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Send completed forms to: Companies Office, Private Bag 92061, Victoria Street West, Auckland 1142 or processing@societies.govt.nz

Certificate - Alteration of rules

Section 21 Incorporated Societies Act 1908

1. Name of society

SRI LANKA FRIENDSHIP SOCIETY WAIKATO INC.

2. Society number

CC43368

I certify that the alteration has been made in accordance with the rules of the society.

Name

Raj Pardeep Singh

Position

Barrister & Solicitor
Auckland

Signature

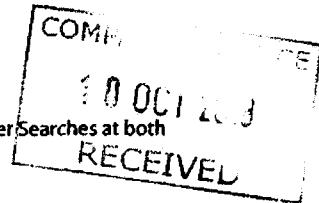
09 / 10 / 2018

3. Complete this checklist before filing your application

- This certification has been completed by an officer of or a solicitor for the society.
- A copy of the rule alteration(s) is attached. **NOTE** | This can either be a complete copy of the updated rules with the alterations underlined or in bold type, or a copy of the particular rule(s) that were altered.
- The copy of the alteration to rules has been signed by three members of the society.

For society name changes--

- This rule alteration also includes a name change for the society, and
- We have checked that the new name of the society is available by conducting Register Searches at both www.societies.govt.nz and www.companies.govt.nz.



What must be included in your rules?

Section 6 of the Incorporated Societies Act 1908 requires that a society's rules include the following:

- The name of the society (ending with the word Incorporated)
- The objects for which the society is established
- How people become members of the society and cease being members of the society
- How meetings of the society will be called and held and how voting will take place
- How officers of the society will be appointed
- Control and use of the common seal
- How the society's funds will be controlled and invested
- The powers (if any) that the society has to borrow money
- How any property of the society will be distributed in the event of the society being wound up
- How the rules of the society can be altered

4. Your contact details

Name and postal address
LEGAL ASSOCIATES
31 East Tamaki Road
Level 1, Papatoetoe
P.O. Box 23445, Hunters Corner
Papatoetoe, Auckland



UNDER THE INCORPORATED SOCIETIES ACT 1908

THE CONSTITUTION OF THE

SRI LANKA FRIENDSHIP SOCIETY WAIKATO INCORPORATED

1. Name

- 1.1 The name of the association shall be "Sri Lanka Friendship Society Waikato (Incorporated) - (from now on referred to in these rules as the "Society")
- 1.2 The registered office of the Society shall be the residence of the Secretary or such other place as determined by the Executive (refer clause 7.1)

2. Objectives

The objectives of the Society shall be:

- 2.1 To promote, uphold and celebrate the cultural heritage, values, and traditions of Sri Lanka
- 2.2 To promote the welfare of all members while engaging their expertise and skills for the betterment of the community
- 2.3 To organise and participate in cultural, social, sport and other activities; e.g. children's development, senior citizen's and adults welfare programs, to promote the unity and wellbeing of the Sri Lankan Community in New Zealand
- 2.4 To promote the welfare of new settlers by providing assistance to settle into New Zealand society
- 2.5 To support and participate in multicultural activities to promote goodwill and social harmony among the New Zealand Community
- 2.6 To support and affiliate with similar organisations throughout New Zealand to promote similar objectives.

3. Limitations

- 3.1 Issues, which are prejudicial or likely to violate ethnic or racial harmony, shall not be brought in to the business of the Society
- 3.2 Only persons authorised by the Executive shall have the power to make public statements on behalf of the Society. Such person/s appointed will be in line with clause 7.1.1
- 3.3 Members of the Society shall not take part nor support any terrorist activities

4. Membership

4.1 Foundation Members

Those persons who were present at the inaugural meeting held on 2 May 1994 at the Chinese Community Centre, Lewis Street, Hamilton and opted to be members and those persons who sought membership before 30 June 1994

4.2 Members

Any person aged 18 and over, of Sri Lankan origin (and /or their spouse) residing in the Waikato region at the time of applying for membership and agreeing to the rules of the Society, may seek membership. Such person shall make an application on the prescribed form to the Secretary, proposed and seconded by two members of the Society. Membership of the society is subject to the approval of the Executive

