# AIRCRAFT OWNERS AND PILOTS ASSOCIATION OF NEW ZEALAND

(AOPA NZ)

CONSTITUTION AND RULES
August 2026

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| 1. | This Constitution is to be read and interpreted in accordance with the Incorporated Societies Act 2022 (the Act) |
| 2. | The name of this incorporated society shall be "Aircraft Owners' and Pilots' Association (New Zealand) Incorporated" (the Association) |
| 3. | Objects of the Association<br><br>a) To encourage and promote aviation generally and to provide mutual benefit for the members<br>b) To promote the interests of private owners and pilots of aircraft;<br>c) To promote the formation of branches in New Zealand of this Association or sub-associations that have similar objects and to provide for their affiliation; and to establish bylaws for the purpose of regulating and controlling the use of the words "Aircraft Owners and Pilots Association" by any branch or sub-association. |
| 4. | Membership of the Association<br><br>The Association shall consist of members who have been accepted, elected or appointed in accordance with the Rules. |
| 5. | Application for Membership<br><br>i. The Committee shall determine the acceptance of membership applications in accordance with the Rules.<br>ii. A candidate's application for membership must be provided on an approved membership form and be signed by the candidate, and shall contain the candidate's full name, occupation and address.<br>iii. A member consents to becoming a member by completing an application of membership.<br>iv. A person who has been expelled or otherwise prohibited from joining the Association in accordance with the Rules may not become a member during the prohibited period, and an acceptance of membership by the Committee in error shall be invalid and unenforceable<br>v. On the acceptance of the new member, the Secretary shall notify the member, provide a copy of the Rules, and request payment of the applicable Entrance Fee and the first subscription to the Treasurer. No member shall enjoy any of the benefits or privileges of the Association until payment or part thereof, as the Committee has determined, has been made. |
| 6. | Classes of Members<br><br>Members shall be divided into the following classes<br>a) Pathway Members<br>b) Ordinary Members<br>c) Family Members<br>d) Life Members<br>e) Complimentary Members |
| 7. | Membership Class Criteria<br><br>a) **Pathway member**<br>Any person aged between 15 - 30 years of age wishing to join the Association will be provided an affordable pathway to membership to encourage younger members to join.<br><br>The annual fee for Pathway Membership will be set at 20% of the standard Individual Membership fee.<br><br>Pathway Membership has the following rights and obligations:<br>• full access to the AOPA NZ website, electronic communications and digital editions of the Approach magazine.<br>• be eligible to purchase AOPA NZ products and services at member-discounted rates.<br>• be able to attend AOPA NZ events<br>• Pathway Members will not be eligible to vote. |

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| | b) **Ordinary Member**<br>Any person who wishes to join the Association and has an interest in the objects of the Association.<br><br>c) **Family Member**<br>Family Members shall comprise of the immediate spouse or partner of an ordinary member, plus any children under the age of 18 of the ordinary member, spouse or partner. Family Members shall not be liable for an entrance fee and shall pay an annual family subscription as determined by members at the Annual General Meeting. The spouse or partner of an ordinary member shall be entitled to all the privileges of an ordinary member (including voting rights). The spouse or partner of an ordinary member shall consent to becoming a member in the ordinary member's application for membership or by other means (including electronic means). Children shall have no voting rights but shall be supplied a name badge and can attend functions if accompanied by either of the adult family members.<br><br>d) **Life Member**<br>A Life Member is elected at an Annual General Meeting by a majority vote of those present, upon recommendation to the Committee. Any Life Member shall be entitled to all privileges of an Ordinary Member (including voting rights) but shall not be liable to pay entrance fees or annual or other subscriptions or levies. The term of this election shall be for the life of that person. Life membership shall extend to the spouse or partner if they were a Family Member before life membership was conferred. An eligible spouse or partner shall consent to becoming a member at the Annual General Meeting where the Life Member is elected or by other means (including electronic means).<br><br>e) **Complimentary Member**<br>Any person who wishes to participate in AOPA activities on a temporary basis may apply for complimentary membership which shall be granted at the executive committee's discretion. Complimentary membership may be for a defined period and such membership carries no voting rights |
| 8. | Subscriptions and Membership Rights and Privileges<br><br>i. Members at the Annual General Meeting shall determine the annual subscription, which may be set at different rates for different classes of membership. The annual subscription is due on 01 January each year and shall be for the calendar year commencing on that date.<br>ii. A member on joining the Association shall comply with the Rules of the Association and only then, is entitled to enjoy the privileges of the Association. Non-financial members are not entitled to attend General Meetings, and must be excluded from a quorum or vote held at a General Meeting of the Association.<br>iii. If any member fails to pay the annual subscription within six months of it becoming due, the Committee shall have the power to remove their name from the list of members, however they shall remain liable for the amount of their annual subscription. |
| 9. | Membership Fee<br><br>Ordinary members when accepted shall pay a membership fee as determined from time to time by the members at the Annual General Meeting. |
| 10. | Cessation of Membership<br><br>i. A member may resign their membership by giving notice in writing to the Secretary, and by paying any subscription or fees due by the member, as determined by the Committee. A member who resigns prior to the Annual General Meeting shall not be liable for an annual subscription for that calendar year, provided they do not use the facilities of the Association between the beginning of that calendar year and the date when the member's resignation has been accepted by the Committee.<br>ii. Unless otherwise determined by a majority resolution of the Committee, any member who fails to |

