

The Incorporated Societies Act 1908
Declaration of
**ADOPTION, ALTERATION
OF RULES**
(Section 7 (1) - (2))

Document Number

(for office use only)

Please note that the information in this form should be either



in block capitals

10021081622

Society
Name

INTERNATIONAL SAILOR'S SOCIETY
NEW ZEALAND INCORPORATED.

Society Number

210276

I, Shirley Agnes Farguhar
of R.D 2 Dunedin

do solemnly and sincerely declare as follows _____

- 1 That I am* a member of/~~the Solicitor~~ to the abovenamed Society
- 2 That annexed hereto and marked with the letter "A" is/are -
 - * (a) the rules, signed and sealed, which have been adopted by the society, a majority of whose members have consented to the application for incorporation, or
 - * (b) the alteration of rules of the society, which alteration has been made in accordance with the rules of the society

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

Declared at Dunedin)
this eighth) Shirley Agnes Farguhar
day of July)
19 98 before me -)

A Solicitor, Justice of the Peace or other person authorised to take a Statutory Declaration

Presented by		Account No	
Postal Address		Telephone	
		Facsimile	

*Delete whichever is not applicable

**CONSTITUTION AND RULES OF THE INTERNATIONAL SAILORS' SOCIETY
NEW ZEALAND INCORPORATED**

(Amended by Annual General Meeting of the Society held at Wellington on 29 September 1961 and further amended on 27 September 1968 and 21 September 1988)

1. Name

The Society shall be called "The International Sailors' Society New Zealand Incorporated" (hereinafter sometimes called "the Society")

2. Affiliation

The Society shall at all times maintain affiliation with, and so far as the same may be applicable in New Zealand, shall uphold and observe the tenets and Rules of the "British and International Sailors' Society Incorporated" (home and abroad) of the United Kingdom

3. Alteration of the Rules

These rules may be altered, added to or rescind 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 will detract or alter in anyway the non-profit nature of the Society

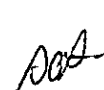
Disposition of Surplus Assets

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 an organisation which include among their main objectives simular 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 the market value)
- iv 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. Objects

Preamble

Various organisations know as "British Sailors" societies were established in a number of centres in New Zealand before the need for a central, coordinating unit became apparent. Liaison between these various societies inter se was, sometimes, fortuitous and there was no regular channel of communication between New Zealand Societies and the parent body in the United Kingdom. This Society was incorporated to fill these gaps, to facilitate the aims and objects of all such societies and to provide a continuing link with the parent body, and through it, with British Sailors' Societies throughout the world. Such a link is regarded as essential in maintaining and wherever possible enhancing the aspirations characteristic of and common to all such Societies. The Society was, therefore, incorporated with these thoughts in mind. The Societies in various centres of New Zealand are known as "Branches" and by virtue of affiliation with the New Zealand Society are Branches of the New Zealand Society which, though it is an autonomous body, is itself properly to be regarded as a Branch of the parent body in the United Kingdom.

The objects of the Society shall be

- a To act as a coordinating authority, on the one hand, between the various units of International Sailors' Societies established and to be established in New Zealand, inter se, and, on the other, between the parent Society above named and the units established and to be established in New Zealand
- b To ensure by all means at its disposal the closest possible liaison between the New Zealand units and the parent Society of the United Kingdom (which itself is much concerned in coordinating the work of International Sailors' Societies in ports throughout the world) so that the aims and aspirations of the New Zealand units and methods adopted in bringing to sea-farers the best spiritual welfare, in educational facilities, and, in social recreation may bear the closest possible relationship with those of International Sailors' Societies in other parts of the world
- c To devise and implement arrangements for maintaining contact with sea-farers as they move from port to port, particularly in New Zealand, with the object of ensuring their spiritual welfare and the provision of educational and recreational facilities

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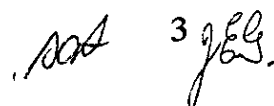
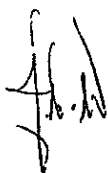
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- d To establish new Branches and to assist in the resuscitation of any Branch which may have been in recess anywhere in New Zealand and to appoint representatives at smaller ports where full-time Clubs are not justified
- e To foster and develop in New Zealand facilities for the training of youths for a sea-faring career
- f To establish scholarships or bursaries to enable selected applicants to be trained as seamen
- g To institute and maintain a Library service throughout New Zealand's ports that would be supplementary to and interchangeable with the parent body's service
- h To promote the welfare of the men of the Merchant service in particular, and all seafarers in general, by all suitable and legitimate means
- i To employ the funds of the Society in such manner as shall be deemed in the best interests of the Society and particularly
- i To invest the same upon such securities as the Board of Directors of the Society shall from time to time determine
 - ii To advance or lend money to any Branch Society either with or without security and upon such terms and conditions as the Board of Directors shall from time to time deem proper and expedient
 - iii To make such grants of money to any Branch Society as the Board of Directors may from time to time deem proper and expedient
 - iv To receive bequests, subscriptions and donations for approved specific or general purposes connected with the Society
 - v. To act as Trustee under any Trust which may be created from time to time

