

# CONSTITUTION OF THE LABOUR HISTORY PROJECT

## NAME

The name of the Society shall be the “LABOUR HISTORY PROJECT, INCORPORATED”

## OBJECTS

- To work actively to promote and encourage a greater and wider understanding of trade union and labour history in New Zealand.
- To work with other people and other organisations having an interest in recording the history of the trade union movement and labour history to ensure that permanent records are maintained and available to all researchers and students of history.
- To organize, or participate with other organisations, trade union and/or labour history workshops, seminars, exhibitions, or conferences from time to time.
- To do all such things as are incidental or conducive to the attainment of the above objects.

## INCOME, BENEFIT OR ADVANTAGE TO BE APPLIED TO THE OBJECTS OF THE LABOUR HISTORY PROJECT INCORPORATED

Any income, benefit or advantage will be applied to the objects of LHP. No member of LHP or any person associated with a member shall participate in or materially influence any decision made by LHP in respect of any 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 a fair and reasonable value).

## FINANCIAL ARRANGEMENTS

THE financial year of LHP will be from 1 April to 31 March the following year.

At the first meeting of the Management Committee following each Annual General Meeting, the Management Committee will decide by resolution the following:

How money will be received by LHP

Who will be entitled to produce receipts

What bank accounts will operate during the ensuing year, including the purposes of and access to accounts

Who will be authorised to sign bank account cheques and withdrawals

Policy concerning the investment of money by LHP, including what type of investment will be permitted.

## REGISTERED OFFICE

P O Box 27-425  
WELLINGTON

## COMMON SEAL

THE Common Seal of LHP will be kept in safe custody and control of the Secretary. When required, the Common Seal will be affixed to any document following a resolution of LHP, and will be signed by the Treasurer and on other person appointed by the Management Committee.

## GENERAL MANAGEMENT

THE general affairs of the Society shall be managed by a Management Committee (constituted as hereinafter provided) which shall be entitled to exercise all of the powers of the Society in General Meeting.

## MANAGEMENT COMMITTEE

THE Management Committee shall consist of no fewer than eight (8) elected members who are or will become Members of the Society on election. The Management Committee shall have the power to co-opt members. All co-opted Management Committee members shall serve until the date of the next General Meeting.

Members of the Management Committee shall be expected to attend all meetings of the Management Committee throughout the year unless otherwise given leave of absence by the Management Committee. Membership of the Management Committee may lapse at the discretion of the Management Committee if a member fails to attend three consecutive meetings, or is absent without leave on more than four occasions in the year.

Four Committee members present at a duly convened meeting of the Management Committee shall constitute a quorum.

A meeting of the Management Committee shall be convened by at least seven (7) clear days' notice delivered to its members. A majority of the members of the Management Committee or the Chairperson may convene a meeting of the Management Committee.

The Management Committee may from time to time and at any time appoint sub—committees and may refer any matter in its discretion with or without a term of reference for such period and subject to such conditions as the Management Committee think fit.

### **ELECTION OF MANAGEMENT COMMITTEE**

NOMINATIONS for the elected members of the Management Committee for the ensuing year shall be received at the Annual General Meeting.

The Members of the Management Committee for the ensuing year shall be elected at the Annual General Meeting. The elected members shall not assume office until after the Annual General Meeting.

### **CHAIRPERSON OF THE MANAGEMENT COMMITTEE**

THE Chairperson of the Management Committee shall be a member of the Management Committee and shall be elected by the Management Committee at its first meeting held after the Annual General Meeting of the Society. Such meeting shall be held within 6 weeks after the date of the Annual General Meeting. The Chairperson shall hold office until the next Annual General Meeting.

The Chairperson shall preside at all Management Committee Meetings and at the Annual General Meeting and at any Special General Meeting. The Chairperson shall supervise all meetings of the Management Committee and of the Society and shall rule on any points of order that may arise during any such meetings.

The Chairperson may vote on each issue before the Management Committee or the Annual General Meeting or any Special General Meeting. In the event of an equality of votes at a Management Committee Meeting the Chairperson shall have a second or casting vote.

If the Chairperson shall for any reason be absent from any meeting of the Management Committee or of the Society the members present (if constituted a quorum) shall elect one of their number to act as Chairperson for that particular meeting. In any such case the member so elected Chairperson shall have the same functions and powers as the Chairperson of the Management Committee if he had been present.

### **TREASURER**

THE Treasurer of the Society shall be appointed by the Management Committee and may be a member of the Management Committee.

The Treasurer shall take responsibility of all funds and property of the Society and shall keep a record thereof.

The Treasurer shall keep a record of all business transacted by or in the name of the Society and shall put before the Members of the Society a statement of accounts for the preceding year as soon as possible after the 31st day of March in each year. The statement shall be first audited by the Auditor of the Society, and presented at the following Annual General Meeting.

The Treasurer shall keep a record of all membership fees during each year.

ALL moneys received by or on behalf of the Society shall forthwith be paid to the credit of the Society in an account with such Trading Bank or Savings Bank as the Management Committee shall from time to time appoint.

### **SECRETARY**

THE Secretary of the Society shall be appointed by the Management Committee and shall be a member of the Management Committee.