In the event of a change in the rules, those currently holding membership may remain, members, subject to the requirement of clause 6

4.3 Junior Members

A child or a dependent of a member, under the age of 18 is a junior member of the Society, without voting rights

Any other person of Sri Lankan origin under the age of 18 agreeing to the rules of the Society may seek junior membership of the Society without voting rights. Such person shall make an application on the prescribed form to the Secretary, proposed and seconded by two members of the Society. Membership of the Society is subject to the approval of the Executive

In the event of a change in the rules, those currently holding membership may remain, members, subject to the requirement of clause 5

4.4 Honorary Members

Honorary membership may be offered to individuals as determined by the Executive

The executive decision to offer Honorary Membership to anyone must be unanimous and subject to approval by the general membership at an AGM or SGM

4.5 Life Membership

Members may seek Life Membership of the Society, by making an application to the Secretary, on the specified form. Life Membership is subject to approval by the Executive

4.6 Associate Members

Associate membership is open to individuals who subscribe and demonstrate a commitment to the objectives and activities of the Society. Associate membership is subject to approval by the Executive. Associate members shall be entitled to all the privileges of membership without voting rights

4.7 Membership Register

The Executive shall maintain a register, which could be electronic (e.g., Google Document format) or physical/manual, containing the details of all members and shall include their contact details, date of joining, and type of membership, and shall ensure the register is up to date at all times

4.7.1 If the Executive decides to maintain a physical/manual register, such register shall be handed over by the outgoing Secretary to the incoming Secretary at the Annual General Meeting

5. Membership Subscription

5.1 The annual subscription and life membership fee shall be decided at an AGM or SGM, and the decision shall be effective from the next financial year

5.2 Any member whose membership subscriptions are in arrears **as at 31 December** of the financial year **(starting 1 July)**, shall cease to be a member, but may be reinstated by the Executive on payment of the arrears or any other suitable arrangement agreed with the member concerned

5.3 The Executive reserves the right to waive the membership fee taking into account the personal circumstances of a member in a given situation

6. Cessation and Suspension of Membership

6.1 Membership may cease by voluntary resignation of membership by written notice to the Secretary

6.2 The Executive Committee shall have the power to suspend any member, whose conduct is prejudicial and in violation of the rules and interests of the society

6.3 The Executive Committee shall inform the member in writing of its intention to suspend and shall invite the member to explain his/her actions in writing or in person

6.4 A member who has been suspended may be expelled from the society by a majority decision of the membership

6.5 The member shall be advised in writing of the final decision

7. The Executive

7.1 The administration of the affairs of the Society shall be vested in an Executive Committee (referred to in these rules as "Executive") consisting of the President, Vice President, Secretary, Treasurer, Immediate Past President and not more than eight committee members

7.1.1 The Executive may appoint from among the Executive, a Spokesperson (for purposes as envisaged in Clause 3.2). There shall also be provision for the Executive to appoint a Media Coordinator, Assistant Secretary, and an Assistant Treasurer from among the Committee Members

7.2 Duties of Office Bearers

The Executive Committee at its First Committee Meeting shall allocate duties to office bearers and committee members, consistent with the Rules of the Society. Such duties shall be as described in the Schedule

7.3 Duration of Service of the Executive

At each Annual General Meeting, all members of the Executive shall retire but shall be eligible for re-election. No member shall hold the same office bearer for more than two consecutive years

7.4 Conduct of the Executive

7.4.1 All decisions of the Executive shall be by a majority vote. In the event of an equality of vote, the President shall have a casting vote, that is, a second vote

7.4.2 Collective decisions of the Executive shall be binding on all members of the Executive, and the confidentiality of any decisions taken shall be strictly ensured by all members of the executive.

