

Manawatu Amateur Radio Society Incorporated

Proposed Revision of the Constitution

7 August 2024

Summary

- 1.0 Name
- 2.0 Registered Office
- 3.0 Purposes of Society
- 4.0 Managing Committee
- 5.0 Appointment of Committee Members
- 6.0 Cessation of Committee Membership
- 7.0 Nomination of Committee Members
- 8.0 Role of the Committee
- 9.0 Roles of Committee Members
- 10.0 Committee Meetings
- 11.0 Types of Society Membership
- 12.0 Admission of Members
- 13.0 The Register of Members
- 14.0 Cessation of Membership
- 15.0 Obligations of Members
- 16.0 Use of Money and Other Assets
- 17.0 Subscriptions
- 18.0 Additional Powers
- 19.0 Financial Year
- 20.0 Assurance on the Financial Statements
- 21.0 Society Meetings
- 22.0 Motions at Society Meetings
- 23.0 Altering the Constitution
- 24.0 Bylaws
- 25.0 Dispute Resolution
- 26.0 Winding Up
- 27.0 Definitions

1.0 Name

1.1 The name of the Society is Manawatu Amateur Radio Society Incorporated, hereinafter called “MARS”, or “the Society”.

1.2 The Society is constituted by Annual General Meeting (AGM) resolution dated 7 August 2024.

2.0 Registered Office

2.1 The Registered Office of the Society is as specified in the Incorporated Societies Register.

3.0 Purposes of Society

3.1 The purposes of the Society are to:

- a. Operate and maintain any service for the benefit of the Society, its members, the community, or the promotion of amateur radio in general.
- b. Represent the interests of the New Zealand Association of Radio Transmitters Inc, hereinafter called “NZART”, or the “Association”, in the Manawatu area. The Society collaborates with NZART to accept designation as Branch 20 of NZART. In affairs related to NZART the Society may be called the “Branch”.
- c. Take any appropriate action to safeguard the interests of the Society and/or amateur radio in general.
- d. To collaborate with other parties of similar interests, where the purposes of the Society will be served.
- e. Support the activities of Amateur Radio Emergency Communications (AREC).
- f. Provide education/training for amateurs and prospective amateurs in the form of courses or educational sessions.
- g. Borrow or raise money to carry out the purposes of the Society.
- h. Take any such action which, in the opinion of the Executive, is consistent with these purposes.

3.2 Pecuniary gain is not a purpose of the Society.

4.0 Managing Committee

4.1 The Society shall have a managing committee (“the Committee”), comprising the following Executive Officers:

- a. The President.
- b. The Vice-President.
- c. The Secretary.
- d. The Treasurer.

4.2 Additionally, a minimum of three elected members (officers) that are natural persons, and are not disqualified by the Act.

4.3 Only members of the Society may be committee members.

5.0 Appointment of Committee Members

5.1 At an AGM, the members may decide by majority vote:

- a. How large the Committee will be.
- b. Who shall be the President, Vice-President, Secretary, and Treasurer.
- c. Whether any committee member may hold more than one position as an executive officer. No person may hold more than two Executive positions on the Committee concurrently.
- d. The normal term of office will be minimum one year. Annual elections are the determinant to regulate the maximum number of consecutive terms a committee member may serve.

6.0 Cessation of Committee Membership

6.1 Persons cease to be Committee Members when:

- a. They resign by giving written notice to the Committee.
- b. They are removed by majority vote of the Society at a society meeting.
- c. Their term expires.

6.2 Following the election of committee members at an AGM, the outgoing committee remains in power in a caretaker capacity until the newly-elected committee assumes office at the commencement of the next regular committee meeting.

6.3 If a person ceases to be a committee member, that person must within one month give to the Committee all society documents and property.

7.0 Nomination of Committee Members

7.1 Nominations for the Committee may be made before the AGM in writing or will be accepted from the floor of the AGM in writing. The nominee, the proposer, and the seconder must be financial members at the time of nomination. All retiring members of the Committee shall be eligible for re-election.

