

# **Friends of Taupo Swamp & Catchment Incorporated (FOTSC)**

**A Society as prescribed by the Incorporated Societies Act, 1908**

## **CONSTITUTION**

<b>Clause</b>	<b>Page</b>
<b>1. Name</b>	<b>2</b>
<b>2. Purpose/ objectives</b>	<b>2</b>
<b>3. Powers and Role</b>	<b>2</b>
<b>4. Registered Office</b>	<b>3</b>
<b>5. Officers of the Society. Roles and Responsibilities</b>	<b>3</b>
<b>6. Termination of appointment of Officers</b>	<b>3</b>
<b>7. Society membership</b>	<b>4</b>
<b>8. Meetings</b>	<b>4-5</b>
<b>9. Legal and Financial</b>	<b>5</b>
<b>10. Common Seal</b>	<b>6</b>
<b>11. Dissolution</b>	<b>6</b>
<b>12. Alteration to these rules</b>	<b>6</b>

## 1. Name

The name of the Society is “Friends of Taupo Swamp & Catchment Incorporated”. It is also referred to as FOTSC.

## 2. Purpose/Objectives

### a) Protection & Guardianship

Work with national bodies, local authorities and landowners to protect and enhance the ecological values of the Taupo Stream catchment, Plimmerton, Porirua.

Work with the above to lobby for the protection and enhancement of the stated values inherent in the Taupo Stream catchment.

Coordinate community involvement and support for the protection and restoration of the area.

### b) Advocacy and lobbying

Where possible, advocate for the protection and enhancement of the community values in this area

Where appropriate, lobby for funding for ecological enhancement and restoration.

### c) Restoration

Work alongside key groups to maintain the area’s ecological importance as a functioning and vibrant system, which supports diverse native wildlife and plant life.

### d) Monitoring

Contribute to the monitoring of key indicators of ecosystem health such as water quality, predators, planting, weed control, flooding, fire risk and so on.

### e) Recreation

Enable and encourage sustainable recreational activities as appropriate in and around the FOTSC areas which are publicly accessible.

### f) Engagement

Foster support for the aims of FOTSC across a wide range of local, regional and national community organisations, ages and local schools, by means of working groups, educational hui, on-going advocacy and through managed social media.

## 3. Powers and Role

The powers and role of the Society are:

- i) To ensure that the above objectives are always at the centre of the work of the organisation
- ii) To raise finance to achieve these objectives, through grants, sponsorship, donations and other means which are agreed to by the FOTSC Committee. FOTSC has no power to borrow money.

#### **4. Address and Registered Office**

The Address and Registered Office of FOTSC shall be 128 Motuhara Rd, Plimmerton, Porirua, 5026.

#### **5. Officers of Friends of Taupo Swamp and Catchment (FOTSC)**

At each Annual General Meeting, society members present (including outgoing officers and committee members) shall elect the following officers and FOTSC Committee members:

- i) Chairperson: Convenes and Chairs meetings, ensures all rules are followed, oversees the operation of the organisation, reports to the AGM
- ii) Secretary: Minutes meetings, maintains a register of members, holds the Society's records (including the Common Seal), receives and replies to correspondence, forwards the annual FOTSC statements to the Registrar of Incorporated Societies upon their approval at the AGM, advises the latter of any rule changes
- iii) Treasurer: Keeps proper accounting records of the Society's financial transactions, reports to the FOTSC Committee on a regular basis, prepares annual financial statements for presentation at each AGM, sets up payments in internet banking once these have been ratified by the FOTSC Committee, provides financial information to the Committee as the Committee determines.
- iv) FOTSC Committee: A Committee of at least 5 members (including office holders) and up to 20 members. Committee members shall regularly attend meetings, engage in planning and in FOTSC activities, and support and promote the work of the organisation as appropriate. They will also manage the affairs of the Society, make financial decisions in line with the stated objectives, delegate and co-opt where necessary and appropriate. A Committee member may resign by giving written notice to the FOTSC Secretary.

