

THESE RULES RESCIND ALL PREVIOUS RULES

RULES OF



THE ROYAL NEW ZEALAND SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS, INCORPORATED.

Adopted on 14 June 1980 and amended on 20 June 1981, 19 June 1983, 3 August 1985, 13 June 1987, 26 June 1988, 21 June 1989, 24 June 1990, 23 June 1991 and 21 June 1992

NAME

- 1. The name of the Society shall be the ROYAL NEW ZEALAND SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS, INCORPORATED.

REGISTERED OFFICE

- 2. The registered office of the Royal Society shall be at such place as the National Council may from time to time appoint

INTERPRETATION

- 3 In these Rules unless the context otherwise requires

ANIMAL shall have its widest meaning and shall include all mammals, birds, reptiles and fishes,

BRANCH means a Branch of the Royal Society duly incorporated under the provisions of the Incorporated Societies Act 1908 or the Incorporated Societies Amendment Act 1920 or any enactment substituted therefor,

NATIONAL COUNCIL means the National Council for the time being of the Royal Society,

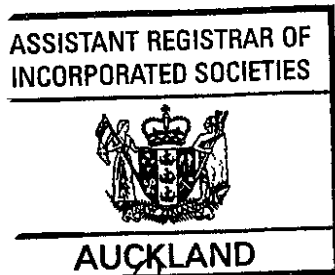
MEMBER SOCIETY means a society duly incorporated under the provisions of the Incorporated Societies Act 1908 or any enactment substituted therefor which has been admitted as a member of the Royal Society,

MONTH means calendar month,

ROYAL SOCIETY means the Royal New Zealand Society for the Prevention of Cruelty to Animals, Incorporated,

WRITING means written or typewritten or printed,

Words importing the singular number include the plural number and words importing the plural number include the singular number and words importing the masculine gender include females



These are the Rules marked "A" referred to in the declaration of RULES AMENDMENT sworn before me this 27th day of MARCH 1995

Marriage Celebrant
Justice of the Peace/Solemnizer of the High Court of New Zealand

OBJECTS

4. The objects for which the Royal Society is established are
- (a) To prevent cruelty to animals by
 - (i) Encouraging and sustaining an intelligent public opinion regarding man's duty to animals,
 - (ii) Enforcing where practicable the laws which exist for their protection,
 - (iii) Promoting such further legislation as may be expedient,
 - (iv) Such further and other ways and means as the Royal Society may deem expedient
 - (b) To co-ordinate the activities of the various Branches and Member Societies,
 - (c) To promote Branches in districts where there is no Branch or Member Society in existence,
 - (d) To generally do all such acts and things as shall or may be for the benefit of Branches or Member Societies or in the interests of animals and their welfare

POWERS

5. The management and control of the affairs of the Royal Society shall be vested in the National Council which may exercise all powers and do all acts and things which may be exercised or done by the Royal Society and which are not expressly directed or required to be exercised or done by it in a General Meeting. Without prejudice to the general powers of the National Council, the National Council shall be entrusted with and may exercise and perform all or any of the following powers and duties -
- (a) To purchase or acquire for the Royal Society any real or personal property or any rights or privileges at such consideration or price and generally upon such terms and conditions as it thinks fit and to give and execute mortgages over the lands and chattels purchased or acquired for the purchase money or any part thereof upon such terms and conditions as the National Council shall think fit,
 - (b) To purchase, construct, alter and maintain buildings, fences, machinery and other works as it may consider necessary for the use of the Royal Society and to lease, to take as tenant or accept leases or tenancies of any land or tenements and to purchase, sell, lease or let lands or any interest therein for such consideration or price or for such term and upon such rental as it shall think fit,



