

Constitution of AUCKLAND BANDS ASSOCIATION (Incorporated)

1. Name

1.1. The name of the Association shall be the Auckland Bands Association incorporated, herein referred to as the Association

2. Objects

2.1. The objects of the Association are as follows

2.1.1 To improve the quality of public performance by its members and so increase the public's understanding and appreciation of brass band music.

2.1.2 To foster and encourage the education of young people in the art of playing brass musical instruments.

2.1.3 To promote and advance the study of brass music.

2.1.4 Assisting selected charities.

2.1.5 For the purposes above to promote and conduct:

- i. Competitions for brass bands, individuals and groups; and
- ii. Master classes, seminars, workshops and schools.

3. Registered Office

3.1. The registered office of the Association shall be situated in the region of Auckland and shall be located at the address of the Secretary of the Association for the time being.

4. Membership

4.1. Any organisation desiring affiliation to the Association shall apply in writing to the Secretary and be elected by a majority vote at a General Meeting of the Association; and upon admission will be bound by the rules of the Association.

4.2. The Association may by majority vote refuse to admit any organisation to membership without being called upon to assign any reason for such refusal.

5. Annual Membership Subscription

5.1. The annual subscription of the Association shall be fixed at the Annual General Meeting ("AGM") and shall be payable in advance not later than two months after the AGM. An organisation becomes a member of the Association, once the annual subscription has been accepted.

6. Removing Membership from the Association

6.1. Any member shall cease to be a member of the Association in all or any of the following events:

6.1.1. The member shall have resigned in writing

6.1.2. The member shall be expelled from the Association

6.1.3. The member shall fail to pay its affiliation fee or other money due to the Association in accordance with the Association's rules, regulations or by-laws

6.1.4. A Special General Meeting ("SGM") may be called to remove any executive

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officer or committee member on the General Committee. The vote to remove any executive officer or committee member must be carried by a majority of those present.

7. Member Representation and Rights

7.1. Each member shall have the following:

- 7.1.1. The right to be notified of meetings held by the Committee. This includes the time, date, place and agenda of the meeting.
- 7.1.2. The right to a copy of the minutes of a meeting. A copy will be sent to all members.
- 7.1.3. The right to a copy of the Association's accounts as at the date of the latest meeting. A copy will be sent to all members.
- 7.1.4. The right to raise matters to be placed on the agenda for a meeting.
- 7.1.5. The right to attend Committee meetings. However, members do not have the right to vote at Committee meetings
- 7.1.6. Members also have the right to call a Special General Meeting to discuss and vote on any issue relating to the Association. This right shall be made in accordance with Clause 10.

8. General Committee

- 8.1. The General Committee shall consist of the elected executive officers and five other committee members.
- 8.2. The General Committee may set up sub-committees as necessary and shall choose the members of each sub committee.

9. Quorum

- 9.1. A quorum for any General Meeting shall be more than one-half of all members of the Association.
- 9.2. A quorum for Committee meetings shall be at least five.

10. Special General Meetings

- 10.1. The Secretary of the Association shall at any time on the authority of the President of the Association, or upon receipt of written request signed by the secretary of at least one member, call a SGM.
- 10.2. Such meetings shall be called not later than twenty-one days from the receipt of such requisition and not less than fourteen days written notice shall be given to the Secretaries of all members, such notice to specify the business to be submitted.

11. Annual General Meeting

- 11.1. The AGM of the Association shall be held no later than the 30th June of each year and shall be at such time and place as may be decided upon at a previous General Committee meeting.
- 11.2. The agenda shall include the following:
 - 11.2.1. Presentation and consideration of the President's report
 - 11.2.2. Presentation of Balance Sheet and Statement of Accounts
 - 11.2.3. Election of Officers
 - 11.2.4. Appointment of Honorary Auditor for the ensuing year
 - 11.2.5. Consideration of any resolution notice. Such notice must have been given in writing to the secretaries of each member and to the Secretary of this

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Association at least one month before the date of the meeting.

