

Rules of the Howick Branch of the New Zealand Society of Genealogists

1 Name

The name of the Branch is Howick Branch of the New Zealand Society of Genealogists (in these Rules referred to as the 'Branch').

2 Charitable status

The Howick Branch is registered as a charitable entity under the Charities Act 2005.

3 Definitions

In these Rules, words have the meaning set down in the Act. If a term is not defined in the Act, then that term has the meaning given to it in the Incorporated Societies Act 2022. In all other instances, unless the context requires otherwise, the following words and phrases have the following meanings:

- 'Act' means the Incorporated Societies Act 1908 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.
- 'Annual General Meeting' means a meeting of the Members of the Branch held once per year which, among other things, will receive and consider reports on the Branch's activities and finances.
- 'Convenor' means the Committee Member responsible for, among other things, overseeing the governance and operations of the Branch and chairing General Meetings.
- 'Committee' means the Branch's governing body.
- 'Committee Member' means a member of the Committee, including the Convenor, Secretary and Treasurer.
- 'Deputy Convenor' means the Committee Member elected or appointed to deputise in the absence of the Convenor.
- 'General Meeting' means either an Annual General Meeting or a Special General Meeting of the Branch.
- 'Interested Member' means a member who is interested in a matter (ie has a conflict of interest) for any of the reasons set out in section 62 of the Incorporated Societies Act 2022.
- 'Interests Register' means the register of interests of Officers, including Committee Members, kept under these Rules.
- 'Matter' means—
the Branch's performance of its activities or exercise of its powers; or
an arrangement, agreement, or contract (a transaction) made or entered into, or proposed to be entered into, by the Branch.
- 'Member' means a person properly admitted to the Branch who has not ceased to be a member of the Branch.
- 'Notice' to Members includes any notice given by post, courier or email; and the failure for any reason of any Member to receive such Notice or information shall not invalidate any meeting or its proceedings or any election.
- 'Register of Members' means the register of Members kept under these Rules.
- 'Rules' means the rules in this document.
- 'Secretary' means the Committee Member responsible for, among other things, the Register of Interests, and recording the minutes of General Meetings and Committee meetings.
- 'Special General Meeting' means a meeting of the Members, other than an Annual General Meeting, called for a specific purpose or purposes.

- 'Treasurer' means the Committee Member responsible for, among other things, overseeing the finances of the Branch.

4 Purposes

The Branch is established and maintained exclusively for charitable purposes (including any purposes ancillary to those charitable purposes), namely

- To promote the study of family histories, whakapapa, genealogies and kindred subjects
- To advance education in the study of family histories, whakapapa, genealogies and kindred subjects.
- To provide assistance to people wishing to compile family histories from sources in New Zealand and overseas.
- To foster awareness of family links and knowledge of heritage.

Any income, benefit, or advantage must be used to advance the charitable purposes of the Branch.

No Interested Member is allowed to take part in, or influence any decision made by the Branch in respect of payments to, or on behalf of, the Interested Member of any income, benefit, or advantage. Any payments made to an Interested Member must be for goods and services that advance the charitable purpose and must be reasonable and comparable to payments that would be made between unrelated parties.

5 Branch of the New Zealand Society of Genealogists

As a Branch of the New Zealand Society of Genealogists (NZSG), the Branch agrees to comply with the terms of affiliation, as set out in the NZSG's Rules.

If the Branch is unable to comply with these terms, it will follow the processes laid out by the NZSG to disaffiliate.

6 Act and Regulations

Nothing in this Constitution authorises the Branch to do anything which contravenes or is inconsistent with any legislation or associated regulations.

7 Power to borrow money

The Branch does not have the power to borrow money.

8 Other powers

In addition to its statutory powers, the Branch may (subject to exercising the care and skill that a prudent person of business would exercise in managing the affairs of others) for the purposes of carrying on any operation within the scope of its objects:

- use its funds to pay the costs and expenses to advance or carry out its objects,
- employ or contract with such people as may be appropriate, and
- invest in any investment.

9 Members

9.1 Minimum number of members

The Branch shall maintain the minimum number of members required by the Act.