8. Election of the Executive

8.1 To be eligible for election, a candidate's membership subscriptions should be up to date. Nominations for all Executive Committee positions, except that of Immediate Past President, shall be sent to the Secretary, at the latest, one (1) day before the Annual General Meeting. All nomination forms for office bearers are to be signed by the nominator and seconder and by the candidate standing for the nomination

8.2 In the event of no nomination received for any position on the Executive Committee, Nominations shall be received from the floor at the AGM

8.3 The House may appoint a pro tem chairman to conduct the elections

8.4 In the event of the number of nominations exceeding the number of vacancies, Election shall be by secret ballot

8.5 The Executive is authorised to fill vacancies in the Committee, by co-opting members of the society, during its term of office

9. Communication

All official communication to the membership shall be done through the Official Email Address of the society and/or by web text messages through the official website of the Society by the Secretary, or by the Assistant Secretary as necessary. In the absence of the Secretary and Assistant Secretary only the President shall have access to the Official Email account of the Society and the web texting facility for purposes of communication with the membership

9.1. A Post Office Box (PO Box) in the name of the "Sri Lanka Friendship Society Waikato Incorporated" shall be maintained for correspondence

9.2 If any other address is to be adopted such address shall be decided preferably at the First Committee Meeting and recorded in the Minutes

9.3 All communication by Executive members on all official matters shall be copied/notified by email to the Secretary

10. Operation of Social Media

10.1 The Executive may establish and maintain an Official Website and social media accounts and channels for the benefit of the membership and the society at large

10.2 Any updates, alterations, and changes to the Official Website and social media accounts shall be done only by a unanimous authorisation of the Executive

10.3 The Executive may establish and maintain an Official Community Radio Station by the Broadcasting Laws and Regulations of New Zealand adhering to the Objectives and Limitations as per Clauses 2 and 3 respectively

10.4 The content of the broadcasts of any such radio station shall be by unanimous authorisation of the Executive

10.5 It shall be the duty of the Media Coordinator (clause 7.1.1) to oversee and coordinate the operations of the media

11. Meetings

11.1 Annual General Meeting

11.1.1 The Annual General Meeting shall be held within Three (3) months of the end of the Financial Year (clause 12.1)

11.1.2 The Executive Committee shall decide the date, time and venue of the AGM

11.1.3 A written notice of the Annual General Meeting Shall be issued by the Secretary to all members at least (14) fourteen days before the meeting where participation will be preferably limited to eligible financial members

11.1.4 The quorum for the AGM shall be Thirty percent (30%) of the members.

11.1.5 If on the day of the AGM, a quorum is not present, then the meeting shall be adjourned for thirty minutes. The President shall reconvene the meeting again after a lapse of thirty minutes. If a quorum is still not present, the members present shall have the power to proceed with the business of the day but shall not have the power to alter the "RULES" of the society.

11.1.6 The Annual General Meeting shall:

- Receive apologies
- Receive and adopt the minutes of the previous AGM
- Receive and adopt the Annual report from the Executive Committee
- Receive and adopt the audited statements of accounts, and any other financial reports which have already been adopted by the Executive Committee

- Elect office bearers
- Appoint an Auditor
- Consider any motions, resolutions or other business provided (7) seven days' notice of such motion or resolution has been given to the Secretary

11.1.7 At the annual general meeting the Chairperson shall be the President or in his/her absence the Vice President or if both are absent the meeting may elect a Chairperson. All questions and resolutions submitted to the meeting shall be decided by CONSENSUS. When a consensual decision cannot be reached, a simple majority of votes shall determine a decision (except as in rules 15.3, 18.2 and 18.3)

11.2 Special General Meetings (SGM)

11.2.1 A SGM shall be convened at any time by the Executive Committee or by a requisition signed by at least thirty percent (30%) of the members

11.2.2 The Secretary shall give written notice of the SGM including the venue, date, time and agenda to the members at least seven (7) days before the meeting where participation will be preferably limited to eligible members.

11.2.3 The quorum for an SGM shall be thirty percent (30%) of the members

11.2.4 If on the day of the SGM a quorum is not present, then the meeting shall be adjourned for thirty minutes. The President shall reconvene the meeting again after a lapse of thirty minutes. If a quorum is still not present, the members present shall have the power to proceed with the business of the day but shall not have the power to alter the 'Rules' of the society

11.2.5 No other business other than that notified to the members in the agenda, shall be discussed at the SGM

11.2.6 At the SGM the Chairperson shall be the President or in his absence the Vice President, or if both are absent the meeting may elect a Chairperson. All questions and resolutions submitted to the meeting shall be decided by CONSENSUS. When a consensual decision cannot be reached, a simple majority of votes shall determine a decision (except as in rules 15.3, 18.2, and 18.3)