7.2 If the position of any executive officer becomes vacant between AGMs, the Committee must appoint another committee member to fill that vacancy until the next AGM.

7.3 If the position of any committee member becomes vacant between AGMs, the Committee may appoint another society member to fill that vacancy until the next AGM.

7.4 If any committee member is absent from three consecutive meetings without leave of absence, the Chair/President may declare that person's position to be vacant.

8.0 Role of the Committee

8.1 Subject to this Constitution, the role of the Committee is to:

- a. Administer, manage, and control the Society.
- b. Carry out the purposes of the Society, and use money or other assets to do that.
- c. Manage the Society's financial affairs, including approving the annual financial statements for presentation to the members at the AGMs.
- d. Set accounting policies in line with generally accepted accounting practice.
- e. Delegate responsibility and co-opt members where necessary.
- f. Ensure that all members follow the constitution.
- g. Decide how a person becomes a member, and how a person stops being a member.
- h. Decide the times and dates for meetings, and set the agenda for meetings.
- i. Decide the procedures for dealing with complaints.
- j. Set membership fees, including subscriptions and levies.
- k. Make regulations.

8.2 The Committee has all the powers of the Society, unless the Committee's power is limited by this constitution, or by a majority decision of the Society.

8.3 All decisions of the Committee shall be by a majority vote. In the event of an equal vote, the Chair shall have a casting vote, that is, a second vote.

8.4 Decisions of the Committee bind the Society, unless the Committee's power is limited by this constitution or by a majority decision of the Society.

9.0 Roles of Executive Officers

9.1 The President/Vice President is responsible for:

- a. Ensuring that the Constitution is followed.
- b. Convening meetings and establishing whether a quorum is present.
- c. Chairing meetings, deciding who may speak and when.
- d. Overseeing the operation of the Society.
- e. Providing a report on the operations of the Society at each AGM.
- f. Deputising an appropriate committee member when necessary.

9.2 The Secretary is responsible for:

- a. Recording the minutes of meetings, including committee, AGM,SGM.
- b. Keeping the Register of Members.
- c. Holding the Society's records, documents, and books except those required for the Treasurer's function.
- d. Receiving and replying to correspondence as required by the Committee.
- e. Forwarding the annual financial statements for the Society to the Registrar of Incorporated Societies upon their approval by the members at an AGM.
- f. Advising the Registrar of Incorporated Societies of any changes of the Constitution.

- g. The Secretary will present the minutes from the previous committee meeting, and raise any matters from the previous society meeting.
- h. Deputising an appropriate committee member when necessary.

9.3 The Treasurer is responsible for:

- a. Keeping proper accounting records of the Society's financial transactions to allow the Society's financial position to be readily ascertained.
- b. Preparing annual financial statements for presentation at each AGM. These statements should be prepared in accordance with generally accepted accounting practice.
- c. Providing a financial report at each AGM and recommending the annual subscriptions.
- d. Providing financial information to the Committee as the Committee determines.
- e. Bank at any approved bank account all monies received for the Society.
- f. Present accounts received for payment to the next committee meeting.
- g. Deputising an appropriate committee member when necessary.

10.0 Committee Meetings

10.1 Conduct of committee meetings:

- a. Committee meetings will be held in person, or may be held via video, or other formats as the Committee may decide.
- b. The Committee will meet at least ten months of the year, and at any other time considered necessary to carry out the business of the Society.
- c. A quorum shall consist of the President or Vice-President, the Secretary (or deputy), the Treasurer (or deputy) and two other committee members.
- d. The President shall chair committee meetings. In his/her absence the Vice-President shall chair the meeting. In the absence of both, the meeting shall be chaired by the previously appointed deputy.
- e. On any given motion at a committee meeting, the Chair shall in good faith determine whether to vote by:
 - (i) Voices.
 - (ii) Show of hands.
 - (iii) Secret ballot.
 - (iv) Voting by electronic means as determined by the Committee beforehand.
- f. Decisions of the Committee shall be by majority vote.
- g. The Chair has a casting vote. (refer also to clause 8.3).
- h. The committee meetings are open to all members but only committee members present may vote.