9.2 Membership of the Branch

A member is an individual admitted to membership under these Rules and who has not ceased to be a Member.

9.3 Becoming a Member: consent

Every applicant for membership must consent in writing to becoming a Member.

9.4 Becoming a member: process

An applicant for membership must complete and sign any application form, and supply any information, as may be reasonably required by the Committee regarding an application for membership.

The Committee may accept or decline an application for membership. The Committee must advise the applicant of its decision (but is not required to provide reasons for that decision).

9.5 Obligations and rights

Every Member shall provide the Branch with that Member's name and contact details (including postal address, telephone number(s), and any email address) and promptly advise the Branch of any changes to those details.

Membership does not confer on any Member any right, title, or interest (legal or equitable) in the property of the Branch.

9.6 Other obligations and rights

All Members (including Committee Members) shall promote the interests and purposes of the Branch and shall do nothing to bring the Branch into disrepute.

A Member is only entitled to exercise the rights of membership (including attending and voting at General Meetings, accessing or using the Branch's premises, facilities, equipment and other property) if all subscriptions and any other fees have been paid to the Branch by their respective due dates, but no Member is liable for an obligation of the Branch by reason only of being a Member.

The Committee may decide what access or use Members may have of or to any premises, facilities, equipment or other property owned, occupied or otherwise used by the Branch, including any conditions of and fees for such access or use.

9.7 Subscriptions and fees

The annual subscription and any other fees for membership for the next current financial year shall be set by resolution of a General Meeting (at which it may also be decided whether payment can be made by periodic instalments).

Any Member failing to pay the annual subscription (including any periodic payment), any levy, or any capitation fees, within three (3) calendar month(s) of the date the same was due for payment shall be considered as unfinancial and shall (without being released from the obligation of payment) have no membership rights and shall not be entitled to participate in any Branch activity or to access or use the Branch's premises, facilities, equipment and other property until all arrears are paid within four (4) calendar months of the due date for payment of the subscription, any other fees, or levy the

Committee may terminate the Member's membership (without being required to give prior notice to that Member).

9.8 Ceasing to be a member

A Member ceases to be a Member:

- on death, or
- by resignation from that Member's class of membership by notice to the Secretary, or
- on termination of a Member's membership under these Rules.
- with effect from (as applicable):
 - the date of death of the Member, or
 - the date of receipt of the notice of resignation by the Secretary (or any subsequent date stated in the notice of resignation), or
 - the date of termination of membership under these Rules, or
 - the date specified in a resolution of the Committee.

9.9 Obligations on resignation

A Member who resigns or whose membership is terminated under these Rules:

- remains liable to pay all subscriptions and other fees to the Branch's next balance date,
- shall cease to hold himself or herself out as a Member of the Branch, and
- shall return to the Branch all material provided to Members by the Branch (including any membership certificate, badges, handbooks and manuals).
- shall cease to be entitled to any of the rights of a Branch Member.

9.10 Becoming a member again

Any former Member may apply for re-admission in the manner prescribed for new applicants, and may be re-admitted only by resolution of the Committee. However, if a former Member's membership was terminated following a dispute resolution process, the applicant may be re-admitted only by a General Meeting on the recommendation of the Committee.

10 General meetings

10.1 Annual General Meetings

An Annual General Meeting shall be held once a year, within 90 days of the year-end balance date, on a date and at a location determined by the Committee and consistent with any requirements in the Act, and the Rules relating to the procedure to be followed at General Meetings shall apply.

10.2 Annual General Meetings: business

The business of an Annual General Meeting shall be to:

- confirm the minutes of previous Branch Meeting(s),
- adopt the annual report on Branch business,
- adopt the Treasurer's report on the finances of the Branch, and the annual financial statements,
- set any subscriptions for the current and/or future financial year,
- consider any motions,
- consider any general business.

The Committee must, at each Annual General Meeting, present the following information:

- an annual report on the affairs of the Branch during the most recently completed accounting period,

- the annual financial statements for that period, and
- notice of any disclosures of conflicts of interest made by Committee Members during that period (including a brief summary of the matters, or types of matters, to which those disclosures relate).

