

RULES
OF THE
COUNCIL OF SOCIAL SERVICES IN CHRISTCHURCH
TE KAUNIHERA KAUPAPA ORANGA KI OTAUTAHI

1) **TITLE**

The name of the Society shall be
"Council of Social Services in Christchurch
Te Kaunihera Kaupapa Oranga ki Otautahi"
herein-after referred to as the Council.

2) **TREATY COMMITMENT**

The Council is committed to giving effect to the Articles of Te Tiriti o Waitaki/The Treaty of Waitangi."

3) **OBJECTS**

The objects of the Council shall be as follows:

WITHIN such district as may from time to time be defined by the Council general meeting.

- (a) To promote communication, liaison and co-operation between statutory and non-statutory agencies, local authorities and individuals in the social service system.
- (b) To encourage the initiation of appropriate local social and service programme development.
- (c) To identify the factors which contribute to social breakdown and to initiate support and to encourage appropriate community action to eliminate those factors.
- (d) To encourage high standards of social service and in association with other organisations and/or individuals to contribute to the planning of education and training programmes according to the needs of the district.
- (e) To inform and engender public awareness of the social welfare situations and problems within the community.
- (f) To recognise and encourage contributions that groups and individuals can make in social service work.
- (g) To foster encourage and undertake research, promote good social services within the district and to promote change or changes to legislation where appropriate.
- (h) To affiliate with the New Zealand Council of Social Services and similar organisations and to associate other District Councils of Social Services within New Zealand.
- (i) To survey, study and encourage the social development of the district.
- (j) To make such representations to Central and Local government and other organisations as may be required to fulfil the foregoing objects.
- (k) To participate in such other areas consonant with the general objects of the Council as the Council may in its discretion deem appropriate.

4) MEMBERSHIP

- a) Subject to these Rules the membership of the Council shall be open to all organisations and individuals providing social and related services within the district.
- b) The Board (as defined in 5(c) hereof) of the Council may receive applications for membership which it shall deal with by way of accepting or declining the application within three months of the date of receipt of the application.
- c) In the case of the applicant being an organisation, the Board in considering the application shall satisfy itself that the organisation's rules and objects promote balanced individual and community development, that they are directed to meeting the social needs of individuals and of the community and that they respond to social problems that arise in the life of the community.
- d) In the case of an individual applicant, the Board shall be satisfied that the applicant subscribes to the objects of the Council and that the applicant recognises the rights of individuals to have their needs met and to express concern about their needs and the individuals' rights to choose the appropriate service for themselves.
- e) Before any membership application is declined by the Board, the applicant shall be given at least one month's notice in writing of the time and place where the applicant will be given an opportunity to appear before the Board and make submissions in support of its application. Should the Board after reconsidering the application and the submissions made by the applicant still wish to decline the application the applicant shall be given notice in writing of the grounds for the Board's decision.
- f) A person shall cease to be a member of the Council if:-
 - (i) Upon the recommendation of the Board of the Council, a two thirds majority of the voting members present at a general meeting of the Council decides that a member's membership should cease -
 - (ii) A member organisation shall be wound up or go into recess.
 - (iii) Upon a member tendering a resignation in writing.

5) OFFICERS

- a) The Council shall be governed by the Board which shall subject to these Rules and any amendments thereto or any direction given it by the Council at any general meeting, be free to determine from time to time its own management and procedures.
- b) At the Annual General Meeting of the Council, a Board shall be elected by ballot or, in the absence of more candidates than there are positions, shall be appointed.

Nominations of candidates shall be in writing, addressed to the Secretary at the registered office of the Council and handed to the secretary no less than seven clear days in advance of the Annual General Meeting of the Council. The nomination shall contain the full name and address of the nominee which shall be signed by the proposer, and consented to in writing by the nominee.

- c) Subject to Rule 5 (d) hereof, members of the Board shall where possible consist of one person from every one of the sectors referred to Rule 5 (h) hereof together with seven further persons elected from among the organisations and individuals who are members of the Council.

In addition to the above the Council shall endeavour to have one representative from every one of the following organisations or their successors:-

