

10/11/95
225514

INCORPORATED SOCIETIES ACT, 1908

Comm Aff 8



Declaration by a Member of a Society, or a Solicitor, that the Alteration of the Rules of the Society

10042043508

1. (1) VALERIE WILSON WILLIAMS, of (2) 335 BARROW ST. BLUFF

(3) HOME-MAKER do solemnly and sincerely declare as follows -

1 That I am a (4) SECRETARY TREASURER, BLUFF SEAFARERS' CENTRE (INC)

2 That the alteration of the rules of (5) BLUFF SEAFARERS' CENTRE (INC)

ISS Branch (INC)

Incorporated as set out in the document marked 'A' hereto annexed (6) has been made in accordance with the rules of the Society

10-11-95DL-62927 CHEQUE 11.00

And I make this solemn declaration conscientiously believing the same to be true, and by virtue of the provisions of the Oaths and Declarations Act, 1957

Signed (7) *N. Williams*

Declared at before me

Bluff, this *31st* day of *October* 19*95*

Adrian Hart JP
Foreman. Stedore (Retired)
266 Foyle St
Bluff. Ph (03) 212-8224

(8) A Justice of the Peace Post Master Solicitor, Notary Public or other person authorised to take a Statutory Declaration

- NOTES
- (1) Full name of the person making the declaration
 - (2) Place of abode e.g. Wellington or Dunedin
 - (3) Occupation e.g. Driver or Cleaner or Clerk
 - (4) State whether you are a member of the society or its solicitor
 - (5) The full name of the society
 - (6) The document attached must have written upon it a capital A plus the following

'This is the document marked A referred to in the annexed declaration of (1) made at this day of 19 before me'

This will be completed and signed by the person taking the statutory declaration (refer to note 8 below)

- (7) To be signed by the person making the declaration
- (8) Statutory Declarations can only be taken by persons specially authorised for the purpose. The JP etc. must sign here and complete the exhibit note referred to in note (6) above

RULES OF
BLUFF SEAFARERS' CENTRE INCORPORATED
BRANCH OF
INTERNATIONAL SAILORS' SOCIETY NEW ZEALAND INCORPORATED
(AS AMENDED AUGUST 1995)

1 **NAME** The name of the Society shall be "BLUFF SEAFARERS CENTRE INCORPORATED (Branch of International Sailors' Society New Zealand Incorporated) " *Hereinafter referred to as the Society.*

2 **OBJECTS** The objects of the Society shall be -

- a) To ensure the physical, mental, social and spiritual welfare of all seamen
- b) To do all things as are incidental or conducive to the attainment of a) above

3 **ALTERATION OF THE RULES**

These rules may be altered, added to or rescinded by resolution at a general meeting of the Society of which at least 14 days notice shall be given, but no addition or alteration shall be made that will detract or alter in anyway the non-profit nature of the society

Disposition of Surplus Assets

In the event of the Society being wound up the surplus assets after payment of the Society's liabilities and the expenses of the winding up shall be handed to International Sailors' Society of New Zealand Incorporated which include among their main objectives similar non-profit objectives to this Society and for non-profit purposes In no event shall the surplus assets of the Society be divided among the members thereof nor shall the members of the Society have any beneficial interest therein

Application of Profits

- i Any income, benefit, or advantage shall be applied to the non-profit purposes of the Society
- ii No member of the Society or any person associated with a member shall participate in or materially influence any decision made by the Society in respect of the payment to or on behalf of the member or associated person of any income, benefit, or advantage whatsoever
- iii Any such income paid shall be fair and reasonable and relative to that which would be paid in arms length transaction (being open to market value)

The provisions and effect of this cause shall not be removed from this document and shall be included and implied into any document replacing this document



4 RELIGIOUS INSTRUCTION. At all times the religious beliefs of individual seafarers be respected

5 MEMBERSHIP. The membership of the Society shall consist of

- a) Subscribers to the application for incorporation
- b) Other persons or organisations who are nominated for membership by a member and whose nomination is approved by the Executive Committee
- c) Life members as hereinafter defined

