving disputes

The decision-maker may:

- a. Dismiss a grievance or complaint, or
- b. Uphold a grievance and make such directions as the decision-maker thinks appropriate (with which the Society and Members shall comply),
- c. Uphold a complaint and:
 - i. Reprimand or admonish the Member, and/or
 - ii. Suspend the Member from membership for a specified period, or terminate the Member's membership, and/or
 - iii. Order the complainant (if a Member) or the Member complained against, to meet any of the Society's reasonable costs in dealing with a complaint.

20. Winding up

The Society may be wound up, or liquidated, or removed from the Register of Incorporated Societies in accordance with the provisions of the Act.

The Secretary shall give Notice to all Members of the proposed motion to wind up the Society, or remove it from the Register of Incorporated Societies and of the General Meeting at which any such proposal is to be considered, of the reasons for the proposal, and of any recommendations from the Committee in respect to such notice of motion.

Any resolution to wind up the Society or remove it from the Register of Incorporated Societies must be passed by a two-thirds majority of all Members present and voting.

21. Surplus assets

If the Society is wound up, or liquidated, or removed from the Register of Incorporated Societies, no distribution shall be made to any Member.

On the winding up or liquidation or removal from the Register of Incorporated Societies of the Society, its surplus assets after payment of all debts, costs and liabilities shall be vested in New Zealand Model Aeronautical Society trading as Model Flying New Zealand.

However, on winding up by resolution under this rule, the Society may approve a different distribution to a different entity from that specified above, so long as the Society complies with these Rules in all other respects.

22. Alterations to the Rules

Amending these Rules

The Society may amend or replace these Rules at a General Meeting by a resolution passed by a two thirds majority of those Members present and eligible to vote.

Any proposed motion to amend or replace these Rules shall be signed by at least 10 per cent of eligible Members and given in writing to the Secretary at least 31 Clear Days before the General Meeting at which the motion is to be considered, and accompanied by a written explanation of the reasons for the proposal.

At least 21 Clear Days before the General Meeting at which any amendment is to be considered the Secretary shall give to all Members notice of the proposed motion, the reasons for the proposal, and any recommendations the Committee has.

When an amendment is approved by a General Meeting it shall be notified to the Registrar of Incorporated Societies in the form and manner specified in the Act for registration, and shall take effect from the date of registration.

23. Other

Common Seal

The common seal of the Society must be kept in the custody of the Secretary

The common seal may be affixed to any document:

- a. By resolution of the Committee, and must be countersigned by two Committee Members or by one Committee Member and: President
- b. By such other means as the Committee may resolve from time to time.

24. Contact person

The Society's Contact Officer must be:

- a. At least 18 years of age, and
- b. A Committee Member, and
- c. At all times be resident in New Zealand, and
- d. Not disqualified under the Statute from holding that office and shall be appointed by the Committee.

Any change in that Contact Officer or that person's name or contact details shall be advised to the Registrar of Incorporated Societies within 25 Clear Days of that change occurring, or the Society becoming aware of the change.

25. Bylaws

The Committee from time to time may make and amend bylaws and policies for the conduct and control of Society activities and codes of conduct applicable to Members, but no such bylaws, policies or codes of conduct applicable to Members shall be inconsistent with the Act, regulations made under the Act, or these Rules.