- (c) To borrow or raise money upon mortgage of the real or personal property of the Royal Society, or any part or parts thereof, or upon debentures or mortgage debentures of the Royal Society and to issue such debentures or to borrow money from bankers or other persons with or without security,
- (d) To invest the funds of the Royal Society in such securities for the time being authorised by law for the investment of trust funds in New Zealand and from time to time vary such investments,
- (e) To hold and conduct or join with others in holding or conducting all kinds of social functions, competitions, games of chance, and entertainments,
- (f) To enter into all negotiations, contracts and agreements in the name and on behalf of the Royal Society as it may consider expedient for its purposes, provided that such negotiations, contracts and agreements are not in conflict with its objects,
- (g) To make provision for the signing and endorsing of cheques or other negotiable instruments on behalf of the Royal Society and to open such bank accounts as the National Council may think fit,
- (h) To receive and give receipts and issue discharges for all gifts, legacies, bequests or other moneys, and to execute any trusts created for any of the objects of the Royal Society or for the purpose of furthering any of such objects,
- (i) To exercise all rights, powers and duties which under these Rules are required to be performed by the National Council,
- (j) To engage control and dismiss the Royal Society's employees and contractors and to exercise all such administrative powers as may be necessary to effect its purpose,
- (k) To acquire or obtain from, or make any arrangements with, the Government of New Zealand or any Ministry or Government Department or agency or any local body or any corporation, company or person for any authority, right, privilege, concession, contract or charter which the Royal Society may think it desirable to obtain or which may seem to the Royal Society conducive to any of the objects of the Royal Society and to accept, make payment under, carry out, exercise and comply with any such arrangement, authority, right, privilege, concession, contract or otherwise,
- (l) To affiliate with any society, body or association having similar objects or to join for the furtherance of the objects of the Royal Society with any body or persons or institution whether in New Zealand or elsewhere, whose objects are wholly or in part identical with or similar or corresponding to any of the objects of the Royal Society and to enter into reciprocal relations as to the admission of membership, issue of



publications or any other object with any such body or persons or institution,

- (m) To do all such other things as in the opinion of the National Council may be incidental or conducive to the attainment of any of the foregoing objects or the exercise of any of the foregoing powers

MEMBERSHIP

6. Membership of the Royal Society shall consist of the following classes -

- (a) Branches,
- (b) Member Societies,
- (c) Supporting annual members,
- (d) Supporting corporate members,
- (e) Supporting life members,
- (f) Honorary life members

BRANCHES shall be those Branches which have been incorporated in accordance with Rule 22 hereof and those Member Societies which have adopted the Branch Rules set out in the Appendix hereto,

MEMBER SOCIETIES shall be those incorporated societies which were members of the Royal Federation of New Zealand Societies for the Prevention of Cruelty to Animals (Incorporated) immediately prior to 14 June 1980 and have not subsequently adopted the Branch Rules set out in the Appendix hereto

SUPPORTING ANNUAL MEMBERS shall be those persons over the age of 18 years who have applied for membership in writing, been accepted by the National Council as supporting annual members and paid the appropriate membership fee for supporting annual membership,

SUPPORTING CORPORATE MEMBERS shall be those bodies corporate which have applied for membership in writing, been accepted by the National Council as supporting corporate members and paid the appropriate membership fee for supporting corporate membership,

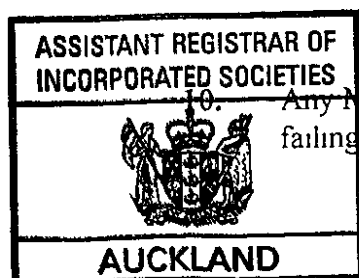
SUPPORTING LIFE MEMBERS shall be those persons over the age of 18 years who have applied for supporting life membership in writing, been accepted by the National Council as supporting life members and paid the appropriate membership fee for supporting life membership,

HONORARY LIFE MEMBERS shall be those persons who have been elected to Honorary Life Membership by a two-thirds majority of delegates present and voting at a General Meeting of the Royal Society **PROVIDED**

THAT no person shall be elected to honorary life membership unless he has contributed his services to the Royal Society or the cause of animal welfare in some exceptional manner



- 6A **AFFILIATED SOCIETIES** shall be those societies in New Zealand and elsewhere which have objects similar to the objects of the Royal Society, and have been accepted by the National Council as affiliated societies
7. Branches shall comply with and be subject to the Rules and Bylaws of the Royal Society and the Branch Rules and Member Societies shall comply with and be subject to the Rules of the Royal Society
8. (1) Each member shall promptly remit to the Treasurer of the Royal Society such membership fees as the Royal Society shall determine in General Meeting **PROVIDED THAT** the membership fees shall not be less than the following for each class of membership -
- (a) Branches shall remit not less than \$10 per annum,
 - (b) Member Societies shall remit not less than \$10 per annum,
 - (c) Supporting annual members shall remit not less than \$25 per annum,
 - (d) Supporting corporate members shall remit not less than \$1000 per annum,
 - (e) Supporting life members shall remit not less than \$500
- (2) Membership fees other than those for supporting life members and honorary life members shall become due on the first day of April for the ensuing year
- 9 (1) Any Member Society may withdraw from the Royal Society after payment of any moneys due, by written notice to the General Secretary submitting a certified copy of an effective resolution passed by a majority of the Member Society in General Meeting that it withdraw from membership of the Royal Society Such withdrawal shall take effect from the date of receipt by the General Secretary of such notice
- (2) Supporting annual membership, supporting corporate membership or supporting life membership may be terminated -
- (a) If the member resigns in writing to the General Secretary Such membership shall terminate from the date of receipt of notice by the General Secretary but shall be without prejudice to the obligation of the member to pay his subscription,
 - (b) If the membership fee of a member is more than three months in arrears,
 - (c) If for any reason the National Council by a majority resolves that the membership of a member be terminated **PROVIDED THAT** any such termination may be subject to review by the Royal Society in General Meeting
10. Any Member Society disobeying or breaching any Rule of the Royal Society or failing to give effect to any lawful direction of the Royal Society or the



