

# THE NEW ZEALAND KUNEKUNE ASSOCIATION (INC) CONSTITUTION

## 1. NAME:

The Name of the Association is 'The New Zealand Kunekune Association Incorporated'.

## 2. OBJECTIVES:

The objectives for which the Association is established as a non-profit making body are to do any or all of the following as far as allowed by law.

- i. To ensure the conservation of the Kunekune breed,
- ii. To promote healthy animals and encourage good husbandry practices.

And to do any or all of the following:-

- iii. To compile a Register of animals and to provide information from the Register to present and potential breeders and researchers.
- iv. To co-operate with other Pig Breeders' Associations and where appropriate to provide Registration facilities for pure and part-bred animals.
- v. To carry out and promote research into matters relating to the Objectives of the Association and to publish the results of such research.
- vi. To compile and issue any publication relevant to the Objectives of the Association.
- vii. To hold exhibitions and shows of livestock and study the economic and marketing prospects and to promote the use of the Kunekune breed.
- viii. To promote discussion and co-operation with decision makers at all levels (of Government) designed to further the Objectives of the Association.
- ix. To co-operate with, affiliate with or otherwise support, financially or otherwise, any club or Organisation whose Objectives are consistent with those of the Association, whether in New Zealand or overseas.

## 3. MEMBERSHIP:

- 1. Any person can become a member of the Association upon completion of a written application form.
- 2. Agreement to abide by the Constitution and Rules of the Association.
- 3. Payment of the agreed subscription.
- B. Branches.
  - (1) The Committee may authorise the formation of a Branch in any District where there greater than ten members.
  - (2) The Branches' aims should be the same as the general Association.
  - (3) A Branch may not make Rules or Regulations which conflict in any way with the Constitution of the Association or the Rules and Regulations of the Committee.
  - (4) A Branch may not assume in any other manner the powers or functions of the Committee.
  - (5) Any persons or person who wishes to register Kunekune pigs must be current financial members of the New Zealand Kunekune Association Incorporated.
- C. Where a Company or Partnership seeks membership, only one person shall be entitled to exercise the membership rights on behalf of that entity and that person shall be the person nominated in writing to the Secretary.
- D. The Committee reserves the right to refuse to admit to membership to any person without giving a reason.

**4. SUBSCRIPTION:**

- A) The joining fee and the annual subscription payable by the respective members shall be fixed by resolution of the Association at its Annual General Meeting.
- B) Every member shall be liable to pay their appropriate annual subscription, if any, within two months of the Annual General Meeting.

**5. MEMBERSHIP REGISTER:**

A register of members shall be kept by the committee in which the names, current contact details and privacy recommendations of every member shall be registered. The register shall be kept in the office of the Association.

**6. CESSATION OF MEMBERSHIP:**

- A) Any member whose subscription is in arrears for a period of three months after due date shall forthwith cease to be a member provided that such member may be reinstated on payment of the subscription for the current year.
- B) Any member who refuses to abide by the rules of the Association or whose actions are prejudicial to its Objects, after notification in writing may be suspended by resolution of a two-thirds majority of the Committee. Such member shall be given the opportunity to appear before the Committee prior to the resolution being put and shall likewise have the right to appear before a General Meeting of the Association. Confirmation of the suspension by two-thirds majority of members present at the General Meeting shall result in expulsion. An expelled member may re-apply to the Association for membership two years after the date of expulsion and the committee shall have the sole discretion to determine whether that person shall be re-admitted to membership.

**7. RESIGNATION OF MEMBERSHIP:**

A member may resign from the Association by giving notice in writing to that effect and every such notice shall, unless otherwise expressed, take effect as from the end of the year then current.

**8. COMMITTEE:**

- A) The Committee shall be elected from the full members of the Association.
- B) The Annual General Meeting will elect the following Officers: President, Secretary, Treasurer, Registrar, and up to six Committee members. If desired, the Meeting may also elect one or two Vice-Presidents.
- C) No person shall hold the Office of President for more than three years consecutively.
- D) The Quorum of the Committee shall be not less than half of its total number.
- E) The Committee has the power to co-opt persons to serve on the Committee until the next Annual General Meeting but there shall at no time be more than four co-opted members and they will not have votes in Committee.
- F) The Committee may appoint sub-committees, whose composition and business will be conducted according to whatever regulations the Committee may stipulate.
- G) A Committee member may appoint a proxy to attend a meeting in his/her place, providing the Secretary is notified first. This proxy must be approved by a vote of at least three-quarters of the Committee members present and they must be a current financial member of the Association.
- H) Voting for office holders shall be conducted by ballot amongst current financial members attending the Annual General meeting.
- I) The ballot shall be conducted at the Annual General Meeting Ballot; All members eligible to vote may cast their vote either, in person or by proxy, at the Annual General Meeting of the Association.

**9. ANNUAL GENERAL MEETINGS:**

The Annual General Meeting shall be held every year at a time (not being more than fifteen months after the holding of the last Annual General Meeting) and place to be fixed by the Committee for the following purposes:

- A) To receive and consider the Annual Report and the Financial Review of the Committee.
- B) To elect the Officers for the ensuing year.
- C) To consider any motion which may have been duly submitted for the decision of the Meeting, together with any proposed amendments.
- D) To consider any other matter that may concern the Association.