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| | pay any subscription or fees for six (6) months after they have become due will be deemed to have resigned their membership.<br>iii. A member ceases to be a member on death. The cessation of their membership is effective from the date of death.<br>iv. The Committee may by a majority resolution remove a member from membership if the member has been convicted of a criminal offence which, in the opinion of the Committee, makes their membership in the Association undesirable.<br>v. After following the dispute resolution procedures set out in this Constitution, the Committee may decide by passing a resolution of not less than two-thirds (2/3) to terminate a member's membership if the member has: breached this Constitution, the Association's bylaws, or the Incorporated Societies Act 2022; or engaged in misconduct which has brought the Association into disrepute or makes their membership in the Association undesirable.<br>vi. Unless otherwise determined by a majority resolution of the Committee or otherwise provided in this Constitution, a member whose membership has ceased in accordance with this Constitution will remain liable to pay all subscriptions and any other fees due up until the end of their membership.<br>vii. A member expelled in accordance with this clause may not become a member of the Association in any capacity, for a minimum period of twelve months, and any application received shall be rejected by the Committee. Any such application accepted in error shall be invalid and unenforceable. |
| 11. | General Meeting<br><br>i. All members shall be given notice of any General Meeting of the Association by electronic means where possible, and/or by post, at least seven days prior to any meeting. Accidental failure to give notice to any member by any means shall not invalidate the meeting.<br>ii. The Annual General Meeting shall be held no earlier than 31st January and no later than 31st March each year. Notice of such meeting and a copy the Annual Report and Balance Sheet for the year ended on 31st December immediately prior to the meeting, shall be provided or made available, to members at least seven days before such Meeting.<br>iii. A Special General Meeting shall be convened whenever at least 40 members request it in writing or the Committee considers it necessary or more than half of the Committee are prevented from voting on a matter at a Committee meeting because they are interested in the matter within the meaning of section 62 of the Incorporated Societies Act 2022. At all General Meetings the quorum shall be forty members.<br>iv. At General Meetings the President, or if absent the Vice President, or in their absence any other person appointed by the meeting, shall preside and act as Chairman of the meeting. The Chairman shall have a casting as well as a deliberative vote.<br>v. Except as provided in Rule 11(vi) and Rule 11(viii), the only business to be considered at a General Meetings shall be that which is specifically referred to in the notice of that meeting.<br>vi. A general meeting may also consider other business, which is brought to attention, provided no less than 80% of members present and eligible to vote consent and provided that no resolution may be passed except in accordance with Rule 21(b)<br>vii. General Meetings may be conducted by telephone conference, video conference or any similar means of electronic, audio or audio-visual communication, provided that the members can hear each other well enough to follow the discussion throughout the meeting. For the purposes of establishing a quorum and voting on any matter to be decided or business to be transacted as a General Meeting, a member attending in accordance with the provisions of this Rule 10(h) will be deemed to be present at the meeting.<br><br>At all Annual General Meetings the Committee must present:<br>viii. an annual report on the operations and affairs of the Association during the most recently completed accounting period;<br>ix. the financial statements of the Association for that period; and<br>x. Notices of the disclosures, or types of disclosures, made under section 63 of the Incorporated Societies Act 2022 (disclosure of interests) during that period (including a brief summary of the matters, or types of matters, to which those disclosures relate). |

