

CONSTITUTION

- 1 The name of the Society shall be the New Zealand Limnological Society Incorporated.
- 2 Objectives: To establish effective liaison between all persons interested in any aspect of fresh and brackish water research in New Zealand, and to encourage and promote these interests.
- 3 Means of Attaining Objectives:
 - (a) The establishment and maintenance of a register of all persons working in the appropriate fields in New Zealand, giving details of their current interests.
 - (b) The holding of meetings and conferences to deliver scientific papers, and to discuss scientific topics.
 - (c) Co-operation and affiliation with other scientific bodies when appropriate.
 - (d) The production of a newsletter including information about the current interests of freshwater workers, and listing relevant new publications and other items of interest.
 - (e) The distribution of the Newsletter to appropriate organisations in New Zealand and overseas.
- 4 Membership:
 - (a) The members of the Society shall be:
 - 1 Ordinary members who shall be persons admitted to membership by the committee, and whose annual subscription as fixed from time to time shall be accepted by the Committee.
 - 2 Unwaged Members who shall be any full-time student of a secondary or tertiary educational institution, and who shall pay such annual subscription as shall be fixed from time to time.
 - 3 Honorary Members who may be elected at a general meeting on the recommendation of the Committee.
 - 4 Life Members who shall be persons admitted to membership by the committee, and whose lifetime subscription shall be paid in advance as a single fee as fixed from time to time.
 - (b) Newly elected members shall be notified by the Secretary of their election and sent a copy of the constitution.
 - (c) Any member may resign by giving notice in writing to the Secretary, and paying all subscriptions due.
 - (d) Any member shall notify the Secretary in writing of a change of address.
 - (e) The Committee shall have the power to cancel membership in the case of conduct considered prejudicial to the Society.
 - (f) All members are entitled to receive the Society's Newsletter free of charge.
- 5 Executive and Meetings:
 - (a) There shall be an Executive Committee consisting of the President, the immediate Past President (ex officio), the Secretary-Treasurer, the Editor, and two (2) other members,
 - (b) The Committee shall implement the Society's general business, and a simple majority shall decide all questions at Committee Meetings. If voting is equal, a motion is lost. A quorum at a Committee Meeting shall be three (3).
 - (c) The officers shall be elected every two years, either at a General Meeting or by postal ballot as the existing Committee determine. The postal ballot shall be held before the end of the financial year, and if a General Meeting is not held, the committee shall have the power to scrutinize and count the votes, and declare the results.
 - (d) The newly elected officers shall take office 1 month after their election.
 - (e) Candidates for positions as officers shall be nominated at the General Meeting, or in writing signed by two other members, received by the Secretary before the time of such meetings, or by the 31st of August if a meeting is not held. Every candidate shall signify personally, or in writing his or her acceptance of nomination. The Committee shall have the power to co-opt members of the Society to fill any casual vacancies on the Committee.
 - (f) The Executive Committee may summon a General Meeting or a General Meeting shall be summoned on receipt of a request signed by no fewer than ten (10) members entitled to vote. General Meetings shall be summoned by notice in writing, specifying the business to be considered, and notices shall be posted not less than fourteen (14) days prior to the proposed date.
 - (g) At all General Meetings, ten (10) members entitled to vote shall constitute a quorum, and a simple majority shall carry a motion. Voting shall be on the voices, or by show of hands or by

ballot at the discretion of the chairman, provided that, if any member so demand, voting shall be by ballot. The Chairman shall have a deliberative and a casting vote.

- (h) Votes of members. Each Member shall have one vote at a General Meeting, and each Affiliated Body shall have the right to appoint a delegate who shall have one vote at a General Meeting.

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Finance:

- (a) Annual Subscription: shall be due on the 1st of July in each year and the amount shall be fixed at a General Meeting. Members whose subscriptions are not paid by the succeeding 30th of June shall be unfinancial and shall be liable to forfeit all benefits of membership. The financial year shall conclude on the 30th of June.
- (b) The funds of the Society shall be controlled by the Executive Committee and shall be banked in the name of the Society. Cheques and bills shall be signed by any one of the President or Secretary-Treasurer, and must be approved in writing by other members of the Executive Committee. The Society shall not have the power to borrow money.
- (c) Any income, benefit or advantage shall be applied to the charitable purposes of the Society as described in Sections 2 and 3 above.
- (d) No member of the Society, or any person associated with a member, shall participate in or materially influence any decision made by the Society in respect of the payment to or on behalf of that member or associated person of any income, benefit or advantage whatsoever.
- (e) Any such income paid shall be reasonable and relative to that which would be paid in an arm's length transaction (being the open market value).
- (f) The provisions and effect of clauses 6(c), 6(d) and 6(e) shall not be removed from this document and shall be included and implied into any document replacing this document.
- (g) Payment of accounts must first be approved by the Executive Committee. This may be done at a meeting or by mail, and items may be approved in advance for one financial year.
- (h) An Annual Report and Financial Statement shall be prepared and posted to members. The Financial Statement shall be audited by a person appointed at the previous General Meeting.

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Organisation:

- (a) The Secretary-Treasurer shall keep (i) a Minute Book containing full minutes of all meetings, and (ii) a Register with the names, addresses, professional interests and date of joining of all members.
- (b) Affiliated Bodies. Incorporated or unincorporated bodies, and other organisations approved by the Committee, may become affiliated with the Society on acceptance by the Committee, and on payment of such annual subscription as may be fixed from time to time.
- (c) Changes in the Constitution may be made only on a two-thirds majority of the votes polled, and this vote shall be conducted by letter.
- (d) No addition to or alteration or recession of the rules shall be approved if it affects the charitable objects, the personal benefit clauses, or the winding up clause, except as specified under clause 7(g) below.
- (e) The Common Seal of the Society shall be in the custody of the Secretary, who shall in pursuance of a resolution of the Committee to that effect, affix the same to all instruments requiring the same.
- (f) The Society shall not be wound up except on a two-thirds majority of a postal vote, but shall be dissolved in the event of the membership being fewer than five (5) persons. In the event of dissolution of the Society, its assets shall become the property of the Royal Society of New Zealand which shall dispose of the assets in accordance with the aims of the Society.
- (g) The provisions and effects of this clause 7(f) shall not be removed from this document and shall be included and implied into any document replacing this document, except that another organisation, which must be an Inland Revenue Department approved charitable organisation, may be named in place of the Royal Society of New Zealand.