

## **Association of Book Crafts (New Zealand) Incorporated.**

### **Constitution and rules**

#### **1) Name**

The name of the Association shall be Association of Book Crafts (new Zealand) Incorporated, hereafter called ABC

#### **2) Aims and objectives**

A) ABC as an Association, shall manifest no political, racial or religious opinions, nor be connected with any racial or political body.

B) The aims and the Objectives of ABC are:

a) To promote, encourage and practise the arts and crafts associated with books.

b) To promote and support all facets of education and training in the field of book arts and crafts and related subjects.

c) To preserve the traditional bookbinding skills and maintain high standards of workmanship.

d) To keep abreast of the latest developments and procedures in matters relate to book arts and crafts.

e) To maintain a library of reference and instruction books for the use of the ABC members.

f) To provide information and facilities enabling members to obtain the equipment and materials used in the practise of book arts and crafts.

g) To publish a newsletter on a regular basis in order to inform and communicate with ABC members.

h) To foster links with similar groups within New Zealand and overseas.

#### **3) Powers.**

In pursuance of its objectives, ABC shall have the following powers

a) To purchase, construct, hire or lease for ABC use any real or personal property.

b) To maintain, sell, lease, exchange or otherwise deal with all or any of the real and personal property of the ABC.

c) To do all such other things, in a responsible manner within the resources of ten ABC, as are incidental to or conducive of the attainment of the above aims and objectives.

d) To accept or refuse membership to applicants and to renew or decline renewal of membership to existing membership in accordance with clause 4.

#### **4) Membership**

a) Membership shall be open to all persons who agree to comply with the rules, bylaws, aims and objectives of the ABC subject to submission of a completed application form to the Secretary,

payment of the annual subscription and Acceptance by the Executive of the Association. The Executive will have the right to decline a membership application or renewal for failure to comply with any of the above conditions.

b) The information provided on membership applications forms will only be used by officers of the ABC to enable them to conduct ABC business and will not be available to outside bodies.

c) Associate membership shall be available to additional members of the family of an existing financial adult members living at the same address. Only one copy of the ABC newsletter will be emailed to such an address at the current levy rate. If a printed and posted version newsletter is required an additional levy rate will apply.

d) Student membership shall be available to any person who engages in full-time study or an apprentice.

## **5) Rights of Membership**

a) All classes of financial members are entitled to take part in all ABC activities and to speak and vote at any ABC meeting.

b) With the exception of associate members, (as referred to in 4c above) all members are entitled to copies of the ABC publications and lists of members etc. If a member requires the list, then the list of members must NOT contain any contact details, such as physical location and phone/email numbers etc. However, the committee reserves the right to use this list if their work requires it.

c) All classes of member are entitled to stand for office.

## **6 Subscriptions**

a) the rate of subscriptions for each class of member shall be fixed by the Annual General Meeting (AGM) on a recommendation of the outgoing Treasurer.

b) A new rate will become due of the 1<sup>st</sup> day of April following the AGM which shall also be the normal date due for subscriptions.

c) Membership shall lapse if any subscriptions remain unpaid three months after due date.

## **7 Cessation of membership**

a) Any member may cease to be a member of the ABC by advising the Executive in writing that they wish to resign, A member who resigns has the right to reapply for membership at a later date.

b) A member may cease to be a member of ABC by decision of the Executive if that member is four months overdue in payment of their membership fee. Such members, whose membership is so terminated, may reapply for membership at a later date.

c) In extraordinary circumstance the Executive may terminated a membership if it determines that the member is acting or has acted contrary to the interests or the reputation of the ABC. In such case the executive will communicate in writing to that member its reasons for taking such serious actions members so affected may appeal in writing to the Executive against the termination of their membership. The Executive must consider and decide on such appeals at their first meeting after the appeal is lodged with them. The decision of the Executive on such an appeal is final.