12. Officers and Committee

Number of Committee Members

i. The Association shall be managed by a Committee comprising a minimum of seven (7) and a maximum of ten (10) members qualified in accordance with the Act, including a President, Vice-President and Secretary. All of the Committee must be Members of the Association

Election of Officers

ii. The President and 3 committee members:
- One (1) from the North Island;
- One (1) from the South Island; and
- One (1) from either the North Island or the South Island,

are to be elected each year by the members at an annual general meeting.

iii. To be nominated for President, the nominee must be a paid up Members of the Association.

iv. Following an Annual General Meeting, the newly elected Committee will decide by majority resolution who from among them will hold the roles of Secretary and Vice-President. The Secretary and Vice-President may be appointed from the newly elected Committee Members annually, and will hold office as Secretary and Vice-President for one (1) year.

Committee Members Term in Office

v. Subject to clause 12(ii), each Committee Member's (excluding the President) election and tenure shall be subject to the following:
   a. Committee Members shall be elected for a term of three (3) years;
   b. In order to achieve a rotation of three committee members annually the sitting executive will decide amongst themselves which three committee members will be retired on completion of 1, 2, and 3 year terms.
   c. a retiring Committee Member who wishes to continue in their role as a Committee Member may restand for election in accordance with these rules without any limitations.

The election of Committee Members will be conducted in the following manner:

vi. Nominations for Committee membership, alongside nomination for President, duly signed by the nominator, the seconder and by the nominee, and accompanied by their consent written in the appropriate form, are to be submitted to the Association Secretary not later than seven days prior to the Annual General Meeting. Nominator and Seconder must be paid up Members of the Association.

vii. Notices given to the Committee under this clause must contain sufficient detail required by the Committee including the nominated Members full name and the position or positions on the Committee they are seeking to be elected for;

viii. If there are insufficient nominations received for Committee vacancies, the Committee may adopt other processes at the General Meeting to fill the vacancies, including accepting nominations from the floor;

ix. The Committee shall appoint the Secretary for such term as they see fit and shall determine the remuneration (if any) to be paid and their respective duties.

Appointment of Committee Members

x. Any vacancy in the Committee occurring during the year shall be filled by appointment by the Committee, which will endeavour to appoint replacements, so that a North Island member will replace a North Island Committee Member, and a South Island Member will replace a South Island Committee Member. Subject to clv(c) the Committee Member appointed shall hold office until the following AGM.

xi. Where there are less than the minimum number of Committee Members required by clause 12(i), the Committee may appoint additional Committee Members from the Members of the Association, who will then be eligible for election at the next General Meeting.

xii. If at any time there are less than the minimum number of Committee Members, the Committee may carry out essential matters but may not undertake any action or make any decision until the number of Committee Members is increased to the minimum number PROVIDED THAT the

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| | Committee (once it has the minimum number of Committee Members required) may ratify and confirm any earlier action or decision purported to have been taken or made by or on behalf of the Association while the Committee was composed of less than the minimum number of Committee Members required by clause 12(i) |
| 13. | Cessation or Removal of Committee Members<br><br>i. Committee Members will cease to hold office where a Committee Member:<br>a) resigns by giving prior written notice of their resignation to the Committee;<br>b) becomes disqualified from being an officer under section 47(3) of the Incorporated Societies Act 2022;<br>c) becomes disqualified to be a Committee Member of the Association in accordance with this Constitution; or<br>d) dies.<br><br>ii. Removal as a Committee Member will not equate to removal as a member of the Association.<br>iii. Should a member of the Committee be absent from three or more consecutive meetings of the Committee without leave, that member's seat is deemed to be vacant.<br>iv. If a member of the Committee is removed or otherwise resigns from the Association, the member shall be deemed to have vacated their position on the Committee with immediate effect and shall have no further right to appear at or participate in any meeting of the Committee. |
| 14. | Functions and Powers of the Committee<br><br>i. The Committee shall manage the affairs of the Association and have the power:<br>a) To make, alter and rescind Regulations that are not inconsistent with these rules, as may be required for the control of Association property,<br>b) To govern or control the conduct of Association events and the conduct of members at Association events, and as are considered necessary in the interests of members and the Association.<br>c) To collect, verify and publish information relating to Aviation generally and the interests of private owners and pilots of aircraft;<br>d) To cooperate and make arrangements or agreements with any other club or society with similar objects and to communicate any information that may be likely to promote the objects of the Association<br>e) To cooperate and make arrangements or agreements with Government or any other institution, board, society, club, committee or person for the promotion of the objects of the Association;<br>f) To purchase, lease, exchange, hire or otherwise acquire any personal property and any rights or privileges necessary for attaining the objects of the Association or promoting the interests of the Association and to sell, exchange, let, bail or lease or in any other manner dispose of such property, rights and privileges;<br>g) To collect subscriptions and other payments for the general purposes of the Association, and to invest or hold the moneys of the Association not immediately required in a bank account or upon such other securities as may be determined by the Committee<br>h) To make any regulations or by-laws or policies for the government of the Association and to do all such other acts or deeds to protect and further the interests of the Association, its members and pilots and private owners of aircraft generally;<br>i) To do all such lawful things as to further the objects of the Association<br><br>ii. Such Regulations shall be binding on every member until rescinded or set aside by a General Meeting.<br>iii. The Committee shall also have the power to make Policies regarding any of the matters in clause 14(i) or any such other matter as is considered necessary in the interests of members and the Association.<br>iv. The Committee has the power, in the corporate name of the Association, to enter into any agreement it may think necessary in the management of the affairs of the Association. |