- i. If any issue creates a conflict of interest the member affected must declare it and abstain from that vote.
- j. Subject to this Constitution, the Committee may regulate its own practices.
- k. The Chair shall adjourn the meeting if necessary.

10.2 Adjourned Meetings.

- a. If within half an hour after the time appointed for a meeting a quorum is not present the meeting shall stand adjourned to a day, time, and place determined by the Chair.
- b. If at such adjourned meeting a quorum is not present the meeting shall be dissolved without further adjournment.
- c. No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

11.0 Types of Society Membership

11.1 The membership of the Society is as follows;

a.(i) Ordinary Member- one who holds a New Zealand amateur station licence and is currently financial with the Society as a transmitting member. An ordinary member has the right to stand for office, nominate others, attend all society functions, and has full voting rights on society business.

a.(ii) Concurrent society and NZART membership.

The Society strongly encourages its ordinary members to maintain concurrent financial membership in NZART. Such current and continuing NZART membership is not however a pre-requisite for qualifying membership in the Society. Society ordinary members who do not maintain financial membership of NZART are not able to participate in AREC affairs of the Branch, NZART activities, and NZART business conducted by the Branch.

An ordinary member who is not a member of NZART will have voting rights on issues pertaining to the Society only, but does not have the right to participate in NZART business or stand or nominate any other member for any NZART office.

b. Non-Transmitting Member- one who does not hold a current New Zealand amateur station licence. A non-transmitting member has no right to hold or be nominated for any elective office. They have no right to vote at a society meeting on any matter that affects only the rights or special interests of transmitting members.

c. Family Member- an ordinary member and his/her immediate family as recorded by the Treasurer. Family members who do not hold a current New Zealand Amateur Station Licence shall be known as Non-Transmitting Members and do not have voting rights.

d. Honorary Member- one who has been granted ordinary membership of the Society by the executive for a period of one financial year.

e. Life Member- the committee may recommend to an SGM or AGM a living member to be accorded life membership in recognition of exceptional service to the Society.

(i) Life members have all the privileges of the class of membership to which they would otherwise belong, but need not pay a membership subscription to the Society.

(ii) Nominations for life membership to be made to the Secretary by a proposer and seconder 28 days before the next committee meeting.

(iii) The total number of life members at any one time is limited to seven.

(iv) Where a life member becomes deceased (a silent key) the life membership is automatically vacated. Where a life member leaves or ceases to have any contact with the Society for three years, they may retain the honour of life membership but the Committee has the authority to exceed the total number of life members accordingly.

11.2 Members have the rights and responsibilities set out in this constitution.

12.0 Admission of Members

12.1 To become a member, a person ("the Applicant") must:

a. Advise the Secretary or the Chairman of their wish to be considered for membership and submit to the Secretary details as given in clause 13.1.

b. Pay the annual subscription or part thereof pro rata at the discretion of the Treasurer.

c. Supply any other information the Committee requires.

12.2 The Committee shall have complete discretion when it decides whether to allow the applicant to become a member. The Committee shall advise the applicant of its decision, and that decision shall be final.

13.0 The Register of Members

13.1 The Secretary and Treasurer shall keep a register of members ("the Register"), which shall contain the names, amateur radio call-sign if a licenced amateur, the

contact and email addresses and telephone numbers of all members, and the dates at which they became members.

13.2 If a member's contact details change, that member shall give the new call-sign, postal or email address or telephone number to the Secretary.

13.3 Each member shall provide such other details as the Committee requires.

13.4 a. Committee members shall have reasonable access to the register of members, in accordance with the provisions of the Privacy Act.

13.4 b. Members shall have reasonable access to a contact list derived from the register of members.

