These model rules are suitable for small group of people with a common purpose, intending to operate a community organisation with a membership group.

We don’t recommend these rules for groups who: are likely to have an annual income of over $10,000; or own a building; or employ people; or intend to apply for funding. In those cases, we recommend an **incorporated society** **or incorporated trust board**.

[Society Name] Rules

These rules are made the day of 20

The rules should be adopted at a meeting of all the members of the Society, and all members should agree to the rules.

**1 TE INGOA/ NAME**

The Society’s name is \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ (“the Society”)

The name of the Society should not be misleading or offensive. We recommend that you search the Charities Register and the registers maintained by the Companies Office to see if any other organisation has the same or very similar name to your society.

[www.charities.govt.nz](http://www.charities.govt.nz); <http://www.business.govt.nz/companies/app/ui/pages/companies/otherSearch>

**2 WHĀINGA/PURPOSE:-**

The purposes of the Society shall be:

1. [OBJECT 1];
2. [OBJECT 2 etc].

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

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To qualify under the Charities Act, a society must be established and maintained for charitable purposes. A charitable purpose is defined in the Charities Act, as including the relief of poverty, advancement of education or religion, or any other matter beneficial to the community. [More information on charitable purpose, including example wording, are available on Charities Services website.](https://www.charities.govt.nz/ready-to-register/need-to-know-to-register/charitable-purpose/)

**3. NGA MAHI KI AOTEAROA ANAKE/ ACTIVITIES LIMITED TO AOTEAROA/NEW ZEALAND**

The activities of the Society will be limited to Aotearoa/New Zealand.

1. **TĀRI/OFFICE**

6.1 The office of the Society will be [at ADDRESS] OR in such place in Aotearoa/New Zealand as the officers may determine.

**3** **TE RUNANGA WHAKAHAERE/ MANAGEMENT OF THE SOCIETY**

1. The Society will be managed by a management committee (“the Committee”) which is appointed at the Annual General Meeting (“AGM”) of the Society.
2. The committee must have between [MIMIMUM (at least 2)] and [MAXIMUM] officers.

OR

The committee must be comprised of the following officers:

(a) President;

(b) Vice President;

(c) Secretary;

(d) Treasurer;

(e) [INCLUDE ANY OTHER OFFICERS THAT WILL FORM PART OF THE COMMITTEE]

1. The committee will meet [regularly e.g. once a month, four times a year]. At their first meeting after the AGM they will elect a chair, treasurer and secretary. The committee must act by majority decision. If votes are tied, the chair may have an extra vote.
2. At least [MINIMUM of 2] officers of the committee must be present at the meeting for the committee to be able to take decisions. Minutes shall be kept for every meeting.

This number should not be less than half of the officers, or less than two officers.

1. If the number of officers falls below [MINIMUM] the remaining officers may act to increase the number of officers, and to act in a caretaker role to meet the ongoing obligations of the Society, but for no other purpose.

More information on the duties of officers are available on [Charities Services website](https://www.charities.govt.nz/im-a-registered-charity/officer-information/who-are-your-officers-and-what-do-they-do/).

**4. TAKETAKE/ POWERS**

In order to carry out the Society’s charitable purposes, the Committee has the power to:

1. raise funds, receive grants and donations;
2. apply funds to carry out the purposes of the Society;
3. co-operate with and support other charities with similar purposes;
4. do anything which is lawful and necessary to achieve the purposes of the Society

**5. MEMBERSHIP**

1. The Society shall have a membership. People who support the work of the Society and are aged 16 or over can apply to the committee to become a member. Once accepted by the committee, membership lasts for [e.g. 3] years and may be renewed. The committee will keep an up-to-date membership list.
2. All members shall promote the purposes of the Society and will do nothing to bring the Society into disrepute.
3. The committee may remove a person’s membership if they believe it is in the best interests of the Society. The member has the right to be heard by the committee before the decision is made and can be accompanied by a support person.

To register as a charity, there should not be any unreasonable limitations on becoming a member. Membership should be available for a reasonable subscription. For some ideas on what might be reasonable, you may wish to look at the Charities Register to identify similar groups in other areas. ([www.charities.govt.nz](http://www.charities.govt.nz)).

**6 KO NGA RAWA HEI PAINGA MO TE IWI/ INCOME, BENEFIT OR ADVANTAGE TO BE APPLIED TO CHARITABLE PURPOSES**

1. All income, benefit or advantage must be used to further the charitable purposes of the Society.
2. The committee and members of the Society cannot receive any money or property from the Society, except to refund reasonable out of pocket expenses.
3. The use of money and property must be approved by either the Committee or a majority vote of the Society.