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| | v. The Committee may, if it considers it necessary to perform its functions and powers or to assist in the performance of any of the functions of any officer of the Association, employ, contract or engage any person to advise, or to carry out any tasks or functions of the Association, except those which must be performed by a designated officer under the Rules.<br>vi. The Committee may appoint sub-committees to control the various branches of the Association's activities provided that every sub-committee shall contain not less than one member of the Committee. All sub- committees shall be subordinate to the Committee.<br>vii. The Committee shall regulate the conduct of its own meetings, and in particular, the Committee shall be free to determine when and how often to hold committee meetings and such meetings shall be notified to all members of the Committee by the President.<br>viii. The Committee shall determine at its discretion whether to authorise or invite any other person, including but not limited to any member of the Association, to attend any meeting or part meeting of the Committee, and notice shall be given to any such persons by the President.<br>ix. Nothing in this Constitution authorises the Association to do anything which contravenes or is inconsistent with the Act, any regulations made under the Act, or any other legislation. |
| 15. | Committee Meetings and Voting<br><br>i. Committee meetings require six members to be present in order to form a quorum.<br>ii. The President or in his or her absence, the Vice-President shall act as Chairman of the Committee or if they are both absent, the Committee shall elect a Chairman.<br>iii. At meetings of the Committee voting shall be by show of hands or by such other method as the Committee determines. The Chairman of the Committee shall have a casting vote, as well as a deliberative vote.<br>iv. Meetings of the Committee may be conducted by telephone conference, video conference or any similar means of electronic, audio or audio-visual communication, provided that the members of the Committee can hear each other well enough to follow the discussion throughout the meeting.<br>v. For the purposes of establishing a quorum and voting on any matter to be decided or business to be transacted as a meeting of the Committee, a member of the Committee attending in accordance with the provisions of this clause 15(iv) will be deemed to be present at the meeting. |
| 16. | Indemnity and Insurance<br><br>i. The Association shall, with the authority of the Committee, indemnify or obtain insurance for its Officers for liability (other than criminal liability) for a failure to comply with:<br>a) a duty under section 54 to 61 of the Incorporated Societies Act 2022; or<br>b) any other duty imposed on an Officer in their capacity as an Officer of the Association; and/or<br>c) costs incurred by an Officer for any claim or proceeding related to a liability under Rule 16(a) or (b).<br><br>ii. The Association may indemnify or obtain insurance for an Officer, member or employee of the Association in accordance with the Incorporated Societies Act 2022.<br>iii. In this clause 16 the term "Officer" is to be interpreted in accordance with section 5 of the Incorporated Societies Act 2022. |
| 17. | Secretary<br><br>i. The Secretary shall perform such duties in relation to the Association as the Committee require and shall be the Contact Person, conduct the correspondence, and have custody of the Common Seal, Title Deeds and other documents belonging to the Association.<br><br>ii. The Secretary must keep full and correct minutes of all Committee and General Meetings and shall produce them at all meetings.<br><br>iii. The Secretary must keep an up to date register of members, with each member's:<br>• full name;<br>• email address;<br>• postal address;<br>• phone number; |