10.3 Special General Meetings

Special General Meetings may be called at any time by the Committee by resolution. The Committee must call a Special General Meeting if the Secretary receives a written request signed by at least 10 per cent of Members. Any resolution or written request must state the business that the Special General Meeting is to deal with.

The Rules relating to the procedure to be followed at General Meetings shall apply to a Special General Meeting, and a Special General Meeting shall only consider and deal with the business specified in the Committee's resolution or the written request by Members for the Meeting.

10.4 Procedure

The Committee shall give all Members at least ten (10) Working Days' Notice of any General Meeting and of the business to be conducted at that General Meeting.

The General Meeting and its business will not be invalidated simply because one or more Members do not receive the Notice of the General Meeting.

All financial Members may attend, speak and vote at General Meetings:

- in person, or
- by a signed original written proxy (an email or copy not being acceptable) in favour of some individual entitled to be present at the meeting and received by, or handed to, the Secretary before the commencement of the General Meeting, or
- through the authorised representative of a body corporate as notified to the Secretary, and
- No other proxy voting shall be permitted.

No General Meeting may be held unless at least ten (10) eligible financial Members attend. This will constitute a quorum.

If, within half an hour after the time appointed for a meeting a quorum is not present, the meeting – if convened upon request of Members – shall be dissolved; in any other case it shall stand adjourned to a day, time and place determined by the Convenor of the Branch, and if at such adjourned meeting a quorum is not present those present in person or by proxy shall be deemed to constitute a sufficient quorum. Any decisions made when a quorum is not present are not valid.

- General Meetings may be held at one or more venues using any real-time audio, audio and visual, or electronic communication that gives each member a reasonable opportunity to participate.
- All General Meetings shall be chaired by the Convenor. If the Convenor is absent, the Deputy Convenor shall chair that meeting.
- Any person chairing a General Meeting has a deliberative and, in the event of a tied vote, a casting vote

Any person chairing a General Meeting may:

- With the consent of the General Meeting adjourn the General Meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

- Direct that any person not entitled to be present at the Meeting, obstructing the business of the Meeting, behaving in a disorderly manner, being abusive, or failing to abide by the directions of the chairperson be removed from the Meeting, and
- In the absence of a quorum or in the case of emergency, adjourn the Meeting or declare it closed.

The Committee may put forward motions for the Branch to vote on ('Committee Motions'), which shall be notified to Members with the notice of the General Meeting.

Any Member may request that a motion be voted on ('Member's Motion') at a General Meeting, by giving notice to the Secretary at least ten (10) Working Days before that meeting. The Member may also provide information in support of the motion ('Member's Information').

10.5 Minutes

Minutes must be kept by the Secretary of all General Meetings.

11 Committee

11.1 Composition

The Committee will consist of Members who are:

- natural persons; and
- not disqualified by these Rules or the Act.

The Committee will include:

- a Convenor,
- a Secretary and a Treasurer, who may be the same person, and
- not fewer than three (3) or more than twelve (12) other Committee Members.

The Committee will include at least three (3) NZSG members. If the number of members of the Committee is six (6) or less, the Committee will include fifty percent (50%) NZSG Members.

11.2 Qualifications

Prior to election or appointment, every Committee Member must consent in writing to be a Committee Member and certify in writing that they are not disqualified from being appointed or holding office as a Committee Member by these Rules or the Act.

The following persons are disqualified from being appointed or holding office as a Committee Member:

- a person who is under 16 years of age,
- a person who is an undischarged bankrupt,
- a person who is prohibited from being a director or promoter of, or being concerned or taking part in the management of, an incorporated or unincorporated body under the Companies Act 1993, the Financial Markets Conduct Act 2013, or the Takeovers Act 1993,
- a person who is disqualified from being a member of the Committee of a charitable entity under section 31(4)(b) of the Charities Act 2005,
- a person who has been convicted of any of the following, and has been sentenced for the offence, within the last 7 years:
 - an offence under subpart 6 of Part 4,
 - a crime involving dishonesty (within the meaning of section 2(1) of the Crimes Act 1961),
 - an offence under section 143B of the Tax Administration Act 1994,