6 Any Company, Industrial Union, Trade Union, Incorporated Society or branch thereof, on becoming a member, may from time to time, nominate in writing, a person to attend and vote on its behalf at meetings of the Society

7 LIFE MEMBERS

- a) On the recommendation of the Executive Committee, any ordinary member who has given outstanding service to the Society, may be elected an honorary life member at any General Meeting of the Society and shall thereafter be entitled to all the privileges of membership without any payment whatever There shall not be more than 5 honorary life members of the Society at any one time
- b) The Executive Committee may elect any person, company, industrial union, trade union, incorporated society, or branch thereof, to be a life member of the Society upon payment of the sum of Twenty Dollars (\$20) or such other sum as it may, from time to time, determine Subject to the provisions of these rules, life members so elected, shall be entitled to the privileges of membership of the Society for the duration of their lives or existence

8 OFFICE, EXECUTIVE AND COMMITTEE

- a) The administration and control of the Society shall be vested in an Executive Committee consisting of a President, Secretary, Treasurer, (or Secretary/Treasurer) and ten members, all of whom shall be financial members of the Society and shall be elected at the Annual General Meeting of the Society The number of Committee Members may be increased from ten to not more that fifteen for the ensuing year by a resolution at the Annual General Meeting
- b) The Annual General Meeting of the Society may also elect, for the ensuing year, a Patron and not more that two Vice Presidents, who shall be ex-officio members of the Executive Committee and shall also elect an Auditor
- c) All nominations for the office bearers and members of the Executive Committee shall be in writing and must be received by the Secretary at least seven days before the day appointed for the Annual General Meeting Each



nomination shall be signed by two financial members of the Society and the persons nominated shall endorse his consent thereon

- d) If insufficient nominations are received, those persons so nominated, shall be declared elected at the Annual General Meeting. Nominations may then be received at the Annual General Meeting for the remaining vacancies and if more than the required number are so nominated, a ballot shall be taken only for such vacancies
- 9 The office bearers and other members of the Executive Committee shall continue in office until the election of their successors at the following Annual General Meeting. Retiring members shall be eligible for re-election. Any casual vacancy occurring in the Executive Committee during the year, may be filled by the remaining members of that Committee
- 10 An Executive Chairman who shall be elected at the first meeting of the Executive Committee, or in his absence, a member of the Executive Committee elected to the Chair, shall preside over all meetings of the Executive Committee. A meeting of the Executive Committee shall be convened whenever desired by the President, Executive Chairman, Secretary or any two other members of the Executive Committee
- 11 Any member of the Executive Committee who is, without leave, absent from three consecutive meetings of the Committee, shall be deemed to have vacated his seat on the Executive Committee
- 12 Any 7 members of the Executive Committee, at least five of whom shall be elected members, shall form a quorum and the Chairman shall have a deliberative vote and in the case of equal voting, a casting vote
- 13 The Executive Committee shall cause minutes to be fully entered in books kept for the purpose of all appointment of officers, the names of the member of the Executive Committee present at each meeting and of all resolutions and proceedings at such meetings, such minutes, if signed by the Chairman of the meeting or by the Chairman of the next succeeding meeting, shall be received as conclusive evidence of the matters set forth in such minutes
- 14 If, in the opinion of the Executive, it is not in the interest of the Society that any member should remain a member of the Society, the Executive Committee may expel such member from membership but only after giving such member an opportunity of being heard in person or on stating his case in writing
- 15 Any member may, at any time, by notice in writing, resign from the Society and in such case shall not be liable for any subscription accruing due, after the end of the then current year