11.3 Executive Committee Meetings (ECM)

11.3.1 The ECM shall meet at such times and places as the need arises. The Executive shall decide the venue of such meetings

11.3.2 The quorum for ECM shall be five (5) members of the Executive in person and shall include the President, the Vice President or the Secretary

11.3.3 At the ECM the Chairperson shall be the President or in his absence the Vice President, or if both are absent the meeting may elect a Chairperson. All questions and resolutions submitted to the meeting shall be decided by CONSENSUS. When a consensual decision cannot be reached, a simple majority of votes shall determine a decision (except as in rules 4.4 and 7.4.1)

11.4 Voting powers

Any member aged 18 or over, who subscribes to the objectives of the society and whose subscription is up to date at the time of voting and is present at either an Annual General Meeting or Special General Meeting shall be entitled to one vote, to be exercised by a show of hands or by ballot. Voting by proxy on a form authorised by the executive shall also be permitted

11.5 Point of Order

If a member thinks the rules or standing orders are not followed correctly, he or she may raise a 'point of order,' and the chairperson must deal with it immediately

12. Finance

12.1 The financial year of the Society shall close on 30th of June each year

12.2 All finance required for any activity within the Objectives in clause 2 will be provided by the Society with the concurrence of the Executive

13. Control and Use of Funds

13.1 An account shall be kept with such Bank as may be decided upon by the Executive, into which the funds of the Society shall be paid, and upon which cheques shall be drawn for the payments of accounts on the authority of the Executive

13.2 The Executive Committee shall approve all expenses before payment. The Executive shall decide the petty cash imprest limit

13.3 The Treasurer may settle incidental expenses from the petty cash imprest

13.4 The Treasurer shall bank all funds received or collected by the Society within seven (7) days of receipt

13.5 All funds raised through fundraising event shall be disclosed to the membership by email within seven (7) days of the completion of such fundraising activity

13.6 The Treasurer shall issue receipts for all funds received by the Society

13.7 All cheques and electronic transactions shall be signed/authorised by the President, Vice President or Secretary and countersigned/authorised by the Treasurer

13.8 In the absence of the treasurer, for a transaction envisaged in 13.7, any two authorised shall be able to sign/authorise provided that the Treasurer is informed in writing

13.9 Executive Committee may invest surplus funds in the name of the Society and shall have the power to decide the nature of such investment

14. Borrowing Powers

14.1 The Society shall in addition to the powers vested in it have the power to borrow or raise money from time to time upon such terms and in such a manner as shall seem fit

14.2 The Executive Committee shall have no power to borrow money on its own accord but may do so after a decision by the Society. The reason for borrowing money, the amount to be borrowed, and the terms of borrowing should be approved by the General Membership

14.3 The Executive Committee may raise money through fundraising activities for the benefit of the Society and shall not undertake activities likely to cause financial losses to the Society

14.4 No member of the Society nor 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 that member or associated person, of any income, benefit or advantage whatsoever. Any such income paid shall be reasonable and relative to that which would be paid in an arm's length transaction (being open market value). The provision and effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this document

15. Alterations to rules of the Society

15.1 No addition, alteration or recession of the rules shall be approved if it affects the non-profit aims, pecuniary profit or the winding up clause. The provisions and the effects of this clause shall not be removed from this document and shall be included and implied into any document replacing this document

15.2 The AGM or SGM shall have the power to amend or replace the rules of the Society except Clauses 14.4, 15.1 and 18 unless otherwise required to meet the statutory obligation

15.3 A two-third-majority of the members' vote shall be needed to amend, or replace the Rules of the Society

15.4 Any proposed amendments or replacements to the Rules shall be circulated to the members at least fourteen (14) days before such SGM or AGM

15.5 Amended rules become effective after registration with the Registrar of Incorporated Societies

16. Auditor

An Honorary Auditor shall be elected at the Annual General Meeting

17. Common Seal

17.1 The Executive shall provide a Common Seal of the Society, which shall be held in the custody of the Secretary

17.2 The Seal shall only be affixed under the authority of the Secretary, and any such document (e.g., letters of recommendation and certificates) which bears the Seal shall be signed by the President or Vice President and countersigned by the Secretary