- an offence, in a country other than New Zealand, that is substantially similar to an offence specified in subparagraphs (i) to (iii),
- a money laundering offence or an offence relating to the financing of terrorism, whether in New Zealand or elsewhere,
- a person subject to:
 - an order under section 108 of the Credit Contracts and Consumer Finance Act 2003; or
 - a forfeiture order under the Criminal Proceeds (Recovery) Act 2009; or
 - a property order made under the Protection of Personal and Property Rights Act 1988, or whose property is managed by a trustee corporation under section 32 of that Act.
 - a person who is otherwise disqualified from being a member of the Committee of a charitable entity under section 16 of the Charities Act 2005.

11.3 Election or appointment

The election of Committee Members shall be conducted as follows:

- Committee Members shall be elected during Annual General Meetings. However, if a vacancy in the position of any Committee Member occurs between Annual General Meetings, that vacancy shall be filled by resolution of the Committee (and any such appointee must, before appointment, supply a signed consent to appointment and a certificate that the nominee is not disqualified from being appointed or holding office as a Committee Member by these Rules or the Act).
- A candidate's written nomination, accompanied by the written consent of the nominee (who must be a financial member) with a certificate that the nominee is not disqualified from being appointed or holding office as a Committee Member by these Rules or the Act, shall be received by the Secretary before the date of the Annual General Meeting. If there are insufficient valid nominations received, further nominations may be received from the floor at the Annual General Meeting.
- Votes shall be cast in such a manner as the person chairing the Meeting determines.
- Two Members (who are not nominees) or non-Members appointed by the Convenor shall act as scrutineers for the counting of the votes and destruction of any voting papers.
- The failure for any reason of any financial Member to receive such Notice shall not invalidate the election.
- In the event of any vote being tied, the tie shall be resolved by the incoming Committee (excluding those in respect of whom the votes are tied).

11.4 Term

The term of office for all Committee Members shall be one (1) year, expiring at the end of the Annual General Meeting in the year corresponding with the last year of each Committee Member's term of office. Any member may be re-elected at the General Meeting.

11.5 Removal

Where a complaint is made about the actions or inaction of a Committee Member (and not in the Committee Member's capacity as a Member of the Branch) the following steps shall be taken:

- The Committee Member who is the subject of the complaint, must be advised of all details of the complaint.
- The Committee Member who is the subject of the complaint, must be given adequate time to prepare a response.
- The complainant and the Committee Member who is the subject of the complaint, must be given an adequate opportunity to be heard, either in writing or at an oral hearing by the

Committee (excluding the Committee Member who is the subject of the complaint) if it considers that an oral hearing is required,.

- Any oral hearing shall be held by the Committee (excluding the Committee Member who is the subject of the complaint), and/or any oral or written statement or submissions shall be considered by the Committee (excluding the Committee Member who is the subject of the complaint).
- If the complaint is upheld the Committee Member may be removed from the Committee by a resolution of the Committee or of a General Meeting, in either case passed by a two-thirds majority of those present and voting.

11.6 Cessation of Committee membership

A Committee Member shall be deemed to have ceased to be a Committee Member if that person ceases to be a Member.

Each Committee Member shall within 30 Working Days of submitting a resignation or ceasing to hold office, deliver to the Secretary all books, papers and other property of the Branch held by such former Committee Member.

11.7 Functions

From the end of each Annual General Meeting until the end of the next, the Branch shall be governed by the Committee, which shall be accountable to the Members for the advancement of the Branch's purposes and the implementation of resolutions approved by any General Meeting.

11.8 Officers' duties

At all times each Committee Member:

- shall act in good faith and in what he or she believes to be the best interests of the Branch,
- must exercise all powers for a proper purpose,
- must not act, or agree to the Branch acting, in a manner that contravenes the Act or these Rules,
- when exercising powers or performing duties as a Committee Member, must exercise the care and diligence that a reasonable person with the same responsibilities would exercise in the same circumstances taking into account, but without limitation, the nature of the Branch, the nature of the decision, the position of the Committee Member and the nature of the responsibilities undertaken by him or her,
- must not agree to the activities of the Branch being carried on in a manner likely to create a substantial risk of serious loss to the Branch or to the Branch's creditors, or cause or allow the activities of the Branch to be carried on in a manner likely to create a substantial risk of serious loss to the Branch or to the Branch's creditors, and
- must not agree to the Branch incurring an obligation unless he or she believes at that time on reasonable grounds that the Branch will be able to perform the obligation when it is required to do so.