14.0 Cessation of Membership

14.1 Any member may resign by giving written notice to the Secretary.

14.2 Any former member wishing to rejoin the Society may apply to rejoin as provided in section 12.0.

14.3 Membership can be terminated in the following way:

- a. If, for any reason whatsoever, the Committee is of the view that a member is breaching the constitution or acting in a manner inconsistent with the purposes of the Society, the Committee may give written notice of this to the member ("the Committee's Notice"). The committee's notice must:
 - (i) Explain how the member is breaching the constitution or acting in a manner inconsistent with the purposes of the Society, such as acts of aggression or threats of violence towards members. Abuse capable of causing emotional harm to members is likely to bring amateur radio into disrepute.
 - (ii) State what the member must do to remedy the situation; or state that the member must write to the Committee giving reasons why the Committee should not terminate the member's membership.
 - (iii) State that if, within fourteen days of the member receiving the committee's notice, the Committee is not satisfied, the Committee may in its absolute discretion immediately terminate the member's membership.
 - (iv) State that if the Committee terminates the member's membership, the member may appeal to the Society.
- b. Fourteen days after the member received the committee's notice, the Committee may in its absolute discretion by majority vote terminate the member's membership by giving the member written notice ("Termination Notice"), which takes immediate effect. The termination notice must state that the member may appeal to the society at the next meeting by giving written

notice to the Secretary ("Member's Notice") within fourteen days of the member's receipt of the termination notice.

- c. If the member gives the member's notice to the Secretary, the member will have the right to be fairly heard at a society meeting held within the following 28 days. If the member chooses, the member may provide the Secretary with a written explanation of the events as the member sees them ("the Member's Explanation"), and the member may require the Secretary to give the member's explanation to every other member within seven days of the Secretary receiving the member's explanation. If the member is not satisfied that the other society members have had sufficient time to consider the member's explanation, the member may defer his or her right to be heard until the following society meeting.
- d. When the member is heard at a society meeting, the Society may question the member and the committee members.
- e. The Society shall then by majority vote decide whether to let the termination stand, or whether to reinstate the member. The Society's decision will be final.

15.0 Obligations of Members

15.1 All members shall promote the purposes of the Society and shall do nothing to bring the Society into disrepute.

16.0 Use of Money and Other Assets

16.1 The Society may only use money and other assets if:

- a. It is for a purpose of the Society.
- b. It is not for the sole personal or individual benefit of any member; and
- c. That use has been approved by either the Committee or by majority vote of the Society.

17.0 Subscriptions

17.1 If any member does not pay a subscription by the date set by the Committee or the Society, the Secretary will give written notice that, unless the arrears are paid by a nominated date, the membership will be terminated. After that date, the member shall have no membership rights and shall not be entitled to participate in any society activity.

18.0 Additional Powers

18.1 The Society may:

- a. Employ people for the purposes of the Society.
- b. Exercise any power a trustee might exercise.
- c. Invest in any investment that a trustee might invest in.
- d. Borrow money and provide security for that if authorised by majority vote at any society meeting.

19.0 Financial Year

19.1 The financial year of the Society begins on 1st July of every year and ends on 30th June of the next year.

19.2 All financial members will retain full participative membership in the interval between the end of the financial year to the conclusion of the AGM following.

20.0 Assurance on the Financial Statements

20.1 A financial review may be requested by the Treasurer or by resolution of the Committee. The reviewer must not be a member of the Committee or an employee of the Society.

The Committee is responsible to provide the Reviewer with:

- a. Access to all information of which the Committee is aware that is relevant to the preparation of the financial statements such as records, documentation, and other matters.
- b. Additional information that the reviewer may request from the Committee for the purpose of the review, and;
- c. Reasonable access to persons within the Society from whom the reviewer determines it necessary to obtain evidence.

21.0 Society Meetings

21.1 A society meeting is one of the following:

- a. An Annual General Meeting (AGM) or
- b. A Special General Meeting (SGM).