**7 CONFLICT OF INTERESTS**

* 1. A member of the Society has a conflict of interest in a decision of the Society when:
     1. the member has a personal or financial interest in the decision;
     2. the decision affects an organisation in which the officer has a personal or financial interest;
     3. the decision affects a close family member;
     4. where the member is unable to act in the best interests of the Society because of a competing interest.
  2. Where a member is interested in a decision of the Society they may not:
     1. materially influence or vote on the decision; and
     2. take part in the deliberation about the decision.
  3. A member must declare any interest in writing to the Committee as soon as they become aware of it.

It is good practice to have a written conflict of interest policy and a register of interests as these can help the Society to identify conflicts of interests. [More information is available on Charities Services website.](https://www.charities.govt.nz/im-a-registered-charity/running-your-charity/conflict-of-interestpanga-rongorua/)

**8 PŪTEA/ FINANCIAL ARRANGEMENTS**

1. The committee must keep accounts consistent with the standards set by the External Reporting Board. The most recent annual accounts can be seen by any member of the Society on request and filed with Charities Services within six months of the Society’s balance date.

It is the Committee’s responsibility to ensure accurate record keeping, even if there is no treasurer. Failure to keep accurate financial records may result in compliance action.

(2) The financial year of the Society will be from [date] to [date].

1. Money must be held in the Society’s bank account. All internet transfers must be authorised by 2 committee members.

You should look at information about reporting on Charities Services website. It is possible to change your financial year dates but you will need to amend your rules and inform Charities Services if you are a registered charity as it will affect the date that your annual return is due.

**9. ANNUAL GENERAL MEETING – AGM**

The Society should include in its rules that it must have an annual general meeting and how this must occur, however you may want the Committee to decide the details of the annual general meeting.

1. The AGM must be held every year, no later than 5 months after the end of the Society’s financial year, with 14 days notice given to all members telling them what is on the agenda. Minutes must be kept of the AGM.
2. There must be at least \_\_\_ members present at the AGM.
3. Every member has one vote.
4. The Treasurer shall present the annual report and performance report.
5. Any member may stand for election to the committee.
6. Elected officers will retire at the next AGM but may stand for re-election.
7. The AGM may be held remotely by electric means.
8. **GENERAL MEETINGS**
9. If the Committee consider it is necessary to appoint new officers, amend the rules, or wind up the Society, they must call a General Meeting so that the membership can make the decision. The Committee must also call a General Meeting if they receive a written request from the majority of members. The Committee may also call a General Meeting to consult the membership.
10. All members must be given 14 days notice and told the reason for the meeting. All decisions require a majority. Minutes must be kept.
11. General Meetings may be held remotely by electric means.
12. **AMENDMENTS**
13. Amendments to the rules can be made at AGMs or General Meetings. No change can be made that would make the Society no longer a registered charity.

**12. TAKAWAENGA/ MEDIATION AND ARBITRATION**

You should think about the structure of your organisation and how you would like to resolve any disputes. Some organisations may have a parent organisation who may provide assistance in the first instance, or an advisory body or elders.

Sometimes, disputes can occur between a charity’s members, within its committee, or between the charity and a third party such as a landlord or supplier. It is important that the Society has policies and procedures in place to resolve disputes.

1. If a dispute arises out of, or relating to these rules, those involved will follow the Society’s dispute resolution policies and procedures.
2. If the dispute cannot be resolved the Committee may refer the dispute to mediation and/or arbitration.

**13. WINDING UP**

13.1 If a decision is made to wind up or dissolve the Society and any property remains after the settlement of the Society’s debts and liabilities, that property must be used to further a charitable purpose or purposes [OPTIONAL LOCATION/S] as defined in section 5(1) of the Charities Act 2005.

OR

If a decision is made to wind up or dissolve the Society and any property remains after the settlement of the Society’s debts and liabilities, that property must be given or transferred to [NAMED ORGANISATION] for a charitable purpose or purposes as defined in section 5(1) of the Charities Act 2005.

OR

If a decision is made to wind up or dissolve the Society and any property remains after the settlement of the Society’s debts and liabilities, that property must be given or transferred to [ANOTHER ORGANISATION/ NAMED ORGANISATION/ TYPE OF ORGANISATION] [IN LOCATION/S] for a similar charitable purpose or purposes as defined in section 5(1) of the Charities Act 2005.

**Signed Print name and role in Society Date**

All members of the Committee should sign the rules, either on paper or electronically.