- 16 The Executive Committee may, from time to time, set up standing committees to which responsibility for any particular phase or phases of the Society's work may be delegated. The Executive Committee shall appoint the members of such standing committees and shall define the scope and nature of the activities of such committees
- 17 The Executive Committee shall have power to make and promulgate by-laws and/or regulation, for the conduct of any phase of the Society's work
- 18 FINANCE. The Executive Committee may, from time to time, to decide to charge the members an annual subscription and to determine the amount and method of payment of such subscription
- 19 The funds and property of the Society shall be vested in the Society and administered by the Executive Committee in accordance with these rules
- 20 The Society shall have full power to rent, take or lease, hire, purchase or otherwise acquire or sell or otherwise dispose of any interest in or the use of any building, land, furniture or other real and personal property on such terms in all respects as the Executive Committee shall think fit and the Executive Committee may exercise all the powers conferred by this rule without reference to a general meeting of the Society
- 21 The Society shall have full powers to carry on such trading activities as the Executive Committee shall decide, from time to time and on such terms, in all respects, as the Executive Committee shall think fit
- 22 The Executive Committee shall have full power to borrow or raise money and secure payment of the same or the satisfaction or performance of any obligation or liability to be undertaken or incurred by the Society and in particular, by mortgage charge or lien upon the whole or any part of the Society's property or assets whatever, whether present or future and to pay interest on any borrowed moneys PROVIDED HOWEVER that no lender proposing to take a mortgage or to advance money on mortgage charge or lien or to take up debentures or any other form of security, shall be concerned to see to the application of the moneys secured or lent or enquire into the propriety of the giving of any mortgage charge or lien or the issue of any debentures or the regularity of any meeting or other acts of the Society or its Executive Committee, preliminary to or on the occasion of the giving of any mortgage charge or lien or the issue of any debenture
- 23 Any surplus funds may be invested by depositing the same as the Executive Committee, from time to time, determines
- 24 All moneys received shall be paid to the credit of the Society at such bank as the Executive Committee shall, from time to time, appoint and cheques on the Bank Account and other negotiable instruments shall be signed by the Treasurer, or such other person as the Executive may, from time to time, appoint, and one member of the Executive Committee. Endorsements of cheques and other negotiable



instruments may be made by the Treasurer or any member of the Executive Committee

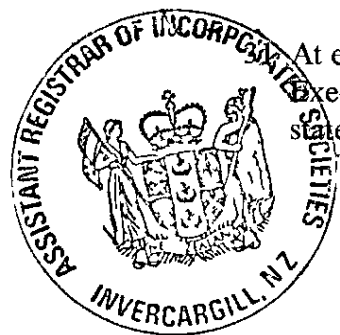
- 25 Legacies, endowments, contributions or other gifts of money or real or personal property, may be made to the Society generally, or for the purpose of any specific object of the Society
- 26 Subject to any conditions attached thereto, legacies or other gifts or real or personal property coming to the Society shall be dealt with, allocated and disposed of, for the purpose of the Society by the Executive Committee which may appoint one or more person or persons or any corporate body to hold any property on behalf of the Society

27 GENERAL MEETINGS AND VOTING.

The Annual General Meeting of the Society, shall be held before the 31st day of August in each year unless this should prove impracticable, in which case, such meeting shall be held as soon thereafter, as can be arranged by the Executive Committee

- 28 Special General Meetings of the Society shall be held at such time and place as the Executive Committee may appoint and on receipt of a requisition in writing, signed by at least 12 financial members of the Society, the Secretary, or in special circumstances, the President, shall forthwith call a special General Meeting, provided that such requisition shall set out clearly and precisely, the business proposed to be transacted at such meeting All Annual or special General Meetings shall be called, either by notice in writing, posted or forwarded at least 7 clear days prior to the day fixed for the meeting, to each member of the Society at his address as appearing on the Register of Members or by advertisement inserted at least twice in any newspaper published and circulating in Invercargill
- 29 At all General Meetings of the Society, 10 financial members shall form a quorum If a quorum is not present within half an hour of the time for which a General Meeting has been called, such meeting shall stand adjourned for one week on the same hour and place for which the meeting was called and if 10 financial members should not be present at the time appointed for such adjourned meeting, then those present shall constitute a quorum and the meeting shall be held
- 30 At all General Meetings of the Society, each member shall have one vote which must be given personally Voting should be on the voices but the Chairman or any three member present, may require a division to be taken, either by a show of hands or by ballot Where a ballot is required, the meeting shall appoint two scrutineers The Chairman for the time being, shall in all cases of equal voting (except in elections) have a casting vote as well as a deliberative vote In the case of equal voting in an election, the same shall be decided by lot