National Council or permitting any individual under its jurisdiction to do so may be suspended from membership of the Royal Society at the discretion of the National Council and may be expelled by a two-thirds majority of votes recorded at a General Meeting of the Royal Society. Such expulsion shall not relieve such Member Society from liability for moneys due to the Royal Society up to the date of such expulsion.

- 11 Each Branch and Member Society shall forward to the Royal Society a copy of its Annual Report and Balance Sheet duly audited, together with a record of the number of financial members of the Branch or Member Society as at the end of the financial year of the Branch or Member Society that immediately precedes the Annual General Meeting of the Royal Society each year.
- 12 The Secretary of each Branch and Member Society shall furnish the General Secretary with the names and addresses of all officers of the Branch or Member Society within one month of its Annual General meeting and with the details of the changes of officers within one month of any such change.
- 13 A Branch or Member Society may publish literature solely in the name of the Branch or Member Society for local purposes but such literature shall not contain any statement contrary to the objects or policies of the Royal Society.
- 14 The policy of the Royal Society shall be determined by the Royal Society in General Meeting and the National Council **PROVIDED THAT** any policy determined by the National Council may be subject to review by the Royal Society in General Meeting. No Branch or Member Society shall have the power to change, amend or alter the policy of the Royal Society and it shall be deemed conduct prejudicial to the interests of the Royal Society if any officer or member of a Branch or Member Society at any time misrepresents Royal Society policy in any communication of a public nature unless that officer or member satisfies the National Council that such misrepresentation was unintentional or accidental. For the purposes of this Rule a communication of a public nature shall include any speech, statement to the press, radio or television, or written communication by letter or article in any magazine, newspaper, or publication which is intended for consumption by persons who are not members of the Royal Society.
- 15 No prosecution or legal proceedings affecting any issue where a question of law of first impression, Government policy, or a Government Department is involved shall be instituted by a Branch or Member Society without the prior approval of the National Council.
16. The area of operation or district of each Branch and Member Society shall be established by the National Council after consultation with the Branch or Member Society and the adjoining Branches and Member Societies, if any, and the National Council shall at all times have the power to vary such district after consultation with the Branches and Member Societies affected.
17. A Branch or Member Society may for the purpose of facilitating its work divide its district into geographical divisions or sub-branches and establish auxiliaries

ASSISTANT REGISTRAR OF
INCORPORATED SOCIETIES



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Every such division sub-branch and auxiliary shall be regarded as forming an integral part of the Branch or Member Society

18. The Rules and Objects of a Branch or Member Society shall not be amended in such manner as to render them inconsistent with the Rules and Objects of the Royal Society
19. Every member of a Branch shall be deemed to be a member of the Royal Society and shall be liable to all the obligations of such membership

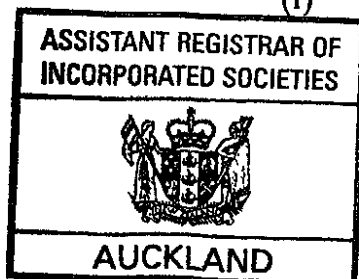
BRANCHES

20. The National Council may from time to time resolve to establish a Branch of the Royal Society in any district where there is no Branch or Member Society established **PROVIDED THAT** the powers herein shall not be delegated to any committee under the provisions of Rule 52
21. The name of any such Branch shall be **THE. BRANCH OF THE ROYAL NEW ZEALAND SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS, INCORPORATED**
22. In any case where the National Council has resolved to permit the registration of a Branch the General Secretary shall with the consent of the majority of individual members proposed to be incorporated as a Branch apply to the Registrar of Incorporated Societies for the incorporation of such Branch in accordance with the provisions of the Incorporation Societies Amendment Act 1920 or any enactment in substitution therefor
23. Prior to or upon becoming incorporated as a Branch the proposed Branch shall adopt in place of its own Rules, if any, the Branch Rules as set out in the Appendix hereto and amended from time to time by the Royal Society in General Meeting
24. (1) A committee shall be formed to carry out the work of the Branch in its district and it shall appoint a chairman, treasurer and secretary
All such appointments shall be forthwith notified by the Branch Secretary to the General Secretary
- (2) The Committee may appoint a treasurer and secretary from its own number, provided that
- (a) where the treasurer or secretary is not appointed from the members of the committee the treasurer or secretary as the case may be shall not by virtue of that appointment be a member of the committee, and
- (b) where the treasurer or secretary is employed on salary or wages the treasurer or secretary as the case may be shall not be a member of the committee