5 Membership

The Membership of the Society shall consist of

- a Established Branches of the Society
- b Such other Branches as may hereafter be established in New Zealand and which shall be accepted for affiliation

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- c Such persons who apply for membership and contribute the amount at which will be determined by the Board and have been elected by the Board Such elections shall be confirmed by the Society at its next ensuing Annual Meeting
- d Groups or Clubs concerned with the welfare of seafarers
- e Life Membership An Annual General Meeting may on the recommendation of the Directors, elect to Life Membership of the Society any person who has tendered prolonged and distinguished service to the Society at Club level and on the Board of the New Zealand Society Such person shall not be liable to pay membership subscription

6 Management

- a The management and control of the general affairs and business of the Society shall be vested in a Board of Directors which shall be the Executive Committee of the Society The number of Directors shall be not less than seven (7)
- b Each Branch Society affiliated to the Society shall be entitled to appoint one Director to the Board Each such Branch Society shall nominate a Deputy Director to act in the place of such Director when the later is unable to attend any meeting of the Board Notice of such appointments shall be forwarded annually to the National Secretary in time for submission of the same to the Society's Annual General Meeting If and when the Annual General Meeting shall confirm each such appointment each such appointee shall thereupon be and become a member of the Board
- c Any vacancy among the Directors may be temporarily filled by the Board of Directors and the person or persons so appointed shall hold office until the next Annual Meeting of the Society
- d A Director may at any time resign his Directorship by giving notice to the Board of Directors through the Chairman or Secretary
- e Any Director who is absent from the meeting of the Board of Directors for one year without leave of absent shall be deemed to have ceased to be a member of the Board of Directors and his name shall be removed accordingly
- f The Chairman of the Board of Directors shall be appointed annually, by the Members of the Society, in General Meeting assembled and He/She shall hold office for a period of three years
- 1 The Board of Directors shall appoint from its own members

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- 1 A Vice-Chairman of the Board who shall exercise all the functions of a chairman at any Board meeting from which the Chairman is absent
- ii A Chairman of such Committees of the Society as the Board may appoint. Such Committee shall be located in one or more of the centres where affiliated Branch Societies are in operation. The Chairman of the Board of Directors shall be, ex officio, a member of every Committee of the Board
- iii A National Secretary, or, if deemed advisable, a National Secretary / Treasurer, who shall be a Director of the Society with the right to speak and vote provided that she/he holds the Secretaryship in an honorary capacity. This officer shall act as liaison between the various committees and the Standing Committee
- iv A Treasurer, if the office of Secretary and Treasurer be not combined, who, if he be a Director, shall have a vote, but if not a Director, shall attend meetings and have the right to speak but not to vote
- v The Standing Committee which shall consist of four persons viz, the Chairman, the Deputy Chairman, the Secretary-Treasurer and a coopted Director residing in the headquarter's area. The Centre where the National Secretary is domiciled shall be deemed, for the time being, to be the headquarters of the Society
- vi The duties of the Standing Committee shall be to carry on the work of the Board on lines laid down by the Board at any of its meetings. In cases of doubt the Standing Committee shall consult Directors

In emergency the Standing Committee shall have power to use its own discretion, but its actions and decisions shall be submitted to the next ensuing meeting of the Board for approval

- vii The Quorum for Board meetings shall be five (5) Directors personally present.

7. New Branches

- a. In establishing new or reviving former Branches the Board of Directors may delegate any of its powers to any body of approved persons, for the purpose of raising funds and organising the establishment or re-establishment of a Branch, but shall retain control and supervision of the use of such funds received, except as hereinafter provided for
- b. The words "International Sailors' Society" in the name of any Branch shall be used only with the prior approval of the Board of Directors and may be withdrawn at any time by the Board of Directors should, in their opinion there be any departure on the part of any Branch from the fundamental objects for which it was established



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- c The management and control of a newly-established or a re-established Branch shall be vested in the Branch Committee and funds raised on behalf of any such Branch shall be committed into the hands of the Branch Committee at the sole discretion of the Board of Directors but in no case until such time a Branch shall have been incorporated

8. Annual Meeting

The Annual Meeting of the Society shall be held before the end of the month of September in each year. The financial year shall terminate on 30 June. As far as possible such meetings shall be held alternately in the North and South Islands and the President of the Society, for a particular year, shall be appointed from the Island in which the Annual General Meeting is to be held. The President shall not take office until the day after the conclusion of the Annual Meeting of the Society. Each Branch Society shall be entitled to appoint two delegates to represent it at the Annual General Meeting of the Society. The travelling expenses of such Delegates shall be the responsibility of their respective Branches. Directors shall be entitled to attend the Annual General Meeting and to vote thereat. Members of the Society who are not Directors or delegates shall be entitled to attend the Annual General Meeting but shall not be entitled to vote or to enter into the discussion.