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| | • the date on which they became a member;<br>• the name of any member who has ceased to be a member within the previous seven (7) years, and the date on which they ceased to be a member; and<br>• any other information required by the Committee.<br><br>iv. The Secretary must notify members of all General and Special General Meetings, as set out in clause 11(i). The Secretary shall present all accounts for confirmation and then submit to the Treasurer for payment. |
| 18. | Treasurer<br><br>i. The Committee shall open and maintain a bank account in the name of the Association. All moneys shall be paid to the Treasurer and receipt shall be sufficient discharge. The Treasurer must deposit all money received for the Association into the bank account in the name of the Association. All deposits may be made alone, and all payments from the Association by way of written authority must be signed by the Treasurer and one member of the Committee. Payments by electronic or direct debit authority must be authorised by the Treasurer and one committee member and recorded in minutes of the Committee.<br><br>ii. At the Annual General Meeting the Treasurer shall submit a statement of the Assets and Liabilities of the Association as at 31st December last preceding, together with an account of the Income and Expenditure for the twelve months ending 31st December. Both statements shall be subject to an independent financial review. The person who is to carry out the following years' independent financial review shall be appointed by a vote of members at the Annual General Meeting. |
| 19 | Registered Office<br><br>i) The registered office of the Society shall be at such place in New Zealand as the Committee from time to time determines.<br><br>ii) Changes to the registered office shall be notified to the Registrar of Incorporated Societies—<br>a) at least 5 working days before the change of address for the registered office is due to take effect, and<br>b) in a form and as required by the Act. |
| 20. | Contact Person<br><br>i) The Association shall have at least 1 but no more than 3 contact person(s) whom the Registrar can contact when needed.<br><br>ii) The Association's contact person must be:<br>a) At least 18 years of age, and<br>b) Ordinarily resident in New Zealand.<br><br>iii) A contact person can be appointed by the Committee or elected by the Members at a General Meeting.<br><br>iv) Each contact person's name must be provided to the Registrar of Incorporated Societies, along with their contact details, including:<br>a) a physical address or an electronic address, and<br>b) a telephone number.<br><br>v) Any change in that contact person or that person's name or contact details shall be advised to the Registrar of Incorporated Societies within 20 Working Days of that change occurring, or the Society becoming aware of the change. |

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| 21. | Voting<br><br>i. Voting at a General Meeting shall be on the following basis:<br><br>a) On any issue where a member has a conflict of interest within the meaning of section 60 of the Incorporated Societies Act 2022, that person shall declare their interest and shall not be entitled to participate in any vote on the issue.<br><br>b) On a vote held on an issue raised under clause 11(vi), clause 28, or clause 29, a majority of three-quarters of members present and eligible to vote shall be necessary for the passing of any resolution.<br><br>c) In any other cases all members may vote in accordance with the voting rights attributed to the member under clauses 7 and 8.<br><br>ii. Voting shall be decided on a show of hands unless a poll is demanded (before or on the declaration of the result of a show of hands):<br>a) By the Chairman; or<br>b) By at least three (3) members present in person.<br><br>iii. If a poll is duly demanded it shall be taken in such a manner as the Chairman directs and the result of the poll shall be deemed to be a resolution of the meeting. |
| 22. | Alteration of rules<br><br>i. No existing rule of the Association shall be altered or repealed, nor shall any new rule be added, without the consent of the majority of the members present at an Annual General Meeting and unless at least seven calendar days written notice of such proposed alteration has been given to members by the Secretary. All amendments to the Rules must be made in writing.<br><br>ii. The Committee may amend the terms of these Rules by a unanimous resolution of the Committee if the amendment:<br>a. has no more than a minor effect; or<br>b. corrects errors or makes similar technical alterations,<br><br>iii. No addition to or alteration of the aims, personal benefit clause or the winding up clause shall be made which affect the tax exempt status. The provisions and effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this document. |
| 23. | Personal benefit<br><br>No part of the funds of the Association is to be used or be available to be used for the private pecuniary profit of any member, proprieter, shareholder, beneficiary, or any of their associates. |
| 24. | Borrowing Powers<br><br>The Association may borrow money by way of Bank Overdraft or otherwise and may execute such Memoranda or Mortgage, or Securities over the Assets of the Association, as the Committee shall think fit. |