#### **6. Termination of Appointed Officers**

Any Officer of FOTSC who acts in a way that is contrary or detrimental to the aims of FOTSC may have their position terminated by a motion of the FOTSC Committee passed at a duly constituted meeting of that Committee by a majority vote.

## **7. Society membership**

- i) Membership of FOTSC shall be open to any person or organisation which has an interest in the Society's objectives
- ii) Membership is free
- iii) A person or organisation may become a Member by registering their interest with the FOTSC Chair or Secretary, after which they will be entered on the FOTSC database and will receive regular updates
- iv) FOTSC membership may be terminated by the Committee in the event that a person or organisation acts in a way which is contrary or detrimental to the aims of the Society
- v) A member of the Society may resign at any time via email or phone call to the Chair or Secretary

## **8. Meetings**

### **A. Committee meetings**

- i) The committee will meet regularly throughout the year and as frequently as it deems necessary
- ii) Committee meetings may be held via video or telephone conference, or other formats as the Committee may decide
- iii) The quorum of a Society meeting shall be 4 members or half of the current Committee whichever is the greater representation of current Committee members
- iv) The Chair shall chair Committee Meetings, or if the Chair is absent, the Committee shall elect a Committee Member to chair that meeting
- v) Decisions of the Committee shall be by majority vote of members present
- vi) The Chair or person acting as Chair has a casting vote, that is, a second vote;
- vii) Only Committee Members present at a Committee Meeting may vote at that Committee Meeting
- viii) The FOTSC Committee may form sub committees and delegate tasks and responsibilities to those sub committees

### **B. Annual General Meeting**

- i) FOTCS will hold an Annual General Meeting once a year, not later than four months after the end of the financial year (30 June)
- ii) Notice of that meeting shall be given to all FOTSC members at least two weeks in advance, and be shared on the FOTSC website and by social media, as appropriate
- iii) The AGM shall:
  - Receive the Chairperson’s Annual report of the activities and business done during the past year
  - Receive the Society’s financial statements and balance sheet for the preceding year
  - Elect the officers and committee members
  - Decide what type of assurance the financial statements should receive, if any.

**Other:**

- i) Voting will be by a show of hands.
- ii) Observers may attend at the discretion of the Committee, but may not vote.
- iii) The quorum of the AGM shall be 8.
- iv) Notices of motion must be with the FOTSC Secretary seven days prior to the AGM

## **9. Legal and Financial**

- i) The financial year of FOTSC shall run from 1 July of each year and end on 30 June of the following year.
- ii) The Committee may open and manage bank accounts in the name of Friends of Taupo Swamp and Catchment Incorporated. Any expenditure from those accounts must be authorised by two of the FOTSC officers/committee who have prior authorisation by the Committee to do so.
- iii) FOTSC may only use money and other assets if:
  - it is for the purpose of FOTSC and
  - it is not for the personal or individual benefit of any member and
  - its use has been approved by the Committee.

iv) Any member of the FOTSC Committee may receive full reimbursement for approved expenses incurred in connection with FOTSC affairs.

v) FOTSC has no power to borrow money.

## **10. Common Seal**

i) The FOTSC secretary shall keep the common seal of the Society

ii) The common seal shall only be used by authority of the Committee. Every document to which the common seal is affixed shall be signed by the Chair and countersigned by the Secretary or other Committee member.

## **11. Dissolution**

i) FOTSC may be voluntarily wound up in accordance with Section 24 of the Incorporated Societies Act 1908.

ii) In the event of FOTSC being wound up, any assets and funds which are surplus after the payment of FOTSC's liabilities and expenses shall be utilised by being transferred to other local organisations with similar goals.

## **12. Altering the FOTSC Rules**

i) FOTSC may alter, add to, amend rescind or replace these Rules at a FOTSC AGM by a resolution passed by a two-thirds majority of those members present

ii) At least 14 days before the AGM at which any Rule change is to be considered the Secretary shall give to all Members written notice of the proposed motion, the reasons for the proposal, and any recommendations the Committee has

iii) When a Rule change is approved by an AGM no Rule change shall take effect until the Secretary has filed the changes with the Registrar of Incorporated Societies (and to Charities Services if appropriate)