Unless already a Member Society a proposed Branch shall not exercise the rights and functions of a Branch of the Royal Society until such time as it has been incorporated as a Branch



- 26 The financial year of each Branch shall end on the thirty-first day of December
- 27 Each Branch shall subject to an audit certificate being received hold an Annual General Meeting within three months of the end of its financial year Notice of such meeting shall be given to the General Secretary at least fourteen days prior to such meeting and the National Council shall be entitled to nominate a representative to attend who shall be entitled to speak but shall not be entitled to vote unless he is also a member of the Branch
- 28 A Branch shall generally manage its own affairs and shall be solely responsible for its debts and liabilities A Branch shall not pledge the credit of the Royal Society or any other Branch The management and control of the affairs of a Branch shall be vested in a Branch Committee which may exercise all powers and do all acts and things which may be exercised or done by the Branch and which are not expressly directed or required to be exercised or done by it in a General Meeting or by the National Council or by the Royal Society in General Meeting Without prejudice to the general powers of the Branch, the Branch Committee shall be entrusted with and may exercise and perform all or any of the following powers and duties
- (a) To purchase or acquire for the Branch any real or personal property or any rights or privileges at such consideration or price and generally upon such terms and conditions as it thinks fit, and to give and execute mortgages over the lands and chattels purchased or acquired for the purchase money or any part thereof upon such terms and conditions as the Branch Committee shall think fit,
 - (b) To purchase, construct, alter and maintain buildings, fences, machinery and other works as it may consider necessary for the use of the Branch and to lease, to take as tenant or accept leases or tenancies of any land or tenements and to purchase, sell, lease or let lands or any interest therein for such consideration or price or for such term and upon such rental as it shall think fit
 - (c) To borrow or raise money upon mortgage of the real or personal property of the Branch, or any part or parts thereof, or upon debentures or mortgage debentures of the Branch and to issue such debentures or to borrow money from bankers or other persons with or without security
 - (d) To invest the funds of the Branch in such securities for the time being authorised by law for the investment of trust funds in New Zealand and from time to time vary such investments,
 - (e) To hold and conduct or join with others in holding or conducting all kinds of social functions, competitions, games of chance and entertainments,
 - (f) To enter into all negotiations, contracts and agreements in the name and on behalf of the Branch as it may consider expedient for its purposes provided that such negotiations contracts and agreements are not in conflict with its objects,



- (g) To make provision for the signing and endorsing of cheques or other negotiable instruments on behalf of the Branch and to open such bank accounts as the Branch Committee may think fit,
- (h) To receive and give receipts and issue discharges for all gifts, legacies, bequests or other moneys, and to execute any trusts created for any of the objects of the Branch or for the purpose of furthering any of such objects,
- (i) To exercise all rights, powers and duties which under these Rules are required to be performed by the Branch
- (j) To engage, control and dismiss the Branch's employees and paid officials and to exercise all such administrative power as may be necessary to effect its purpose,
- (k) To establish a Junior League, and provide for junior membership of the Branch Junior League for persons under the age of 16 years provided that such junior members shall not assume any of the rights and privileges of Branch Members until such time as they have reached the age of 16 years and have become Branch Members,
- (l) To do all such other things as in the opinion of the Branch Committee may be incidental or conducive to the attainment of any of the foregoing objects or the exercise of any of the foregoing powers

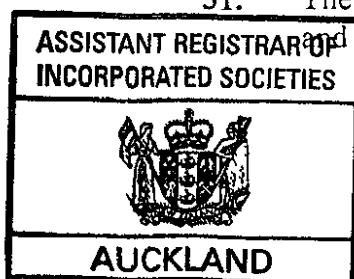
29 The National Council shall be empowered to

- (a) Suspend or remove from office as a body or individually the officers or members of any Branch Committee who refuse to comply with these Rules, Branch Rules or any Bylaws made hereunder, or who in the opinion of the National Council act in any manner prejudicial to the interest of the Branch or Royal Society and to appoint from the members of the Branch officers to fill the vacancies thereby created until the next Annual General Meeting of such Branch **PROVIDED THAT** any decision made hereto may be subject to review by the Royal Society in General Meeting,
- (b) Carry out all the functions and duties of a Branch in any district in which no properly constituted committee exists or delegate such functions and duties to any other Branch committee

