

AIR NEW ZEALAND RETIRED STAFF CLUB (NORTHERN)

RULES

1. Objectives
 - a. To retain contact with Air New Zealand, to arrange voluntary welfare services to all members, to negotiate discounts on various commodities as a body; to organise social functions, tours etc. and to liaise with any other similar body as may be necessary.
 - b. To acquire, undertake and carry out the whole or part thereof of any activities for the Club as authorised.
 - c. To give support to AIR NEW ZEALAND in whatever way possible.
 - d. To do all such things as are incidental to the attainment of any of the above mentioned objectives.
2. The name of the club shall be:
"AIR NEW ZEALAND RETIRED STAFF CLUB NORTHERN"
3. Membership Eligibility
 - a. **Full membership** shall be open to all former staff of the Air New Zealand group of companies:
 - i. Who have retired in accordance with the Company's rules for retirement.
 - ii. Or who without fault, have resigned from the Company.
 - b. **Associate membership** of the club shall be automatically granted to the spouse/partner of a Full member. Associate members are able to enjoy all the activities that the club offers but shall not have voting rights.
 - c. Associate members may remain as Associate members after the death of their spouse/partner for as long as they renew the annual membership subscription.
 - d. Any member who resigns in writing or whose subscription is more than one year in arrears shall be deleted from the membership list.
4. Life Membership
 - a. Is a one-time award that recognises outstanding and meritorious service of enduring value to the Club by Full Members of the Club.
 - b. Life membership is available for up to 10 Full Members at any one time.
 - c. Nominations for Life Membership will be carefully considered by Officers & Members of the Management Committee and, if confirmed, will be formally notified to Club Members.
5. Membership Subscriptions
 - a. An annual subscription shall be fixed at the Annual Meeting each year and is due from the date of the AGM, or for new members, on the date of their enrolment.
 - b. Life members will not be required to pay an annual subscription.
 - c. Subscriptions will remain current until 1 July of the following year.

- d. If a member and their spouse/partner were both former employees of the Company, they may both join as Full Members with voting rights.
 - e. Associate members are not required to pay a subscription unless clause 3c applies.
 - f. If a member's subscription has lapsed, and they wish to retain membership, they must pay any subscriptions in arrears up to a maximum of three years.
6. Officers and Management Committee
- a. All officers and Management committee members shall be elected at the Annual General Meeting.
 - b. Officers of the Club shall be President, Secretary and Treasurer.
 - c. The office of President shall be a two year term from the date of election at the Annual general Meeting.
 - d. The Management Committee shall consist of up to 10 Full members.
 - e. In addition to (d) above, the immediate past president shall remain a committee member.
 - f. A member of the Management Committee may lose their seat on the committee if they:
 - i. are absent from three or more meetings in one year without good reason being given.
 - ii. are found not to be a financial member.
 - iii. wish to resign from the position before the next AGM.
 - g. Should a vacancy occur during the committee's term of office, they may at their discretion appoint a person to fill the vacancy or continue to function below full strength.
 - h. An honorary Financial Reviewer may be appointed at the Annual General Meeting.
 - i. Personal Benefit/ Employment - As a not-for-profit organisation, the officers and members may not receive any distributions of profit or income from it. This does not prevent officers or members:
 - receiving reimbursement of actual and reasonable expenses incurred, or
 - entering into any transactions with the organisation for goods or services supplied to or from them, which are at arms length, relative to what would occur between unrelated parties.Provided no officer or member is allowed to influence any such decision made by the organisation in respect of payments or transactions between it and them, their direct family or any associated entity."
7. Financial
- a. The Club will maintain a bank account to receive all funds and pay all accounts.
 - b. In addition to (a) above the Club may invest its funds at its discretion.
 - c. There shall be THREE club members authorised as account signatories including the Treasurer who will be authorised to operate the online account alone.
 - d. The Treasurer's report will include a copy of current bank account transactions and shall be presented for approval at each Management Committee meeting or as required.
 - e. A statement of accounts will be prepared each year showing the Club's receipts, expenditures, liabilities and assets for the previous year, from the first day of April to the 31st of March the following year.
 - f. The accounts will be reviewed by the appointed Financial Reviewer before being presented at the AGM.