## **8 Meetings.**

a) An annual General Meeting shall be held in June of each year or in such a month fixed by the Executive being not more than fifteen months after holding of the proceeding AGM. The venue is to be decided by the Executive and will be a place suitable for the purpose and within the city of residence of the Majority of the Executive members. Twenty one days notice of this meeting shall be given to each member which shall be deemed to have been duly delivered if posted to

members last known address or place of business. Accidental omission of this notice or non receipt of notice by any member shall not invalidate the proceeding of any AGM. The notice must include any notices of motions or remits to be transacted at the AGM.

b) A Special General Meeting may be called by the Executive either at any time or place appropriate to the business to be transacted, or following the receipt of a petition signed by not less than 15% of the members who are financial at the date of the petition. The conditions of the notice shall be the same as for an AGM.

c) Other meetings may be held at such times for such purposes as at such venues as deemed desirable by any group of members.

d) Standing orders shall be those recommended in Rentons Guide specified in Clause 22.

## **9 Voting**

a) Each member of every class shall be entitled to one vote at any meeting. The Chairman may exercise a deliberative vote provided he/she does so before the result is known. In the event of an equality of voting, the chairman may exercise a casting vote which should normally preserve the status quo.

b) The mode of voting on all questions shall be by show of hands or, if the chairman or any three members present so request, by secret ballot. The result will be determined by simple majority.

c) A member so ABC may appoint another member or the Chairman to Vote as proxy on his/her behalf at any meeting of ABC. Such proxy shall be delivered to the secretary prior to the commencement of the meeting.

## **10 Management**

a) The control and management of the affairs of the ABC shall be in the hands of the executive which shall comprise the President, Vice President, and Secretary, Treasurer plus three other Executive members. The Executive will meet as and when it deems necessary.

b) The executive may combine any of the above positions.

c) The executive may co-opt other ABC members to serve on the Executive but must have such a decision ratified at the next AGM or by a Special General Meeting.

d) The Executive may appoint Sub-Committees to carry out such duties and perform such acts as may be delegated to them. Members of Sub Committees need not be confined to Executive members but must be financial members of ABC.

## **11 Elections**

a) The officers of ABC specified in clause 10a, along with an Honorary Solicitor and Auditor shall be elected annually at an AGM and shall hold office until the end of the AGM which follows that in which they were elected.

b) Nominations for each office shall be taken from the floor of the meeting and voting shall be in accordance with Clause 9b.

c) The office of the President shall not be the same person for more than three years in succession provided he/she is elected for those years in the normal way

## **12 Patron**

A) ABC may, at an AGM elect a patron of eminent professional and / or public standing.

## **13 Quora**

- a) The quorum required for a General Meeting shall be ten (10) members.
- b) The quorum for an executive meeting shall be three (3) members.

#### **14 Chairman**

a) The resident shall chair the General and Executive meetings, in his/her absence, or if he/she is unwilling to act the chair shall be taken by the Vice-President, or in the absence or unwillingness of both, a members of the Executive shall be elected by the meeting to take the chair.

#### **15 Secretary**

The Secretary shall:

- a) Draw up an agenda for every meeting in consultation with the President.
- b) Keep proper minutes of all meetings.
- c) Conduct ABC correspondence in accordance with the Executives instructions.
- d) Keep a record of the membership of the ABC.
- e) Issue a list of members of ABC to all members.

#### **16 Treasurer**

The Treasurer shall:

- a) Receive and account for all ABC funds and invest any surplus as directed by the Executive
- b) Pay all authorised accounts and submit an audited statement of ABC financial operations to the AGM.
- c) Operate a bank account in the name of ABC as authorised by the Executive.

#### **17 Other officers.**

- a) The Executive shall appoint such other officers as are deemed necessary to operate ABC functions such as Librarian, Editor of the Newsletter and Manager of Materials & Equipment Purchasing Scheme.
- b) Officers appointed under clause 17a shall be responsible to the Executive and shall report to them.
- c) Rules to govern the functions of Other Officers shall be controlled by the by-laws of ABC

#### **18 Common Seal**

- a) the Common Seal of ABC shall be in the custody of the Secretary who shall affix it to such documents as directed by the Executive by resolution.
- b) Each document to which this seal is affixed shall be signed by the President and the Secretary.

#### **19 Finances**

- a) Payments shall be made only after authorisations by the Executive who will determine signing authority to operate ABC's bank accounts.