21.2 The AGM shall be held once every year no later than five months after the end of the Society's financial year. The Committee shall determine when and where the Society shall meet within those dates.

21.3 SGMs may be called by the Committee. The Committee must call a SGM if the Secretary receives a written request signed by at least 10% of the members. A notification of the SGM must be given within two months of correspondence.

21.4 No provision will exist to pass a written resolution in lieu of a society meeting.

21.5 The Secretary shall:

- a. Give members at least 14 days notice of a meeting, either AGM or SGM, by written notice as per clause 27.1.d.
- b. Additionally, the Secretary will provide:
 - (i) A copy of the President's report on the Society's operations and of the annual financial statements as approved by the Committee, and / or
 - (ii) Notice of any motions and the Committee's recommendations about those motions.

- c. If the Secretary has sent a notice to all members in good faith, the meeting and its business will not be invalidated simply because one or more members do not receive the notice.

21.6 Members may attend society meetings in person or remotely by electronic audio-visual means.

21.7 No society meeting may be held unless at least 15 % of eligible members attend, and must include a committee quorum as defined in section 10.

21.8 All society meetings shall be chaired by the President or, in his/her absence, the Vice-President shall chair the meeting. In the absence of both, the meeting shall be chaired by the previously appointed deputy. The Chair has a casting vote.

21.9 On any given motion at a society meeting, the Chair shall in good faith determine whether to vote by:

- a. Voices.
- b. Show of hands.
- c. Secret ballot.
- d. Voting by electronic means as determined by the Committee beforehand.

However, if any member demands a secret ballot before a vote by voices or show of hands has begun, voting must be by secret ballot. If a secret ballot is held, the Chair will have a casting, that is, second vote.

21.10 The business of an AGM shall be:

- a. Receiving any minutes of the previous Society Meetings.
- b. The President's report on the business of the Society.
- c. The Treasurer's report on the finances of the Society, and the annual financial statements.
- d. AREC Section leaders report.
- e. Reports from sub-committees.
- f. Election of committee members.
- g. Motions to be considered;
- h. Consideration of and voting of any amendments to this Constitution, in accordance with Clauses 23.1 to 23.4.
- i. General business.

21.11 The Chair or his nominee shall adjourn the meeting if necessary.

21.12 Adjourned Meetings:

- a. If within half an hour after the time appointed for a meeting a quorum is not present the meeting, if convened upon requisition of members, shall be dissolved.
- b. In any other case it shall stand adjourned to a day, time and place determined by the Chair of the Society.

c. If at such adjourned meeting a quorum is not present the meeting shall be dissolved without further adjournments

d. The Chair may with the consent of any society meeting adjourn the meeting from time to time and from place to place.

e. No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

22.0 Motions at Society Meetings

22.1 Any member may request that a motion be voted on ("Member's Motion") at a particular society meeting, by giving written notice to the Secretary at least 28 days before that meeting. The member may also provide information in support of the motion ("Member's Information"). The Committee may in its absolute discretion decide whether the Society will vote on the motion. However, if the member's motion is signed by at least 10 % of eligible members:

- a. It must be voted on at the society meeting chosen by the member; and
- b. The Secretary must give the member's information to all members at least 14 days before the society meeting chosen by the member; or
- c. If the Secretary fails to do this, the member has the right to raise the motion at the following society meeting.

22.2 The Committee may also decide to put forward motions for the Society to vote on ("Committee Motions") which shall be suitably notified.

23.0 Altering the Constitution

23.1 The Society may alter or replace the Constitution at a society meeting by a resolution passed by a two-thirds majority of those members present and voting.

23.2 Any proposed motion to amend or replace this Constitution shall be signed by at least 10 % of eligible members and given in writing to the Secretary at least 28 days before the society meeting at which the motion is to be considered, and accompanied by a written explanation of the reasons for the proposal.

23.3 At least 14 days before the society meeting at which any change to the Constitution is to be considered the Secretary shall give to all members written notice of the proposed motion, the reasons for the proposal, and any recommendations the Committee has.