30 The powers conferred by Rule 29(a) shall not be exercised except by the National Council and shall not be delegated to any committee thereof Any decision made hereto may be reviewed by the Royal Society in General Meeting

BYLAWS

31. The National Council by a two-thirds majority shall have the power to make and amend Bylaws not inconsistent with these Rules or the Branch Rules in



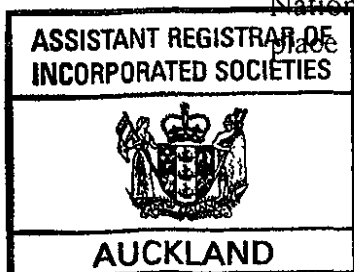
respect of the conduct of affairs of Branches generally or of a particular Branch and in particular in respect to

- (a) The mode of admission to membership,
- (b) The mode of election of officers,
- (c) The mode of appointments of Branch Patrons, Vice-Patrons and other honorary officers,
- (d) The rate of subscriptions of a particular Branch,
- (e) The conduct of meetings
- (f) Investment policy and the management of money and property

PROVIDED THAT the National Council shall not make or amend a Bylaw solely affecting a particular Branch without prior consultation with such Branch

OFFICERS OF THE ROYAL SOCIETY

- 32 The officers of the Royal Society shall be
- (a) President,
 - (b) Vice-President,
 - (c) National Director
 - (d) General Secretary
 - (e) Treasurer
33. The offices of General Secretary and Treasurer may be held by the same person
- 34 The President and the Vice-President shall be elected at the Annual General Meeting of the Royal Society and shall hold office until the next Annual General Meeting when they shall retire but may be re-elected
35. The President and Vice-President shall be elected from the members of the National Council continuing in office and the incoming members of the National Council by the delegates present and voting at the Annual General Meeting immediately following the election of Councillors. A retiring officer shall retain office until the conclusion of the meeting at which his successor is appointed
36. The National Director, General Secretary and Treasurer shall be appointed by the National Council on such terms as to salary and otherwise as the National Council may think fit and the National Council may at any time discharge such National Director, General Secretary or Treasurer and appoint another in his



AUDITOR

- 37 There shall be an auditor of the Royal Society who shall be a member of the New Zealand Society of Accountants but who shall not be a member of the National Council or a delegate representing any Branch or Member Society
38. The auditor shall be appointed by the Annual General Meeting and shall, except in the case of a casual vacancy caused by death, resignation, absence from New Zealand, illness or incapacity to act, hold office until he has audited the accounts for the financial year in which he was appointed
39. In the case of a casual vacancy the National Council shall appoint an auditor

NATIONAL COUNCIL

- 40 The management of the affairs of the Royal Society shall be vested in a National Council consisting of the President, Vice-President, National Director (who shall be ex officio) and seven other members
41. Members of the National Council shall be elected by the delegates present from among the delegates appointed by each branch and Member Society to represent it at General Meetings of the Royal Society and the retiring Councillors, if any, seeking re-election
- 42 The members of the National Council shall be elected if necessary by ballot at the Annual General Meeting of the Royal Society and shall retire from office in accordance with Rule 43 A retiring member shall retain office until the dissolution or adjournment of the meeting at which his successor is elected
- 43 Three members of the National Council shall retire at each Annual General Meeting but may be re-elected notwithstanding that they may not also be delegates The retiring members shall be the three who have been longest in office since their last election **PROVIDED THAT** in the event of more than three having an equal term of office the retiring members shall be decided by lot
44. A member of the National Council shall cease to be a member thereof and a casual vacancy shall be created if
- (a) He ceases to be a member of any Branch or Member Society,
 - (b) He resigns his office by notice in writing,
 - (c) He absents himself from three successive meetings or four in all from the date of his last election unless he first obtains leave of absence
 - (d) He becomes incapable of acting, in the opinion of the National Council, by reason of illness,
 - (e) His seat is declared vacant by a General Meeting of the Royal Society

45. The National Council may from time to time elect any delegate of a Branch or Member Society to fill any casual vacancy or may at its discretion call a Special General Meeting for the purpose of filling such vacancy **PROVIDED THAT** a

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delegate elected to fill a casual vacancy shall be confirmed at the next Annual General Meeting, but otherwise shall complete the term of office of the Councillor whom he replaced