### **MEMBERSHIP**

Applications for membership shall be in writing signed by the applicant to any General Meeting of the Society. Any such application may be approved or declined at the discretion of a majority of members at the General Meeting.

Any Union of workers may also be affiliated as a Member of the Society.

A person or Body Corporate accepted as Member shall have its or his/her name entered in the Register of Members of the Society by the Secretary upon the payment of the annual subscription of the Society.

Any member may resign from the Society upon giving notice in writing to the Secretary and that member's name shall thereupon be deleted from the Register of Members by the Secretary.

Any General Meeting of the Society by a majority vote may order that the name of any Member shall be deleted from the Register of Members.

Any member who fails to pay a membership fee for two consecutive years will be deemed, at the discretion

of the Management Committee, to have forfeited their membership of LHP.

### **MEMBERSHIP FEES**

EACH member shall pay to the Society such a membership fee as may from time to time be determined by a General Meeting.

The membership fee shall be payable upon the person or Body Corporate becoming a member of the Society.

### **GENERAL MEETINGS**

THE Annual General Meeting of the Society shall be held during the second quarter of each year. The date shall be fixed by the Management Committee and notice thereof posted to every member at least thirty (30) days beforehand by the Secretary. The Notice shall specify the nature of the business to be discussed and any proposed resolution.

The business shall be to receive and consider the report of the Chairperson for the previous year, to receive and consider the accounts for the previous year, to nominate the members of the Management Committee, to receive and consider any resolution put forward in the manner provided by these Rules and to transact any other business that may be legally brought forward.

A quorum for the Annual General Meeting shall be not fewer than ten (10) Members of the Society present in person.

A resolution put to the vote of the meeting shall be decided on a show of hands. Every member present shall have one vote. In the event of an equality of votes the chairperson shall also have a second or casting vote.

### **SPECIAL GENERAL MEETINGS**

THE Chairperson or Secretary shall call Special General Meetings of the Society if directed to do so by the Management Committee or upon the request in writing signed by at least ten (10) members of the Society who at the date of the receipt of the request shall be financial Members. The request shall specify the reason for calling the meeting.

In each case the Chairperson or the Secretary (as the case may be) shall appoint the date for the meeting and shall post a notice thereof to all of the Members of the Society at least seven (7) clear days before the date so fixed.

The notice to the Members shall specify the time place and reason for the meeting.

A quorum for the meeting shall be ten (10) members of the Society present in person.

A resolution put to the vote of the meeting shall be decided on a show of hands. Every member present shall have one vote. In the event of an equality of votes the Chairperson shall also have a second or casting vote.

### **POWERS INCIDENTAL TO THE AIMS AND OBJECTS OF THE SOCIETY**

The Society will have the following powers:

1. To use its funds as the Executive Committee. Reference source not found. thinks necessary or proper in payment of its costs and expenses, including the employment and dismissal of counsel, solicitors, agents, officers and staff, according to principles of good employment and the Employment Relations Act 2000 or any subsequent enactments.

2. To purchase, take on, lease or in exchange or hire or otherwise, acquire any real or personal property and any rights or privileges which the Executive Committee thinks necessary or proper for the purpose of attaining the objects of the Society and to sell, exchange, let, bail or lease, with or without option of purchase or, in any other manner, dispose of such property, rights or privileges.

3. To invest surplus funds in any way permitted by law for the investment of incorporated society funds and upon such terms as the Executive Committee thinks fit.

4. To borrow or raise money from time to time with or without security and upon such terms as to priority or otherwise as the Executive Committee thinks fit.

5. To carry on any business.

6. To do all things as may from time to time be necessary or desirable to give effect to and attain the objects of the Society.

### **ALTERATION TO RULES**

A motion for the alteration of the Rules of the LHP may be presented at either the Annual General Meeting of the LHP or at a Special General Meeting of the LHP called for that purpose. Any resolution altering the Rules must be carried by a two third's majority of the persons present at such General Meeting.

At least thirty (30) clear days' notice of any proposed Motion shall be given to all Members of the Society.

If any alteration to the Rules is passed it shall come into operation on the day after the alteration is registered

by the Registrar of Incorporated Societies.

Notwithstanding anything herein contained no alteration, addition amendment, or variation to those Rules shall be made which affects the exclusively charitable nature of the Society and in the event of a rescission of the Rules, new Rules which restore the charitable objects or purposes of the LHP shall thereupon be instituted.

#### **WINDING UP**

THE Society may be wound up voluntarily if the Society at a General Meeting of its Members passes a resolution requiring the Society so to be wound up and the resolution is confirmed at a subsequent General Meeting called together for that purpose and held no earlier than thirty (30) days after the date on which the resolution so to be confirmed was passed.

#### **DISPOSITION OF SURPLUS ASSETS**

ON the winding up or dissolution of the Society the surplus assets after payment of all costs debts and liabilities shall be distributed to such charitable organisation or charitable organisations having objects the same as or similar to those of the Society or which include in whole or in part the objects of the Society whose work is associated with that of the Society and upon and subject to such terms and conditions being terms and conditions as shall not render the objects of such organisation or organisations non-charitable as the winding up meeting, or, in the case of dissolution by the Registrar of Incorporated Societies, as the Registrar, shall determine.