Committee Members are immune from liability in civil proceedings for good-faith actions or omissions when carrying out or intending to carry out their responsibilities or when performing or exercising or intending to perform or exercise their functions, duties, or powers.

11.9 Powers

Subject to these Rules and any resolution of any General Meeting the Committee may:

- exercise all the Branch's powers, other than those required by the Act or by these Rules to be exercised by the Branch in General Meeting, and
- enter into contracts on behalf of the Branch or delegate such power to a Committee Member, sub-committee, employee, or other person.

11.10 General issues

The Committee and any sub-committee may act by resolution approved in the course of a conference call using audio and/or audio-visual technology or through a written ballot conducted by email, electronic voting system, or post, and any such resolution shall be recorded in the minutes of the next Committee meeting.

Other than as prescribed by the Act or these Rules, the Committee or any sub-committee may regulate its proceedings as it thinks fit.

Subject to the Act, these Rules and the resolutions of General Meetings, the decisions of the Committee on the interpretation of these Rules and all matters dealt with by it in accordance with these Rules and on matters not provided for in these Rules shall be final and binding on all Members.

11.11 Conflicts of interest

An Officer or a member of the Committee and/or member of a sub-committee who is an Interested Member in respect of any matter being considered by the Branch, must disclose details of the nature and extent of the interest (including any monetary value of the interest if it can be quantified)—

- to the Committee and or sub-committee; and
- in an Interests Register kept by the Committee.

Disclosure must be made as soon as practicable after the member of the Committee and/or sub-committee becomes aware that they are interested in the matter.

A member of the Committee and/or sub-committee who is an Interested Member regarding a matter—

- must not vote or take part in the decision of the Committee and/or sub-committee relating to the matter; and
- must not sign any document relating to the entry into a transaction or the initiation of the matter; but
- may take part in any discussion of the Committee and/or sub-committee relating to the matter and be present at the time of the decision of the Committee and/or sub-committee (unless the Committee and/or sub-committee decides otherwise).

However, a member of the Committee and/or sub-committee who is prevented from voting on a matter may still be counted for the purpose of determining whether there is a quorum at any meeting at which the matter is considered.

Where fifty (50) per cent or more of Committee Members are prevented from voting on a matter because they are interested in that matter, a Special General Meeting must be called to consider and determine the matter, unless all non-interested members agree otherwise, and where 50 per cent or more of the members of a sub-committee are prevented from voting on a matter because they are interested in that matter, the Committee shall consider and determine the matter.

12 Committee meetings

12.1 Frequency

The Committee shall meet at such times and places and in such manner (including by audio, audio and visual, or electronic communication) as it may determine and otherwise where and as convened by the Convenor or Secretary.

12.2 Procedure

The quorum for Committee meetings is at least two-thirds of the number of Committee Members.

13 Records

13.1 Register of Members

The Committee shall keep an up-to-date Register of Members, recording for each Member their name, contact details, the date they became a Member, and any other information required.

13.2 Contents of Register of Members

The information contained in the Register of Members shall include each Member's:

- postal address
- phone number (landline and/or mobile)
- email address (if any)
- the date the Member became a Member,
- whether the Member is financial or unfinancial

Every Member shall promptly advise the Branch of any change of their contact details.

13.3 Access to Register of Members

With reasonable notice and at reasonable times, the Branch shall make the Register of Members available for inspection by Members and Committee Members. However, no access will be given to information on the Register of Members to Members or any other person, other than as required by law.

13.4 Interests Register

The Branch shall maintain an up-to-date register of the interests disclosed by Officers.

13.5 Access to other information

A Member may at any time make a written request to the Branch for information held by the Branch. The request must specify the information sought in sufficient detail to enable the information to be identified.