46. Deleted AGM 1992
47. The General Secretary shall give at least fourteen days' notice in writing of each meeting of the National Council to each member thereof in the ordinary course of post
48. The quorum at meetings of the National Council shall be five members for one day meetings and six members for meeting of more than one day's duration
49. A member of the National Council shall not be permitted to participate therein by proxy
50. The National Council shall meet at least three times per year at such time and place as it shall decide
51. The General Secretary shall call a special meeting of the National Council when required to do so by the President or three members of the National Council
52. Except as provided in Rules 20 and 30 the National Council may from time to time delegate to a committee of one or more of its members, or such other suitable qualified person(s) any of the powers conferred upon it by these Rules
53. The continuing members of the National Council may act notwithstanding any vacancy in their body provided they can form a quorum
54. A member of the National Council may enter into contracts with the Royal Society **PROVIDED THAT** he shall not vote at any meeting of the Royal Society or of the National Council on any matter affecting any such contract
55. The National Council shall present to the Annual General Meeting a report of the activities of the Royal Society during the preceding financial year and the financial statements submitted to it by the Treasurer pursuant to the provisions of Rule 58

GENERAL SECRETARY AND TREASURER

56. The General Secretary shall issue all notices of meetings and shall in person or by deputy be present at and record minutes of the proceedings of all meetings of the Royal Society and of the National Council and of any committee to which the powers of the National Council may have been delegated. Such minutes shall be presented for confirmation at the next meeting of the Royal Society or the Council or committee as the case may be. A copy of the minutes of every meeting of the Royal Society and of the National Council shall be forwarded by the General Secretary to each Branch and Member Society
57. It shall be the duty of the General Secretary to make entries in the Register of members, to conduct the correspondence of the Royal Society as directed by the National Council, to report to the National Council all correspondence and notices received by him, to file and keep the records of the Royal Society and to prepare and forward to Branches and Member societies all notices required

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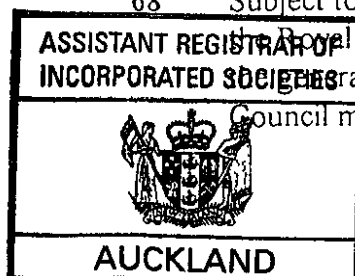
- by the Rules or so directed by the National Council. He shall carry out all resolutions and generally attend to the affairs of the Royal Society
58. The Register of Members and the Minute Book and all other records of the Royal Society shall be open to inspection by any delegate or member of the National Council at any reasonable time
59. The Treasurer shall cause proper books of accounts to be kept and shall as soon as possible but, subject to audit, not later than three months after the end of the financial year, present to the National Council for submission to the Annual General Meeting, a statement of income and expenditure and balance sheet for that year both duly audited
60. The Treasurer shall forward annually to the Registrar of Incorporated Societies the statements required by the Incorporated Societies Act 1908 so to be forwarded and shall cause a copy of each statement so forwarded to be presented to the National Council

FINANCIAL PROVISIONS

61. All moneys received by the Treasurer on behalf of the Royal Society shall be lodged in a bank account in the name of the Royal Society and all disbursements and drawings therefrom shall be made by cheque as have been authorised by the National Council
62. Deleted 1992 AGM
63. Deleted 1992 AGM
64. All real and personal property owned by the Royal Society shall be held and disposed of in the name of the Royal Society which may sue and be sued and may recover moneys due to the Royal Society whether by a Branch or Member Society or not
65. All securities of the Royal Society shall be kept in such custody as the National Council may from time to time direct
66. The financial year of the Royal Society shall end on the thirty-first day of December in each year or such other dates as shall be appointed by the Royal Society in General Meeting

LEGACIES

67. Subject to any specific trust or testamentary direction all legacies bequeathed to a particular Branch or Member Society shall be received by the Treasurer of that Branch or Member Society and shall be dealt with for the general purposes of the Branch or Member Society as the Committee of such Branch or Member Society may decide
68. Subject to any specific trust or testamentary direction all legacies bequeathed to the Royal Society shall be received by the Treasurer and shall be dealt with for the general purposes of the Royal Society in such manner as the National Council may determine **PROVIDED THAT** the National Council may direct



that any such legacy or the income therefrom be paid wholly or in part to a particular Branch or Member Society