18. Winding up the Society

18.1 The Society may be voluntarily wound up after a resolution to this effect has been passed at a Special General Meeting, or at the AGM

18.2 For such a resolution to be passed, a two-thirds majority of members should vote in its' favour

18.3 If a resolution to wind up the Society is passed at a Special General Meeting (or AGM), a second Special General Meeting shall be called not earlier than thirty (30) days from the first meeting, to pass the resolution confirming the earlier decision to wind up the Society. A two-thirds majority of members should vote in favour of confirmation to wind up

18.4 In the event of winding up, the Society shall adopt a resolution as to how the Executive Committee shall deal with any assets and liabilities of the Society to give effect to clause 18.5

18.5 If upon winding up or dissolution of the Society there remains after the discharge of all debts and liabilities any property whatsoever; such property shall not be paid to or distributed amongst members of the Society. Such remaining property shall be given or transferred to some other charitable organisation or body, having objectives similar to the objectives of the Society. Any such organisation or body shall already be registered with the Charities Commission of New Zealand. Such a gift or transfer shall be determined, considering the resolution mentioned in 18.4, by members of the Executive at or before the time of dissolution. In the event of the Executive being unable to decide, the remaining property is to be distributed by order of the High Court of New Zealand

Handwritten initials and a signature.

SCHEDULE

1. Duties of the Executive, President, Secretary, and Treasurer

1.1 Duties of the Executive

Subject to the Rules of the Society the duties of the Executive shall include but not be limited to

- a) Administer, manage, and assist in the activities of the Society
- b) Execute the purposes of the Society, and utilise any funding or other assets to achieve those purposes
- c) Manage the Society's financial affairs, including approving the annual financial statements for presentation to the membership at the Annual General Meeting
- d) Set accounting policies in line with generally accepted accounting practices and principles
- e) Delegate responsibility and co-opt members where necessary
- f) Liaising with third parties, if need be, for the organising of events
- g) Ensure that all Members follow the Rules of the Society
- h) Decide the times and dates for meetings, and set the agenda for meetings
- i) Decide the procedures for dealing with complaints amongst the membership
- j) Set membership fees, including subscriptions and any levies

1.2 Duties of the President

The President's duties will include but shall not be limited to

- a) Ensuring that the Rules of the Society are followed
- b) Convening Meetings and establishing whether a quorum is present as per the rules
- c) Chairing Meetings, deciding who may speak and when
- d) Overseeing the overall operation of the Society
- e) Providing a written report on the activities of the Society at each Annual General Meeting

1.3 Duties of the Secretary

The Secretary's duties will include but shall not be limited to

- a) Recording the Minutes of Meetings
- b) Maintaining the Register of Members
- c) Holding the Register of Members, Inventory/Asset Register, and Seal
- d) Receiving and replying to correspondence as required by the Executive
- e) Advising the Charity Services/Registrar of Incorporated Societies of any changes as required by the Laws of New Zealand

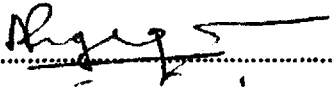
1.4 Duties of the Treasurer

The Treasurer's duties will include but shall not be limited to

- a) Keeping proper accounting records of the Society's financial transactions up to date and providing monthly statements to the Executive committee
- b) Preparing annual financial statements by NZ accounting standards for presentation at each Annual General Meeting
- c) Providing a financial report at each Annual General Meeting
- d) Forwarding the yearly financial statements of the Society to the Charity Services/Registrar of Incorporated Societies upon their approval by the Members at an Annual General Meeting
- e) Applying for funds and preparing accountability reports
- f) Solely hold the Society's checkbook.

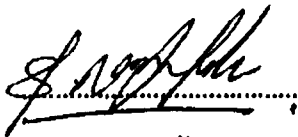
The preceding Rules were confirmed at a Special General Meeting of the Sri Lanka Friendship Society Waikato (Incorporated) called for the purpose and held on Saturday Sixth (6th) October 2018 at the Hillcrest Chapel Auditorium Hamilton.

Proposed by



President – Nihal Nugegoda

Jointly seconded by



Secretary – Sudheera Nanayakkara



Treasurer - Achini Perera