- i) Environment Canterbury

- ii) Christchurch City Council
 - iii) One representative from each or any of the neighbouring territorial local authorities.
 - iv) a representative of a statutory body responsible for the provision of health services in Christchurch/ Otautahi.
 - v) a representative of a statutory body responsible for the provision of social welfare services in Christchurch/Otautahi.
 - vi) a representative of a statutory body responsible for the provision of education services in Christchurch/Otautahi.
 - vii) a representative from Te Upoko Runaka ki Otautahi o Kai Tahu
- (d) The Board of the Council may from time to time co-opt any person but such person shall not be entitled to vote at such meetings or be counted in a quorum at any meeting.
- (e) Six members of the Board shall constitute a quorum. Should any elected member of the Board be absent without leave from four consecutive meetings, they shall forfeit and vacate their office and the Board may appoint a person to fill the vacancy until the next annual meeting.
- (f) At the first meeting of the Board immediately after the Annual General Meeting at which the Board members were elected, the Board shall appoint its own chairperson and deputy chairperson; and may appoint its own secretary and treasurer.
- (g) The Annual General Meeting shall appoint an auditor and an honorary solicitor who, subject to their consent shall hold office until the next Annual General Meeting.
- (h) The Council may include representation of such sector groups as the Council may from time to time decide would provide an adequate overview of the provision of social services within the area designated in Rule 14 hereof. Inclusion of any sector groups shall be decided by resolution at a General Meeting as provided in Rule 6a (iv) hereof and carried by a majority of members present and entitled to vote. Any sector group so gaining representation shall continue to have representation unless and until such representation is terminated by this same procedure.

6) **MEETINGS**

- a) The Annual General Meeting of the Council shall be held within three months of the end of the financial year. Without limiting other business, the following business shall be transacted at the General Meeting:-
- i) Consideration of the annual report.
 - ii) Consideration of the statement of accounts of the Council and the auditor's report.
 - iii) The election of a Board.
 - iv) Consideration of any resolution submitted by any member of the Council notice of which has been given in writing to the Secretary not less than one calendar month before the date of the meeting.
 - v) Consideration of any recommendations of the Board of the Council.
 - vi) Appointment of auditor and honorary solicitor.
- b) The Chairperson or Deputy Chairperson shall preside at all meetings of the Council. In the event of either being unable to so preside then a member of the board of the Council nominated by the board shall act as Chairperson of the meeting.

- c) The Annual General Meeting shall be preceded by notice in writing to all members at least thirty days prior to the proposed date of the Annual General Meeting.
- d) Any recommendation or resolution, as set out in rule 5(a) hereof shall be given by the Board in writing to each member of the Council at least twenty one clear days prior to the Annual General Meeting.

7) **VOTING**

The Board of the council may call a Special General Meeting of the Council upon giving thirty days notice to each member of the date, place and the purpose of such a meeting the subject matter specified in such notice shall alone be dealt with. The Board or the Council in like manner shall call a Special General Meeting of the Council upon the written requisition of at least ten members of the Council with the same procedure as above. The quorum of all General Meeting of the Council shall be fifteen voting members. The resolution at any General Meeting of the Council shall be carried by a majority of members present and entitled to vote. Voting shall be by way of a show of hands unless any member demands a ballot in which event each member shall be entitled to vote as provided in Rule 7 hereof.

8) **ENTITLEMENT TO VOTE**

Only financial members of the Council shall be entitled to vote at General Meetings of the Council. Where the member is a non individual the member may vote through one of its officers or through a person delegated to vote on behalf of the member and the Chairman shall not be required to inquire as to the authority of any such delegate to vote on behalf of the member. Every member of the Council shall be entitled to speak at General Meetings of the Council.

9) **MINUTES**

The Secretary shall ensure the Minutes of all meetings of the Council and of the Board and of any sub-committees thereof be kept and entered in books kept for that purpose. Those Minutes shall record the names of members present and of all resolutions and proceedings of the meetings. The Minutes purporting to be signed by the Chairperson of the meeting or the Chairperson of the next succeeding meeting shall be conclusive evidence of the matters stated therein. The Minutes of any such meeting shall be open to inspection by any member of the Council.

The Secretary shall maintain at the registered office of the Council a register of members which shall consist of the full name postal and street addresses of every member and such other information as a Secretary, the Board or the Council shall deem desirable.

10) **ANNUAL SUBSCRIPTIONS**

The annual subscription shall be determined by the Council in general meeting and shall be payable within one month of the date of the Annual General Meeting PROVIDED that in respect of any member who shall be admitted during the course of the year the subscription shall be payable upon the Board confirming such member's acceptance. The Board may at its discretion reduce or waive the liability of any member to pay the annual subscription, such decision to be reviewed annually.