Notice of any general meeting, including the Annual General Meeting of the Society shall be forwarded to affiliated Branch Societies and to members of the Society and of the Board fourteen (14) days prior to the date fixed for the holding of any such meeting. Such notice shall set out the business to be transacted which, in the case of the Annual Meeting shall be as follows:

- a To receive, consider, and if approved, adopt the Annual Balance Sheet of the Society
- b To receive, consider, and if approved, adopt the Annual Report
- c To appoint the following officers
- i Patron or Patrons
 - ii President
 - iii Vice-Presidents
- d To appoint or reappoint Auditors
- e To appoint or confirm Directors as recommended by the Board of Directors
- f To transact any other business of which due notice has been given

9 Voting at General Meetings

At all general meetings of the Society each delegate and Director present shall be entitled to exercise one vote, but the Chairman (who shall be the President or in his absence one of the Vice-

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Presidents) shall be entitled to exercise a casting vote in addition to his deliberative vote. Voting shall be by voices or show of hands unless a ballot is demanded.

10 Special General Meetings

A Special General Meeting may be convened at any time with not less than fourteen (14) days' notice, by the Secretary at the direction of the Board of Directors, or, at the request (addressed in writing to the Secretary) of any twenty (20) members of the Society. A Special General Meeting resulting from a request of members shall be held within 28 days after the date of receipt of the request for the same. Every notice convening a Special General Meeting shall state the business to be considered at the meeting.

11 Finance and Business

Except as provided in Clause 7c of these Rules the affairs and business of each Branch Society shall be under the control of its own Management Committee. Where the Board has good reason to believe that any Branch Society has departed from the objects of the Society or of the parent Society, it may send a deputation to visit such Branch Society with a view to investigation, report and subsequent action by the Board to rectify the situation therein.

The boundaries of Branch Societies shall from time to time be fixed by the Board of Directors.

12 Appeals for Funds

National appeals shall be made only with the prior consent of the Board of Directors.

The net proceeds received from any postal appeal made by the Board of Directors, after providing for administrative and other expenses, shall be paid into the Society's Bank Account from which the Board of Directors may make contributions to Branch Societies or affiliated bodies according to their particular needs at the time. The Board may from other sources also give financial assistance to a Branch Society or to other organisations affiliated to or associated with the Society. In this connection the decision of the Board of Directors shall be final.

13 Subscriptions

Each affiliated Branch Society shall pay on behalf of its members such annual subscriptions to the Society as shall from time to time be determined by the Board of Directors and ratified by Branch Societies.

J. H. Williams, Director

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14 Rules

Alterations, amendments and additions to these may be made and decided upon at an Annual General Meeting of the Society PROVIDED ALWAYS that no such alteration amendment or addition to the Rules shall be valid and effectual unless and until passed by a majority of two-thirds of the persons present at the Annual General Meeting considering the same and entitled to vote thereat Notice of motion affecting any such alteration, amendment, or addition shall be lodged with the Secretary at least eight (8) weeks prior to the date fixed for any such meeting

15 Seal

The Society shall have a common seal and a Seal Register which shall be kept in the custody of the Secretary and shall be affixed to any document or writing only upon a resolution of the Board of Directors and in the presence of two directors and the Secretary

16 Dissolution

In the event of dissolution of the Society, which shall be effected by a resolution passed by two-thirds of the votes recorded at a Special General Meeting of the Society, of which not less than twenty-eight (28) days' notice in writing shall have been given by the Secretary all liabilities of the Society shall be immediately discharged Any surplus assets then held by the Society together with all records shall be forwarded to the British Sailors' Society Incorporated, London, to be allocated to existing Branches in New Zealand after consultation between any Branches which may continue to exist.

17 Registered Office

The registered office of the Society shall be at such place as may be determined from time to time by the Board of Directors

These are the alterations to the rules marked "A" referred to in the annexed declaration of Shirley Agnes Farquhar made before me this //// day of //// before me

Shirley A. Farquhar Secretary/Treasurer

J. B. Guthrie Director

J. B. Guthrie Director