- b) Payment to Members, Nothing shall prevent ABC from making reimbursements, paying remuneration or other benefits or advantages of whatsoever nature to a members as long its reasonable and does not exceed what would be normal in the circumstances and provided that the member is not able, by virtue of his/her capacity as a member, to influence in a way the amount or nature of that benefit or advantage.
- c) The Financial year shall be from the 1<sup>st</sup> of April to the 31<sup>st</sup> of March each year subscriptions become due at the beginning of the financial year and financial membership for each year expires on the last day of the financial year.
- d) Income shall normally be from subscriptions, interest earned on investments, donations and sale of donated goods and stock of material and equipment purchased.
- e) The Annual Financial report prepared by the treasure shall include and Income Statement, a Balance Sheet and as Asset register.
- f) ABC shall, in addition to its other powers, have the power to raise money by the issue of debentures, mortgages or any other security over the property or rights. The power of so borrowings or raising money shall not ber exercised except pursuant to a resolution passed at a General Meeting.

## **20 By-Laws**

A) The executive shall have the power of making such By-Laws for ABC as it applicable to day today management and administration of the Association functions as:

- a) The acquisition, maintenance, lending and cataloguing for the library.
- b) The publications policy related to the newsletter and information leaflets, membership lists, etc
- c) The circulation policy related to newsletters and technical publications received from associated and/or kindred bodies.
- d) The acquisition, maintenance, lending, sitting, management and disposal policy for equipment and other assets)
- e) Training workshops or schools which may operate from time to time.
- f) Awards policies which may operate from time to time.

B) The Executive may vary and interpret such By-Laws, however all By-Laws and their interpretation shall be subject to a vote at a general meeting whose decision shall be final and conclusive.

## **21 Amendments**

No additions, alterations, amendments or remission of these rules shall be made except at an AGM or at a Special general Meeting called for that purposes and by majority of three fifths (3/5) of the membership thereat or represented by proxy. Notice of the prospered alterations shall be given in accordance with clause 7a and proxies to vote on behalf of absent members shall comply with clause 9c

## **22 Situations not covered**

Any matters not dealt with in the above rules shall be governed by the principles set out in "Guide for meetings and organisation: by NE Renton, The Law Book company 1972. This guide shall be used to assist the Chairman of any meeting of ABC members,

### **23 Registered office**

The registered office of ABC shall be the home address of the Secretary

### **24 Winding up.**

ABC may be wound up by resolution of a majority of the members at a General Meeting duly convened for that purpose, Notice of such meeting shall be given in accordance with clause 7a and proxies to vote on behalf of absent members shall comply with clause 8c, disposal of the property of ABC shall be decided by that meeting provided that no member of ABC shall in any way benefit from any surplus assets after all debts and liabilities are paid. This resolution must be confirmed at a subsequent General Meeting called for that same purpose, and with the same conditions regarding notice and proxy voting as the first meeting. Held not earlier than thirty (30) days after the date on which the resolutions' to be confirmed, was passed.

Notice of the resolution shall be sent to the registrar of incorporated Societies for the approval of Dissolution, no addition to or alteration of this winding up clause shall be approved without the approval of the Inland revenue Department.

### **BY-Laws**

#### **Notice of the policy for the setting up of a new chapter of the Association of Book Crafts (NZ) incorporated.**

The rules of this Society are altered by adding in anew BY-Law as follows:

1)

Generally, where there are several members living in the same, they tend to get together for the sharing of ideas. Very often these groups form as a result of attending a course or workshop.

2)

It it is felt that the group should received some official recognition, then a CHAPTER of ABC could be established, providing all members of the group are financial ABC members

3)

Generally, Chapters that have been recognised so far have been from already established groups of members.

4)

If a Chapter wishes to receive a grant from the Executive to cover administration costs, then there should be a minimum of 10 paid up members as a basis of a chapter. They are then obligated to

account for the expenditure to the Treasurer each year prior to the annual balance and auditing process.

5)

Individual Chapters being part of the Incorporated Societies must abide by the Rules and By-Laws of the Society.

.....**End of Constitution /rules**

The above constitution has been reprinted from the original rules dated 26th of April 1994, along with the additions made on 13th of August 2002 and on the 15th of April 2004

Further changes to the rules in the AGM held on June 2017. Those new rules are now embodied in this file:

This file was updated on 7<sup>th</sup> of July 2017