**10. SPECIAL GENERAL MEETING:**

A Special General Meeting may be convened at any time by resolution of the Committee, or shall be convened by the Committee within 14 days of the written request of 20 members or one third of the membership (whichever is the lesser) stating the purpose for which such Meeting is required.

**11. NOTICE OF BUSINESS:**

Not less than 14 clear days before a General Meeting, notice thereof, and of the business to be transacted together with a form of proxy shall be posted or emailed to every current financial member. No business shall be transacted at any meeting unless a quorum is present. The quorum shall be 7 (seven) members personally or virtually present. Proxy votes completed in writing prior to the meeting and posted or emailed to the Secretary may also count towards the quorum.

**12. PROCEDURE AT MEETINGS:**

A) At all General Meetings, the President, or in that person's absence, a member of the Committee shall be elected by the Meeting to take the Chair.

B) Every member shall have one vote and no more except that any person having been duly appointed to vote as a proxy may record a vote for each member by whom he or she has been so appointed. Except where otherwise provided in these rules, the majority of all votes cast shall decide all questions.

C) The mode of voting at all Meetings shall be by voice or where required, by a show of hands provided that any member may demand a secret ballot which shall be taken immediately.

D) Any member who desires to exercise a vote by proxy shall, prior to the commencement of the Meeting at which such member proposes to vote, lodge with the Committee notice in writing (email will suffice) of the member's intention so to do, signed by the member and certifying the person to whom the proxy is given and, if the member wishes, matters on which the proxy is to be exercised.

**13. FINANCING:**

A) The finances of the Association shall be under control of the Committee.

B) The Association shall operate such bank accounts and fixed from time to time by the Committee.

C) All moneys received on behalf of the Association shall forthwith be paid to the credit of the Association in any such accounts.

D) The signatories to any bank account shall be authorised by the incoming Committee at the Annual General Meeting.

E) The income of the Association from whatever source shall be applied solely towards the promotion of the Objects of the Association and no portion of the funds shall be paid or transferred directly or indirectly to members of the Association unless in return for services actually rendered to the Association or in reimbursement of the expenses of payments made on the Association's behalf.

F) The Committee is entitled to invest such money of the Association as is from time to time available for the investment in any Trustee Security or by deposit with any New Zealand Trading Bank.

#### **14. FINANCIAL YEAR:**

The financial year of the Association shall run from 1st April to 31st March.

#### **15. BORROWING POWERS:**

The Association shall, in addition to other powers vested in it, have power to borrow or raise money from time to time by the issue of debentures, bonds, mortgages or other security founded or based on all or any of the properties and/or rights of the Association or without any such security and upon such terms as to priority and otherwise as the Association shall think fit but the powers of so borrowing or raising money shall not be exercised except pursuant to a resolution of the Committee.

#### **16. PROPERTY:**

The Association shall have the following powers to deal with property, both real and personal;

A) To acquire by purchase, take on lease or otherwise lands and buildings and all other property real or personal which the Committee considers necessary or convenient for the Association's Objects and to sell or dispose of any such property or any part thereof and to erect on any such land any building and to alter, add to and maintain any building erected on such land.

B) To sell, improve, maintain, manage, exchange, lease, mortgage, dispose of, turn to account or otherwise deal with all or any part of the property, assets or rights of the Association.

#### **17. COMMON SEAL:**

A) The Committee shall provide a common seal of the Association which shall be kept at the Registered Office for the time being of the Association.

B) Whenever the common seal of the Association is required to be impressed upon any instrument, the same shall be affixed pursuant of the Committee and in the presence of any two of the President, the Vice-President, or Secretary/Treasurer who shall both sign the documents to which the seal is so affixed.

#### **18. REGISTERED OFFICE:**

The Registered Office of the Association shall be at any place as stipulated by the committee.

#### **19. WINDING UP:**

A) The Association may be wound up voluntarily if the Association at a General Meeting of its' members passes a Resolution requiring the Association to be wound up and the resolution is confirmed at a subsequent General Meeting called together for that purpose and held not earlier than 30 days after the date on which the Resolution is to be confirmed.

B) If upon the winding up or dissolution of the Association there remains after the satisfaction of all costs and its debts and liabilities and property or assets whatsoever the same shall be given or transferred to some other Institution or Institutions having Objects similar to the Objects of the Association and which shall prohibit the distribution of its or their income and property among its or their members to an extent at least as great as is imposed on this Association, such Institute or Institutions to be determined by members of the Association at or before the time of dissolution or default thereof by a Judge of the Supreme Court of New Zealand or in the absence of any Institutions the such a public charity or public charities as the said Judge may determine.

#### **20. ALTERATION OF RULES:**

These Rules may be altered, revised or otherwise amended by Resolution passed by a simple majority of members voting in person or by proxy at a general Meeting of the Association, notice of such alteration, revision or other amendment having been given not less than 42 days prior to the date of such meeting.

#### **21. INTERPRETATION:**

Updated at 2021 AGM 5<sup>th</sup> June, Admin, Building, Kumeu Showgrounds, Kumeu, Auckland.

If any doubt should arise as to the proper meaning of any of these rules, the decision of a General Meeting thereon shall be final and conclusive providing such decision shall be recorded in the minutes of the Association.