GENERAL MEETINGS

- 69 The President shall preside at all meetings of the Royal Society and of the National Council at which he is present. In his absence the Vice-President shall preside. In the absence of both the President and the Vice-President a chairman shall be elected from among the delegates or members of the Council present as the case may be.
70. An Annual General Meeting of the Royal Society shall be held not later than eight months after the end of the financial year.
- 71 Each Annual General Meeting shall determine the place at which the next Annual General Meeting shall be held.
- 72 A Special General Meeting shall be called by the direction of the National Council or on written requisition of five Branches or Member Societies setting out the purpose for which the meeting is to be held. Such meeting shall be held at a time and place to be determined by the National Council being not less than two months nor more than three months after the receipt by the General Secretary of such requisition. In case the National Council shall for one month from the receipt of such requisition fail to convene a Special General Meeting to be held within three months of the receipt of such requisition the requisitioners or a majority of them may themselves convene a meeting to be held not later than three months from the receipt of such requisition and in such case the Royal Society shall meet the costs of such meeting.
- 73 At least two months' written notice of every General Meeting and of the business to be transacted thereat shall be given by the General Secretary to each Branch and Member Society.
- 74 In the case of an Annual General Meeting the notice convening the same shall be accompanied by a copy of the Annual Report and Balance Sheet of the Royal Society subject to the availability of the auditor's certificate.
75. At every General Meeting twelve delegates present shall form a quorum. If within fifteen minutes from the time appointed for the meeting a quorum be not present the meeting if an Annual General Meeting, shall stand adjourned to the next day at the same time and place and the members present at the adjourned meeting may transact any business as if they constituted a quorum, and if a Special General Meeting the same shall lapse but without prejudice to the calling of another for the same purpose.
76. The chairman may with the consent of the meeting adjourn the same 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.



DELEGATES AND VOTING

- 77 (1) Each Branch and Member Society shall prior to the Annual General meeting of the Royal Society appoint one delegate to represent it at that meeting and any subsequent General Meeting in the ensuing year and written notice of such appointment shall be sent forthwith to the General Secretary The Royal Society shall be entitled to treat as a delegate any person named in such notice
- (2) In the event of any duly appointed delegate being unable to be present at any General Meeting the Branch or Member Society may appoint a member to act and vote in the place and stead of such delegate
- (3) Any duly appointed delegate who is absent from a General Meeting shall continue to be eligible for election to the National Council notwithstanding that a member has been appointed to act and vote in the place and stead of such delegate **PROVIDED THAT** a member appointed to act and vote in the place and stead of such delegate shall not also be eligible for election to the National Council
- (4) A Branch or Member Society shall be entitled at any time to rescind the appointment of a delegate and appoint another member to represent it at any General Meeting remaining in the ensuing year Such appointment shall take effect from the date of receipt by the General Secretary of written notice of such appointment
- (5) An affiliated society shall be entitled to appoint one delegate to represent it at any General Meeting of the Royal Society and such delegate shall possess ex-officio all rights accorded to delegates provided that he shall not vote on any matter before the General Meeting
- 78 A delegate shall be a person who is over the age of eighteen years and who is a financial annual or life member of the Branch or Member Society which he is elected to represent No delegate shall represent more than one Branch or Member Society
- 79 (1) Supporting annual members, supporting corporate members, supporting life members and honorary life members of the Royal Society and members and employees of Branches and Member Societies shall be entitled to attend any General Meeting of the Royal Society
- (2) Only duly appointed delegates shall be entitled to vote at any such meeting **PROVIDED THAT** the chairman may with the consent of the meeting invite any other person present to speak
80. Every question submitted to a General Meeting shall be decided in the first instance by a show of hands and in the case of an equality of voting the chairman shall have a casting vote in addition to the vote which he may have as a delegate
81. At any General Meeting unless a poll is directed by the chairman or demanded by at least three delegates a declaration by the chairman that a resolution has been carried by a particular majority or lost or not carried by a particular



majority and an entry to that effect in the Minute Book shall be conclusive proof of the fact without proof of the number or proportion of votes recorded in favour or against such resolution. In the case of an equality of voting in a poll the chairman shall have a casting vote in addition to the vote which he may have as a delegate

- 82 If a poll be demanded as aforesaid it shall be taken in such manner and at such time as the chairman of the meeting may direct and either at once or except as hereinafter provided after an interval or adjournment or otherwise and the result of the poll shall be deemed to be a resolution of the meeting at which the poll was demanded. Provided that any poll demanded on the election of a chairman or on any question of adjournment shall be taken at the meeting and without adjournment
- 83 The demand for a poll may be withdrawn at any time prior to the taking of the poll
- 84 With the exception of the chairman's casting vote no delegate shall exercise more than one vote on any question
- 85 The President shall possess ex-officio all rights accorded to delegates. Members of the National Council shall possess ex-officio all rights accorded to delegates **PROVIDED THAT** unless they are also delegates they shall not vote on any resolution dealing with the Constitution or finance or in any election of members of the National Council held in accordance with Rules 41 and 42