At every Annual General Meeting, in addition to the election of the officers and the Executive Committee, a report of the Society's operations and duly audited statement of accounts for the past year, shall be presented

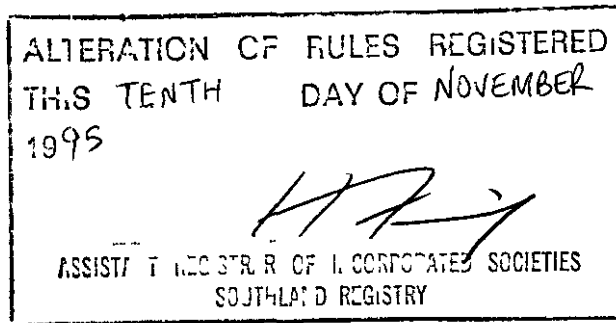
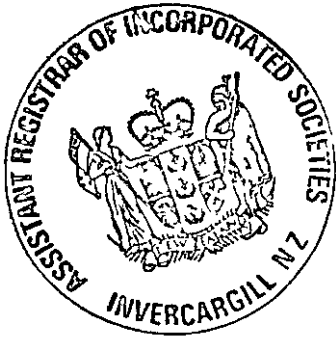


32 COMMON SEAL

The Common Seal of the Society shall be kept in the custody and control of the Secretary and shall not be affixed to any document except by order of the Executive Committee and in the presence of at least two members of the Executive Committee who shall affix their signatures to every document so sealed and every such document shall be countersigned by the Secretary

33 REGISTERED OFFICE

The Registered Office of the Society shall be at such place as the Executive Committee may, from time to time, determine and due notice of every change of registered office shall be given to the Registrar of Incorporated Societies



N. Williams Secretary/Treas.

J. Williams (House Manager)

*Adrian Hart JP
Foreman Stevedore (Retired)
266 Foyle St.*

Bluff Ph (03) 212-8224.

COMMERCE

MINISTRY OF COMMERCE
Te Manatū Tauhokohoko

Companies Office REGISTRATION/GST RECEIPT

GST Reg No 50-925-968

THIS FORM IS FOR USE ONLY WHERE IT IS PROPOSED TO REGISTER DOCUMENTS IN THE COMPANIES OFFICE
AT INVERCARGILL, HOKITIKA, BLENHEIM, NELSON, NEW PLYMOUTH OR GISBORNE.

1 COMPANY DETAILS

Companies Office INVERCARGILL

Company Number

1	N	2	2	5	5	1	4
---	---	---	---	---	---	---	---

Company Name SOUTHLAND MERCHANT NAVY CENTRE INC.

2 DOCUMENT DETAILS AND FEES PAYABLE (GST INCLUSIVE)

Document Type	Fee \$	Late Fees \$	Total Fees \$
(i) <u>ALTERATION OF RULES</u>	<u>11 00</u>	<u>-</u>	<u>11 00</u>
(ii) <u>(CHANGE OF NAME.)</u>			
(iii)			
(iv)			
(v)			
(vi)			
(vii)			
Totals	<u>11 00</u>	<u>-</u>	<u>11 00</u>

3 PAYMENT DETAILS

Number of Documents filed _____

Amount tendered \$ _____ (cash/cheque)

Fees received on behalf of District Registrar by

Validated by Official Receipt

15-11-9501-62827 CHEQUE 11.00

Presented by

SOUTHLAND MERCHANT NAVY CENTRE

Postal Address

P O BOX 78
BLUFF

Account No

Telephone

Facsimile