8. Meetings

- a. The Annual General Meeting will be held during the period 1 April to 30 June each year, at which a quorum will consist of 5% of Full financial members. The following will be on the agenda of this meeting:
 - i. Minutes of the last Annual General Meeting.
 - ii. Statement of accounts for previous year.
 - iii. President's report
 - iv. Rule changes (if any). Rule 12 applies
 - v. Election of Officers and Management Committee.
 - vi. Set the annual subscription
 - vii. General Business.
- b. In addition to the Annual General Meeting of the Club, the Committee may call a Special General Meeting for any reason, at its discretion.
- c. The Management Committee must call a Special General Meeting within one month of receiving a written request by not less than 10% of the current financial members. The written request must state the matter/s to be discussed.
- d. Members shall be given at least 10 days notice of a meeting. The notice must state the date, time and venue of the meeting, also matters for discussion, where appropriate.
- e. The Management Committee may call an emergency meeting in cases of serious matters arising which affect the Club. In such cases as much notice as possible must be given, but normal notice provisions may be waived.
- f. If it is not possible for club members to gather together to attend an Annual General meeting or a Special General Meeting for any reason, then the Committee will email all Club Members with the specific Proposals and Motions to be voted on. Votes can then be emailed back for checking of quorum, majority vote and acceptance by the committee, then handled as required.

9. Management Committee Meetings

- a. The quorum for a Management Committee meeting shall be 50% of committee members.
- b. Minutes of Management Committee meetings will be presented to the next Management Committee meeting for approval. The Chairman will sign and date all minutes so approved.

10. Conduct of Meetings

- a. The President or a person elected by the meeting will preside over all meetings and shall be responsible for the orderly conduct of the meeting. In the event of a meeting becoming uncontrollable the Chairman may at his/her discretion, close the meeting.
- b. Practical considerations impose a time constraint on all meetings, however the object is to obtain a fair cross-section of opinion of the subject under consideration.
- c. Proposals may be put before any meeting by a full financial member and all proposals must be seconded by another full member. Only full financial members may vote at any meeting.
- d. The Chairman will have absolute discretion over the conduct of meetings.
- e. The Chairman will allow discussion of any item sufficiently to give reasonable indication of opinion. Each member may be restricted to speaking only once to each item or proposal under consideration, at the Chairman's discretion, except the proposer has a final right of reply before a vote is taken.
- f. At all meetings of the Club voting will be by simple majority.
- g. Once an item or proposal has been dealt with and the matter closed by the Chairman it shall not be re-opened for discussion except by vote of the meeting.
- h. A record of all meetings will be kept in the form of minutes.
- i. Minutes of an AGM will be presented to the next AGM for approval.

- j. Minutes of Special General Meetings will be presented to the next Special General Meeting for approval.

Note: An emergency meeting called under rule 8(e) Meetings - will be considered a Special General Meeting for the purpose of this Rule.

11. Winding up of the Club

“On winding up or dissolution of the organisation any surplus funds or assets shall not be paid or distributed to any members or individuals but shall be:

- applied to a purpose in line with the organisations objects, or
- given or transferred to another not-for-profit organisation.” so nominated at the special meeting called for the purpose of winding up the Club.

12. Rules of the Club

Rules of the Club may only be changed by Annual General Meeting or a Special General called for this purpose, but no addition to or alteration of the rules shall be approved if it affects

Clause 6 (i) Personal Benefit/Employment or

Clause 11 Winding up of the Club

No addition to, deletion from or alteration of the organisation’s rules shall be made which would allow personal pecuniary profits to any individuals.

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