The Branch must, within a reasonable time after receiving a request:

- provide the information, or
- agree to provide the information within a specified period, or
- agree to provide the information within a specified period if the Member pays a reasonable charge to the Branch (which must be specified and explained) to meet the cost of providing the information, or
- refuse to provide the information, specifying the reasons for the refusal.

Without limiting the reasons for which the Branch may refuse to provide the information, the Branch may refuse to provide the information if:

- withholding the information is necessary to protect the privacy of natural persons, including that of deceased natural persons, or
- the disclosure of the information would, or would be likely to, prejudice the commercial position of the Branch or of any of its Members, or
- the disclosure of the information would, or would be likely to, prejudice the financial or commercial position of any other person, whether or not that person supplied the information to the Branch, or
- withholding the information is necessary to maintain legal professional privilege, or
- the disclosure of the information would, or would be likely to, breach an enactment, or
- the burden to the Branch in responding to the request is substantially disproportionate to any benefit that the member (or any other person) will or may receive from the disclosure of the information, or
- the request for the information is frivolous or vexatious.

If the Branch requires the Member to pay a charge for the information, the Member may withdraw the request, and must be treated as having done so unless, within 10 Working Days after receiving notification of the charge, the Member informs the Branch —

- that the Member will pay the charge; or
- that the Member considers the charge to be unreasonable.

Nothing in this Rule limits Information Privacy Principle 6 of the Privacy Act 2020.

14 Finances

14.1 Control and management

The funds and property of the Branch shall be:

- controlled, invested and disposed of by the Committee, subject to these Rules, and
- devoted solely to the promotion of the objects and purposes of the Branch.

14.2 Balance date

The Branch's financial year shall commence on 1 April of each year and end on 31 March (the latter date being the Branch's balance date).

15 Dispute resolution

15.1 Raising disputes

Any grievance by a Member, and any complaint by anyone, is to be lodged by the complainant with the Secretary in writing and must provide such details as are necessary to identify the details of the grievance or complaint. All Members (including the Committee) are obliged to cooperate to resolve disputes efficiently, fairly, and with minimum disruption to the Branch's activities.

The complainant raising a grievance or complaint, and the Committee, must consider and discuss whether a grievance or complaint may best be resolved through informal discussions, mediation or arbitration. Where mediation or arbitration is agreed on, the parties will sign a suitable mediation or arbitration agreement.

The resolution of all disputes must be conducted in a manner that is consistent with natural justice.

15.2 Investigating disputes

This rule concerns any grievances of members relating to their rights and interests as Members, and any complaints concerning the alleged conduct or discipline of members, collectively referred to as "disputes."

These disputes procedures are designed to enable and facilitate the fair, prompt and efficient resolution of grievances and complaints.

Rather than investigate and deal with any grievance or complaint, the Committee may:

- appoint a sub-committee to deal with the same, or
- refer the same to an external arbitrator, arbitral tribunal, or external visitor (or referee), so long as minimum standards of natural justice and the following requirements under this rule are satisfied,

The Committee or any such sub-committee or person considering any grievance or complaint is referred to hereafter as the "decision-maker".

The decision-maker:

- shall consider whether to investigate and deal with the grievance or complaint, and
- may decline to do so (for instance, if the decision-maker is satisfied that the complainant has insufficient interest in the matter or otherwise lacks standing to raise it; the matter is trivial or does not appear to disclose material; the matter raised appears to be without foundation or there is no apparent evidence to support it; some damage to Members' interests may arise; or the conduct, incident, event or issue has already been investigated and dealt with by the Branch).

Where the decision-maker decides to investigate and deal with a grievance, the following steps shall be taken:

- The complainant and the Member, or the Branch which is the subject of the grievance, must be advised of all details of the grievance.
- The Member, or the Branch which is the subject of the grievance, must be given an adequate time to prepare a response.
- The complainant and the Member, or the Branch which is the subject of the grievance, must be given an adequate opportunity to be heard, either in writing or at an oral hearing if the decision-maker considers that an oral hearing is required.
- Any oral hearing shall be held by the decision-maker, and/or any written statement or submissions shall be considered by the decision-maker.