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| 25. | Custody and use of the Seal<br><br>i. The Association shall have a Common Seal, which shall be kept in the custody of the Secretary and shall only be affixed to documents at a meeting of the Committee, or affixed after being signed by at least three members of Committee.<br><br>ii. The use of the Common Seal by third parties is deemed acceptable if agreed in writing by at least three members of the Committee.<br><br>iii. Following reregistration in accordance with the Incorporated Societies Act 2022, the use of the Common Seal shall be optional and the Association may enter into contracts by three members of the Committee signing under the name of the Association and any other method approved by the Incorporated Societies Act 2022. |
| 26. | Notice to Members<br><br>Notices to members may constitute electronic or postal notice or both, as the context permits or requires. Electronic transmission to the last known email address, or postal notice to the last known physical address, shall be deemed to be sufficient notice to Members. |
| 27. | Disputes Resolution Procedures<br><br>i. Disputes between members or members and officers, shall be resolved in accordance with the principles of natural justice as set out in clauses 2 to 8 of Schedule 2 of the Incorporated Societies Act 2022 which are hereby incorporated into this constitution.<br>ii. Any member or officer who raises a complaint against any other member or Officer shall resolve the dispute pursuant to the Incorporated Societies Act 2022<br>iii. This section does not apply to the extent that other legislation may require a dispute to be dealt with in a different way. |
| 28. | Winding Up - Request For Removal From Register Or Liquidation Of Society<br><br>i. If at any time the Association becomes non-operational or it is desirable for the Association to be wound up and cease to operate, a resolution regarding the disposal of surplus assets (if applicable) must be made under clause 29 of this Constitution and under the power given to the Association in section 215 of the Act. The Society may then request to be removed from the register in accordance with section 176(1)(a) of the Act. A resolution authorising a request for the Association's removal from the register must be made in accordance with clause 28(iii) The resolutions described in this clause may be made at the same meeting of the Association.<br><br>ii. The Association may be put into liquidation by first resolving to appoint a liquidator in accordance with clause 29(c). A resolution regarding the disposal of surplus assets must then be made in accordance with clause 30.<br><br>iii. The Association may resolve to authorise a request for the Association's removal from the register or to appoint a liquidator in accordance with the provisions of Part 5 of the Act subject to the following modifications:<br>a) the Committee shall give twenty (20) Working Days' Notice of the General Meeting of all the Members at which the resolution is to be considered;<br>b) the Notice must include the matters required under section 228(4) of the Act; and<br>c) the resolution must be passed by a three-quarter (3/4) majority of the Members present and entitled to vote. |

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| 29. | Surplus Assets On Request For Removal From Register Or Liquidation<br><br>i. On a Member vote in accordance with clause 29(ii), any remaining portion of the Association's funds or the net proceeds arising from the sale of the assets of the Association must be applied, after payments of all liabilities, towards such [not-for-profit entities/charitable entities] in New Zealand whose purposes align with the Purposes of the Association as may be determined by a three-quarter (3/4) majority of the Members in accordance with 29(ii).<br><br>ii. A resolution providing for the disposal of the Association's surplus assets must be made in accordance with the provisions of Part 5 of the Act subject to the following modifications:<br>a) the Committee shall give ten (10) Working Days' Notice of the General Meeting of all the Members at which the resolution is to be considered;<br>b) the Notice must include the matters required under section 228(4) of the Act;<br>c) the resolution must be passed by a [three-quarter (3/4)] majority of the Members present and entitled to vote; and<br>d) the resolution must set out which [not-for-profit entities/charitable entities] the Association's surplus assets shall be applied to in accordance with clause 30(a).<br><br>iii. To be clear, a resolution under this clause 29 may be made at the same General Meeting as a resolution under clause 28. |
| 30. | Records of Committee and Association<br><br>i. All records pertaining to the management and governance of the Association belong to the Association and must not be retained or used by any member for any unauthorised purpose.<br><br>ii. All members of the Committee must return to the Secretary of the Association, or destroy as the case requires, all information relating to the business of the Committee upon ceasing to hold office as a member of the Committee<br><br>iii. All members agree as a condition of membership that any confidential information pertaining to the Association must be returned to the Secretary of the Association and/or destroyed as the case requires, upon a member ceasing to belong to the Association or in any other case when requested to do so |