12. Notice of Annual General Meeting

- 12.1. Written notice of the time and place of the AGM shall be given to the Secretaries of all members at least six weeks before the date of the AGM.

13. Voting at the Annual and Special General Meeting

- 13.1. Voting at any General Meeting shall be limited to one vote for each member.
- 13.2. At all meetings, the Chairman of the meeting may, in the case of equal voting, exercise a casting vote as well as a deliberative vote.
- 13.3. All resolutions at any meeting of the Association shall be carry by a majority of those present who are eligible to vote.
- 13.4. Voting shall be by a show of hands unless any person present shall demand a ballot.

14. Election of Officers

- 14.1. At each Annual General Meeting the member organisations shall elect the following Officers until the next AGM:
 - 14.1.1. President (who shall become Chairman at future meetings)
 - 14.1.2. Secretary
 - 14.1.3. Treasurer
 - 14.1.4. Committee Members (five)
- 14.2. Members may nominate up to two persons for election into any of the above positions.
- 14.3. A person not nominated by a member organisation may not be elected into any of the above positions.
- 14.4. Other positions to be elected at the Annual General Meeting are as follows:
 - 14.4.1. Patrons
 - 14.4.2. Vice Patrons
 - 14.4.3. Honorary Auditor

15. Life members

- 15.1. Nominations for life membership must be submitted to the Secretary of the Association in writing not later than twenty-one days before the date of the AGM.

16. Management

- 16.1. The President, Secretary, and Treasurer shall have the duty to collect all subscriptions and other monies due to the Association, to keep all books of accounts and other records of the business of the Association, and to prepare and submit to the AGM a report, balance sheet and statement of accounts for the preceding year

17. Financial period

- 17.1. The financial period of the Association shall expire on the 31st day of March in each year

18. Common seal

- 18.1. The Common Seal of the Association will be held by the Secretary who shall be responsible for its safe custody and control.
- 18.2. Whenever the Common Seal of the Association is required to be fixed to any

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deed, document, or other instrument, the seal shall be affixed in the presence of the President and Secretary who shall sign the document to which it is affixed.

19. Cheques

19.1. All cheques shall be signed by any two of the President, Secretary, and Treasurer.

20. Payments to members

20.1. No member, or person associated with a member of the Association, shall derive any income, benefit, or advantage from the Association.

20.2. Notwithstanding the above, the Secretary and Treasurer shall be allowed such salary or honorarium as the General Meeting may decide.

21. Alteration to Rules

21.1. No existing rule shall be altered, repealed, or added without the consent of a majority of the members present at the AGM or a Special General Meeting called for that purpose.

21.2. No addition to, alteration or rescission of the "Payment to members" clause 20.1. or the winding up clause 23 shall be approved without the consent of the Inland Revenue Department.

22. Borrowing powers

22.1. The Association shall have power to borrow or raise money from time to time by the issue of debentures mortgage or any other security founded or based on all or any of the property and/or rights of the Association or without any such security and upon terms as the priority and otherwise as shall seem fit to the members in General Meeting who shall be entitled to exercise such power to borrow or raise money.

23. Winding Up

23.1. The Association may be wound up voluntarily if the Association in Special General Meeting passes a resolution requiring the Association to be wound up and the resolution is confirmed at a subsequent Special General Meeting called for that purpose and held not earlier than thirty days after the date on which such resolution so to be confirmed was passed.

23.2. Any surplus funds or property of the Association remaining after payment of all the Associations debts and liabilities shall be distributed or disposed of to a charitable organisation or charitable purpose as decided at the same meeting as the resolution providing for voluntary winding up of the Association.

23.3. No person as prescribed in clause 20(a) shall benefit from the distribution of surplus funds when the Association is dissolved.

24. Repeal

24.1. All previous rules of the Association are repealed.