Where the decision-maker decides to investigate and deal with a complaint, the following steps shall be taken:

- The complainant and the Member complained against must be advised of all allegations concerning the Member, and all details of the complaint.
- The Member complained against must be given an adequate time to prepare a response.
- The Member complained against must be given an adequate opportunity to be heard, either in writing or at an oral hearing if the decision-maker considers that an oral hearing is required.
- Any oral hearing shall be held by the decision-maker, and/or any written statement or submissions shall be considered by the decision-maker.

A Member may not make a decision on or participate as a decision-maker in regards to a grievance or complaint, if two (2) or more Committee Members, or the decision-maker, consider that there are reasonable grounds to infer that the person may not approach the grievance or complaint impartially, or without a predetermined view. Such a decision must take into account the context of the Branch

and the particular case, and may include consideration of facts known by the other Members about the decision-maker, so long as the decision is reasonably based on evidence that proves or disproves an inference that the decision-maker might not act impartially.

15.3 Resolving disputes

The decision-maker may:

- dismiss a grievance or complaint, or
- uphold a grievance and make such directions as the decision-maker thinks appropriate (with which the Branch and Members shall comply),
- uphold a complaint and:
- reprimand or admonish the Member, and/or
- suspend the Member from membership for a specified period, or terminate the Member's membership, and/or
- order the complainant (if a Member) or the Member complained against, to meet any of the Branch's reasonable costs in dealing with a complaint.

16 Winding up

16.1 Process

The Secretary shall give Notice to all Members of:

- the proposed motion to wind up the Branch or remove it from the Register of Incorporated Societies, and
- the General Meeting at which any such proposal is to be considered,
- the reasons for the proposal, and
- any recommendations from the Committee in respect to such notice of motion.

Any resolution to wind up the Branch must be passed by a two-thirds majority of all Members present and voting.

16.2 Surplus assets

If the Branch is wound up, or liquidated, no distribution shall be made to any Member, and if any property remains after the settlement of the Branch's debts and liabilities, that property must be given or transferred to either:

- another organisation for a similar charitable purpose or purposes as defined in section 5(1) of the Charities Act 2005 or to a not-for-profit public library, museum or archive in the local area or,
- be held in trust by the New Zealand Society of Genealogists (NZSG) for a period of up to 3 years pending the formation of a new affiliated Branch in that area, or in the reformation of that affiliated Interest Group and at the end of that period, if not required for that purpose, be transferred to the New Zealand Society of Genealogists Incorporated.

All assets which belong to the Branch by virtue of being affiliated to the New Zealand Society of Genealogists must be returned to the NZSG.

16.3 Disaffiliation from the New Zealand Society of Genealogists

If the Branch wishes to disaffiliate from the New Zealand Society of Genealogists, it must follow the process laid out in Rule 12 of the Rules of the New Zealand Society of Genealogists and any accompanying Policies and Procedures laid out by the Board of the New Zealand Society of Genealogists.

17 Alterations to the Rules

17.1 Amending these Rules

The Branch may amend, add to or replace these Rules at a General Meeting by a resolution passed by a two-thirds majority of those Members present and voting.

Any proposed motion to amend or replace these Rules shall be signed by at least five (5) per cent of eligible Members and given in writing to the Secretary at least sixty (60) Working Days before the General Meeting at which the motion is to be considered and accompanied by a written explanation of the reasons for the proposal.

At least thirty (30) Working Days before the General Meeting at which any amendment is to be considered the Secretary shall give to all Members notice of the proposed motion, the reasons for the proposal, and any recommendations the Committee has.

When an amendment is approved by a General Meeting it shall be provided to Charities Services within three (3) months of the date of the amendment.

17.2 Bylaws

The Committee from time to time may make and amend bylaws, and policies for the conduct and control of Branch activities and codes of conduct applicable to Members, but no such bylaws, policies or codes of conduct applicable to Members shall be inconsistent with the Act, regulations made under the Act, or these Rules.

These rules were adopted at the Howick Branch AGM held on Saturday, 10 June 2023 and unanimously passed by the 27 members present at that meeting.

Robyn Williams
Convenor
NZSG Howick Branch