23.4 When a change to the Constitution is approved by a society meeting no change shall take effect until the change has been accepted by the Registrar of Incorporated Societies.

24.0 Bylaws to Govern the Society

24.1 The Committee may from time-to-time make, alter, or rescind bylaws for the general management of the Society, so long as these are not repugnant to the Constitution or to the provisions of the Act. All such bylaws shall be binding on members of the Society.

24.2 A copy of the bylaws for the time being, shall be available for inspection by any member on request to the Secretary.

25.0 Dispute Resolution

1. How complaint is made.

1. A member or an officer may make a complaint by giving to the Committee (or a complaints subcommittee) a notice in writing that —
 - a. states that the member or officer is starting a procedure for resolving a dispute in accordance with the Society's Constitution; and
 - b. sets out the allegation to which the dispute relates and whom the allegation is against; and
 - c. sets out any other information reasonably required by the Society.
2. The Society may make a complaint involving an allegation against a member or an officer by giving to the member or officer a notice in writing that —
 - a. states that the Society is starting a procedure for resolving a dispute in accordance with the Society's Constitution; and
 - b. sets out the allegation to which the dispute relates.
3. The information given under subclause 1b. or 2b. must be enough to ensure that a person against whom an allegation is made is fairly advised of the allegation concerning them, with sufficient details given to enable them to prepare a response.
4. A complaint may be made in any other reasonable manner permitted by the Society's Constitution.

2. Person who makes complaint has right to be heard.

1. A member or an officer who makes a complaint has a right to be heard before the complaint is resolved or any outcome is determined.
2. If the Society makes a complaint —
 - a. the Society has a right to be heard before the complaint is resolved or any outcome is determined; and
 - b. an officer may exercise that right on behalf of the Society.
3. Without limiting the way the member, officer, or Society may be given the right to be heard, they must be taken to have been given the right if —
 - a. they have a reasonable opportunity to be heard in writing or at an oral hearing (if one is held); and
 - b. an oral hearing is held if the decision maker considers that an oral hearing is needed to ensure an adequate hearing; and
 - c. an oral hearing (if any) is held before the decision maker; and
 - d. the member's, officer's, or Society's written statement or submissions (if any) are considered by the decision maker.

3. Person who is subject of complaint has right to be heard.

1. This clause applies if a complaint involves an allegation that a member, an officer, or the Society (the respondent) —
 - a. has engaged in misconduct; or
 - b. has breached, or is likely to breach, a duty under the Society's constitution or bylaws or the Incorporated Societies Act 2022; or
 - c. has damaged the rights or interests of a member or the rights or interests of members generally.
2. The respondent has a right to be heard before the complaint is resolved or any outcome is determined.
3. If the respondent is the Society, an officer may exercise the right on behalf of the Society.
4. Without limiting the way a respondent may be given a right to be heard, a respondent must be taken to have been given the right if —
 - a. the respondent is fairly advised of all allegations concerning the respondent, with sufficient details and time given to enable the respondent to prepare a response; and
 - b. the respondent has a reasonable opportunity to be heard in writing or at an oral hearing (if one is held); and
 - c. an oral hearing is held if the decision maker considers that an oral hearing is needed to ensure an adequate hearing; and
 - d. an oral hearing (if any) is held before the decision maker; and
 - e. the respondent's written statement or submissions (if any) are considered by the decision maker.

4. Investigating and determining dispute.

1. The Society must, as soon as is reasonably practicable after receiving or becoming aware of a complaint made in accordance with its Constitution, ensure that the dispute is investigated and determined.
2. Disputes must be dealt with under the Constitution in a fair, efficient, and effective manner.