11) GENERAL

- a) The Board of the Council shall have the power to use Council funds as it thinks necessary or proper in payment of its costs and expenses, including the employment and dismissal of counsel, solicitors, agents, Officers and staff, according to principles of good employment and the Employment Relations Act 2000 or any subsequent enactments.
- b) All monies received by the Council shall be paid to the credit of the Council at such bank as the Board of the Council shall from time to time appoint. The Board shall endeavour to appoint a bank that has ethical policies and practices in relation to investment, employment, and social and environmental impact. Cheques on the bank account and other negotiable instruments shall be signed by any two members of the Board or by any one member of the Board and the Secretary. Endorsements of cheques and other negotiable instruments in the Council's favour shall be made in a similar manner, provided that cheques for lodgement in the Council's account with its bankers may be endorsed by the Treasurer or the Secretary.
- c) The financial year of the Council shall end on the 30th day of June or such other date that the Council shall in general meeting decide upon.
- d) The books and accounts of the Council shall be audited annually by a chartered accountant who shall be elected at the Annual General Meeting of the Council in each year PROVIDED that in the event of there being a casual vacancy in the position of auditor then the Board of the Council shall be entitled to nominate a chartered accountant who shall thereafter until the next General Meeting be deemed the auditor to the Council.
- e) Legacies, endowments, contributions or other gifts of money or other real or personal property may be made to the Council generally or for the purpose of any specific object of the Council provided however that no benefit or advantage, whether or not convertible into money or any income of any kind shall be afforded to, or received, gained, achieved or derived by any person where that person is able, by virtue of their capacity, in any way (whether directly or indirectly) to determine, or materially influence in any way the determination of the nature or the amount of that benefit or advantage or that income and circumstances in which it is to be so received, gained, achieved, afforded or derived.
- f) Where it shall be made to appear to the Council that any legacy, endowment, contribution or other gifts made to the Council has been made in spite of or in ignorance of or without full appreciation of the claim whether legal or moral of any person upon the duty of the bounty of the testator or donor the Council, notwithstanding that the Council may have expressed its acceptance of such legacy, endowment, contribution or other gift either wholly or in part, may make such payment or gift of or out of the property comprised therein or towards satisfaction or relief of such claim as it may in its absolute discretion think fit.
- g) All receipts for money paid or for property transferred or conveyed to the Council shall be signed by a duly appointed member of the Board or duly appointed officer of the Council, and such receipt shall be an effectual discharge for the money or other property therein stated to have been received.
- h) Any funds of the Council which are not immediately required to be used for the purpose of the Council may be invested at any time and from time to time by the Council in such manner as the Board may from time to time determine and in particular but without limiting the generality of the foregoing the Board may invest such funds in any of the modes of investment for the time being authorised by the law of New Zealand for the investment of trust funds and also in debentures or debenture stock, stock units, notes (convertible or otherwise), preference or ordinary shares, or guaranteed preference ordinary or deferred stock issued or guaranteed by any

company and to vary or transpose such investments into or for others of any nature hereby authorised. In determining an appropriate investment the Board shall take into account ethical considerations and social and environmental impact.

- i) The Board shall have power to form sub-committees from time to time. A sub-committee may include co-opted persons not in excess of their Board membership. Prior approval of the persons recommended to the sub-committee is to be given by the Board.

12) **ADDITIONAL POWERS**

The Council shall have the following additional powers:-

- b) Power to rent, take on lease, hire, purchase or otherwise acquire or sell, lease, surrender, exchange or mortgage or otherwise deal with any real or personal property or rights and privileges which the board or the Council shall think necessary or expedient for the purpose of attaining the objects of the Council.
- c) To borrow, receive and secure payment of money in such a manner as the board of the district Council shall see fit and in order to secure payment of any moneys so borrowed to give mortgages, charges, debentures, or liens upon all or any of the assets both present or future of the Council.
- d) To do all such other lawful acts and things as are incidental to and which are or may be conducive to the attainment of all or any of the objects of the Council.

13) **INDEMNITY OF OFFICERS**

The members of the Board of the Council and other officers if any, (other than the auditor acting in the role of auditor to the Council) shall be indemnified by the Council from and against all losses and expenses incurred by them in or about the discharge of their respective duties except as happens from such member's wilful default.

14) **ALTERATION TO RULES**

Subject to the provisions of the Incorporated Societies Act 1908 the Rules of the Council may be altered, rescinded or added to by resolution carried by a two-thirds majority of any of the voting members present at any annual or special general meeting of the Council of which requisite notice as provided by these rules has been given. Provided however, that no alteration, repeal or amendment shall be permitted which would alter the charitable nature of the Council.

15) **AREA**

The area serviced by the Council shall be the same as is covered by the Christchurch City Council, Waimakariri District Council and Banks Peninsula District Council; excluding the area covered by any other Council of Social Services or similar network in that area.

16) **WINDING UP**

- a) The Council may be wound up or dissolved in any of the ways provided in the Incorporated Societies Act 1908.

- b) In the event of a winding up or dissolution of the Council, the Executive board of the Council shall call a Special General Meeting of the Council to decide how any surplus, if any, shall be handed over to such charitable bodies or community organisations having charitable objects within New Zealand as the members of the Council shall select by a resolution duly passed with the winding up resolution or at a subsequent meeting.
- c) In the event of the said Special General Meeting being unable to pass a resolution as to the disposal of surplus assets with the majority required by the provision of this Rule then the provision of Section 27 of the Incorporated Societies Act 1908 shall apply.

17) **THE SEAL**

The Seal of the Council shall be held in the custody of the Secretary and shall be affixed in the presence of the Chairman, Secretary and one member of the Board to such documents as the Board may determine.