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| 31. | Access to and privacy of member information<br><br>i. Members of the Association acknowledge and accept that:<br><br>a) A register of members and annual accounting records are required to be kept and made available for inspection by the Registrar of Incorporated Societies;<br>b) The Association shall update its register of members as soon as practicable after becoming aware of changes to the information recorded on the register.<br>c) The Secretary and Committee of the Association may use the postal and email address details of members for the purpose of notification of meetings and for sending out Association Newsletters and other information;<br>d) The Secretary may distribute information about candidates to members during the course of Committee elections;<br>e) The Association maintains a members directory containing postal and email address details and telephone numbers for members. All members are deemed, unless there is express instruction to the contrary, to agree to this information being included in the directory which is available to all members of the Association;<br>f) Should any member wish for some or all of their contact information to remain confidential to the Committee and Secretary, the member must notify the Secretary on joining the Association and/or each year thereafter when the member renews his or her membership of the information that the member does not wish to have included on the membership directory. While all reasonable endeavours will be made to exclude such information from the directory, all members accept that, by virtue of their membership of the Association, their contact details may become known to other members of the Association and that use of such information by other members may extend beyond the control of the Committee;<br>g) Use of member's personal information about members by the Secretary and Committee of the Association will otherwise, to the extent consistent with these rules, be governed in accordance with the Privacy Act 2020. |
| 32 | Interpretation of Rules<br><br>The decision of the Committee on the interpretation of the Rules or any matter not contained in these Rules, but pertaining to the Association or its property or interests, shall be conclusive and binding on all members unless revoked at a General Meeting. |
| 33 | Governing Law<br><br>'This Constitution shall be governed, construed and enforced in accordance with the Incorporated Societies Act 2022 and any other relevant New Zealand Legislation. |
| 34 | Definitions<br><br>In this Constitution, unless the context requires otherwise, the following words and phrases have the following meanings:<br><br>'Act' means the Incorporated Societies Act 2022 or any Act which replaces it (including amendments to it from time to time), and any regulations made under the Act or under any Act which replaces it.<br><br>'Administrator' means Secretary<br><br>'Annual General Meeting' means a meeting of the Members of the Association held once per year which, among other things, will receive and consider reports on the Society's activities and finances. |

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| | 'Chairperson' means the Officer responsible for chairing General Meetings and committee meetings, and who provides leadership for the Association.<br><br>'Committee' means the Association's governing body.<br><br>'Constitution' means the rules in this document.<br><br>'Deputy Chairperson' means the Officer elected or appointed to deputise in the absence of the Chairperson.<br><br>'General Meeting' means either an Annual General Meeting or a Special General Meeting of the Members of the Association.<br><br>'Interested Member' means a Member who is interested in a matter for any of the reasons set out in section 62 of the Act.<br><br>'Interests Register' means the register of interests of Officers, kept under this Constitution and as required by section 73 of the Act.<br><br>'Matter' means—<br>a) the Association 's performance of its activities or exercise of its powers; or<br>b) an arrangement, agreement, or contract (a transaction) made or entered into, or proposed to be entered into, by the Association.<br><br>'Member' means a person who has consented to become a Member of the Association and has been properly admitted to the Association who has not ceased to be a Member of the Association.<br><br>'Notice' to Members includes any notice given by email, post, or courier.<br><br>'Officer' means a natural person who is:<br>a) a member of the Committee, or<br>b) occupying a position in the Association that allows them to exercise significant influence over the management or administration of the Association, including any Chief Executive or Treasurer.<br><br>'Register of Members' means the register of Members kept under this Constitution as required by section 79 of the Act.<br><br>'Secretary' means the Officer responsible for the matters specifically noted in this Constitution.<br><br>'Special General Meeting' means a meeting of the Members, other than an Annual General Meeting, called for a specific purpose or purposes.<br><br>'Working Days' mean as defined in the Legislation Act 2019. Examples of days that are not Working Days include, but are not limited to, the following — a Saturday, a Sunday, Waitangi Day, Good Friday, Easter Monday, ANZAC Day, the Sovereign's birthday, Te Rā Aro ki a Matariki/Matariki Observance Day, and Labour Day. |