5. The Society may decide not to proceed further with complaint.

Despite the clause 'Investigating and determining dispute' above, the Society may decide not to proceed further with a complaint if —

- a. the complaint is trivial; or
- b. the complaint does not appear to disclose or involve any allegation of the following kind:
 - i. that a member or an officer has engaged in material misconduct;
 - ii. that a member, an officer, or the Society has materially breached, or is likely to materially breach, a duty under the Society's constitution or bylaws or the Incorporated Societies Act 2022;
 - iii. that a member's rights or interests or members' rights or interests generally have been materially damaged;
- c. the complaint appears to be without foundation or there is no apparent evidence to support it; or
- d. the person who makes the complaint has an insignificant interest in the matter; or

- e. the conduct, incident, event, or issue giving rise to the complaint has already been investigated and dealt with under the Constitution; or
- f. there has been an undue delay in making the complaint.

6. The Society may refer complaint.

- 1. The Society may refer a complaint to —
 - a. a subcommittee or an external person to investigate and report; or
 - b. a subcommittee, an arbitral tribunal, or an external person to investigate and make a decision.
- 2. The Society may, with the consent of all parties to a complaint, refer the complaint to any type of consensual dispute resolution (for example, mediation, facilitation, or a tikanga-based practice).

7. Decision makers

A person may not act as a decision maker in relation to a complaint if two or more members of the Committee or a complaints subcommittee consider that there are reasonable grounds to believe that the person may not be —

- a. impartial; or
- b. able to consider the matter without a predetermined view.

26.0 Winding Up

26.1 If the Society is wound up:

- a. The Society may be wound up at a SGM called for that purpose.
- b. At least one clear month's notice of such a meeting must be given to every member by specific notice in accordance with the provisions of clause 21.4.
- c. The resolution to wind up must be confirmed at a subsequent SGM called for that purpose not less than thirty days thereafter. A majority of at least 65% of current members voting to wind up will be required.
- d. Upon the winding up of the Society and upon settlement of all outstanding liabilities, all saleable assets will be disposed of and the remaining cash assets shall be held in trust by the Association (NZART) until either a new branch is established, or after a period of five years the Association may use such money as it sees fit for the benefit of amateur radio in the Manawatu.

27.0 Definitions and Miscellaneous Matters

27.1 In this Constitution:

- a. "Majority vote" means a vote made by more than half of the members who are present at a meeting and who are entitled to vote and voting at that meeting upon a resolution put to that meeting.

- b. "Money or Other Assets" means any real or personal property or any interest therein, owned or controlled to any extent by the Society.
- c. "Use Money or Other Assets" means to use, handle, invest, transfer, give, apply, expend, dispose of, or in any other way deal with, money or other assets.
- d. "Written Notice" means communication by post, electronic means (including email, and website posting), or advertisement in periodicals, or a combination of these methods.
- e. It is assumed that:
 - i. Where a masculine is used, the feminine is included.
 - ii. Where the plural is used, singular forms of the noun are also implied.
 - iii. Headings are a matter of reference and not a part of this Constitution.
- f. Matters not covered in this Constitution shall be decided upon by the Committee.
- g. In this Constitution, if not inconsistent with the context, "NZART" or "Association" means the New Zealand Association of Radio Transmitters Incorporated, for which the Society acts as an administrative branch.
- h. "Branch" or "Society" means the Manawatu Amateur Radio Society Incorporated.
- i. For the avoidance of doubt, the MARS and the NZART are separate organisations. Nothing in the NZART constitution will take precedence or prevail over the powers of this Society Constitution in the organisation and management of the Society.
- j. "Committee" means those members of the Society elected at its AGM (or co-opted) to manage the affairs of the Society, and officer means anyone appointed to the Committee to carry out a predetermined task(s) on behalf of the Society.
- k. Reference to a specified duration of days refers to clear days i.e., days between the giving of a notice and the day of the notified event.
- l. Any question relating to the interpretation of this Constitution shall be decided by the Society Committee, and its decision will be final.
- m. "Act" means the Incorporated Societies Act 2022 or any act which replaces it (including amendments from time to time), and any regulations made under the Act or under any act which replaces it.
- n. In reference to clauses 10.1.d and 21.8 the previously appointed deputy shall be the Secretary.