REMITTS

- 86 Any Branch or Member Society which desires to submit a remit to an Annual General Meeting shall forward a copy of such remit to the General Secretary in time to reach him at least three months prior to such meeting
- 87 Any Branch or Member Society which submits a remit to amend a statute or which requires the National Council to make a submission to any body which is not a member of the Royal Society shall submit such documentary evidence as the National Council considers necessary to support the remit
- 88 In the event of such evidence not being submitted at least two months prior to such meeting the National Council may decline to accept the remit
89. The National Council may decline to accept a remit which is repetitious of a remit which has been adopted at a previous Annual General Meeting
- 90 A remit may be submitted to a General Meeting by the National Council

COMMON SEAL

91. The National Council shall provide a Common Seal bearing the name of the Royal Society and may from time to time deface and replace such seal

The Common Seal shall be in the custody of the General Secretary and shall be affixed to any document except pursuant to a resolution of the National Council and in the presence of two members of the said Council and the



General Secretary who shall attest such affixation by signing their names to the document and any documents so sealed and attested shall be deemed to be duly sealed and shall be binding on the Royal Society Notice of the date on which the Seal was so affixed and of the persons signing shall be reported to the National Council

ALTERATION OF RULES

93. Any alteration of these Rules whether by revocation or amendment or adoption of new Rules may be made by resolution of two-thirds of the delegates present at a General Meeting of the Royal Society
94. Notice of any proposed alteration of the Rules shall be given to the General Secretary in writing by the Branch or Member Society proposing the same at least 3 months before the date of the meeting at which the same is to be considered and notice shall be given by the General Secretary to each Branch and Member Society at least two months prior to the date of such meeting A notice of a proposed alteration to the Rules may be submitted by the National Council
95. Any proposed alteration to the Rules may be amended by the meeting and passed in a modified form
96. The General Secretary shall in accordance with the Incorporated Societies Act 1908 notify every such alteration to the Registrar of Incorporated Societies
97. Every alteration shall come into force on the date on which it is registered by the Registrar, or on such later date as may be specified therein

DISSOLUTION

98. The Royal Society may be dissolved by a resolution of the majority of delegates passed at a General Meeting called for that purpose and such resolution shall be confirmed at a subsequent General Meeting called for that purpose and held not earlier than two months after the date at which the resolution so to be confirmed was passed
99. Such resolution shall provide for the realisation of the assets of the Royal Society and discharging its liabilities and for applying the surplus in the furtherance of the objects of the Royal Society as the meeting shall decide and for transferring to new trustees any property held by the Royal Society on trust
100. No dissolution shall take final effect until all assets belonging to the Royal Society beneficially or on trust shall have been realised disposed of or transferred as directed by the meeting
101. Unless otherwise resolved the surplus funds of the Royal Society shall upon winding up or dissolution be divided equally among the Branches and Member Societies

ASSISTANT REGISTRAR OF
INCORPORATED SOCIETIES



AUCKLAND

notice of any resolution for the dissolution shall immediately after its adoption be sent to the Registrar

103 If for any reason it shall be impossible to hold such meetings as those mentioned in Rule 98 the Royal Society shall be dissolved and its assets and trust funds shall be disposed of as directed by order of a Judge of the High Court

INTERPRETATION OF RULES, BYLAWS AND POLICY

104. Any doubt or difficulty arising as to the interpretation of these Rules or of any Bylaw or as to any matter of policy or any other matter not provided for by these Rules shall be determined by the National Council subject to review by a General Meeting

REPEAL

105 The Rules of the Royal Federation of New Zealand Societies for the Prevention of Cruelty to Animals (Incorporated) are hereby repealed

*Arnold A Waters National Councillor.
Vice President SBS&J, ASA
P.h. League V.P. National President.*



Alteration of rules registered, this 21st
day of August, 1995
L. R. SHRUBB
Assistant Registrar of Incorporated Societies, Auckland

R. SHRUBB

INCORPORATED SOCIETIES ACT, 1908

Comm Art 8

Declaration by a Member of a Society, or a Solicitor, that the Alteration of the Rules is in accordance with the Rules of the Society

I, (1) *PEGGY NEVA LOAGUE*, of (2) *TAUPO.*

(3) *PRESIDENT RNZSPCA* do solemnly and sincerely declare as follows -

- 1 That I am a (4) *PRESIDENT & NATIONAL COUNCILLOR*
- 2 That the alteration of the rules of (5) *ROYAL NEW ZEALAND SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS* incorporated as set out in the document marked "A" hereto annexed (6) has been made in accordance with the rules of the Society

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) *P. Neague*

day of *August* 19*55*

Declared at before me *TauPO.* this *3rd* day of *August* 19*55*
P. J. Mill J.P.
P. J. MILL
TauPO.

(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 etc must sign here and complete the exhibit note referred to in note (6) above