

CONSTITUTION

1 NAME -

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| 1.1 | The Club shall be called THE NEW ZEALAND VINTAGE TOOL COLLECTOR'S CLUB INCORPORATED hereinafter called the Club. |
| 1.2 | The registered office of the Club shall be at any location the Committee may decide upon. |
| 1.3 | The Club shall be a National Club; members outside the Auckland metropolitan area will be encouraged to form their own affiliated groups. |
| 1.4 | The area outside the Auckland metropolitan area shall be defined as the any area outside the dialling 09 area. |
| 1.5 | The Club shall be administered by a National Committee, hereinafter called The Committee, such members to be elected annually by the membership at the Annual General Meeting, hereinafter referred to as the AGM. |

2 OBJECTS

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| 2.1 | To promote the collection and preservation of antique and vintage tools, related technology and printed matter in New Zealand and encourage the importing of vintage and antique tools from overseas countries through auctions, tool shops, or by private means. |
| 2.2 | To do everything possible to promote and further the interests and growth of the Club. |
| 2.3 | To maintain an up-to-date library, the contents of which will contain information relevant to the objects of the Club. |
| 2.4 | To encourage members to research the history of their collections, i.e. the use for which the tool was manufactured, any special characteristic or sophisticated changes from a previous model. To encourage members to share this knowledge with all other Club members. |
| | To give practical demonstrations on Club meeting nights on |

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| 2.5 | restoration techniques and hands-on use of vintage and antique tools. |
| 2.6 | To promote and organise social functions of all kinds for benefit of the members. |
| 2.7 | To publish a magazine, to be called "The Collector" and all members encouraged to contribute to it. |
| 2.8 | To engage in the publication of other booklets for the purpose of documenting resources relevant to vintage and antique tool collectors. |
| 2.9 | To purchase, rent, take, or lease, or in exchange, hire or otherwise acquire, or sell, any real or personal property, but only with the authority of a simple majority of those present at a general, special or AGM meeting of the Club. |
| 2.10 | To print, publish, broadcast, advertise or publicise materials concerning the Club for the purposes of promoting the Club. |
| 2.11 | To attempt to affiliate with other Clubs and/or Societies throughout the world with similar objects. |
| 2.12 | To invest money with security in a Trading or Savings bank on such terms as may seem to the Committee expedient. |
| 2.13 | To pay the cost and expenses of carrying out the administration objects of the Club. |
| 2.14 | To do all the other things which in the opinion of the Club are necessary and conducive to the attainment of all the foregoing objects. |
| 2.15 | To raise or borrow monies for the purposes consistent with the Club's objectives, provided that no loan shall be raised without prior approval of the members at a Special General Meeting. |
| | Any income, benefit, or advantage must be used to advance the charitable purposes of the Club. |
| | No member of the Club or anyone associated with a member, is |

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| 2.16 | allowed to take part in, or influence any decision of the Club in the respect of payments to, or on behalf of, the member or associated person of any income, benefit, or advantage. |
| 2.17 | Any payments made to a member of the Club, or person associated with a member, must be for goods and services that advance the charitable purpose and must be reasonable and relative to payments that would be made to unrelated parties. |
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3 COMMON SEAL

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| 3.1 | The Secretary shall have custody of the Common Seal of the Club. The seal shall not be affixed to any deed, document or other instrument except by authority of the Committee. Only then, it must be in the presence of any two of the President, Secretary and Treasurer who will sign the document or other instrument to which the seal is so affixed. |
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4 WINDING UP

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| 4.1 | The Club may be wound up in the manner provided for by the Incorporated Societies Act 1908 or any amendment thereto or any Act passed in substitution therefore. |
| 4.2 | In the event of the event of the dissolution or winding up of the Club, surplus assets and funds available after payment of all the Club's liabilities and the expense of winding up shall be paid to a charitable organisation as may be decided by the remaining financial members. |

5 MEMBERSHIP

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| 5.1 | Membership of the Club shall be by application to the Committee, and the applicant shall, if required, appear before the Committee in support of the application. Acceptance of any application shall be by a simple majority present. The Committee reserves the right to reject any applicant. |
| 5.2 | The Committee may, at its discretion, approve Honorary Membership to any person who does not seek full membership but is willing to assist the Club in its objects. |

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| 5.3 | Life Membership: Any financial member of the Club who has rendered outstanding service to the Club may be nominated for Life Membership. |
| 5.4 | Any such nomination for Life Membership will be made by two financial members in writing and must be approved by the Committee prior to the election, which shall be only at an Annual General Meeting. |
| 5.5 | The election of a Life Member shall be by ballot of which the nominee or nominees must receive at least 75% of the votes cast. |
| 5.6 | Any such Life Member shall remain until removed by resignation or death, and shall be entitled to all privileges of the Club with all fees waived. |
| 5.7 | The number of Life Members shall not exceed one-tenth of the membership at the time of nomination. |
| 5.8 | Members shall at all times, abide by the Rules and Objects of the Club. |

6 SUBSCRIPTION

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| 6.1 | The Club's annual subscription on the recommendation of the Committee, shall be fixed at each Annual General meeting for the forthcoming year. |
| 6.2 | The annual subscription shall be payable at the time of submitting his/her application for membership and in the event of his/her application being declined the amount so paid shall be refunded in full. |
| 6.3 | The payment of subscriptions is due at the Annual General Meeting each year and entitles the member to vote at the Annual General meeting of the following year. |
| 6.4 | If by the next meeting following the AGM, a member has failed to pay their subscription, that member will deem to be un-financial and will cease to receive all privileges. |

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| 6.5 | Subscriptions may be reduced or waived by the Committee in special circumstances. |
| 6.6 | Members outside the Auckland Metropolitan area will pay a proportional amount of the Annual fee as set down for Auckland members as may be decided by the Committee. |

7. TERMINATION

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| 7.1 | Any member wishing to resign from membership during the year shall do so in writing to the Secretary. Upon resignation all privileges of membership shall terminate and any right or interest in the funds of the Club shall be forfeited with no refund payable for any part thereof. |
| 7.2 | The Club Committee may at any time by a majority of not less than two thirds of those present at a Committee meeting write off / remove from its roll any members for incapacity, misconduct or any such action considered prejudicial to the Club, providing that before any such action is taken, the member shall receive at least seven days notice requesting him / her to appear before the Committee. The Committee's decision shall be final, except that a member may appeal within 28 days to a General meeting of the Club. In which case a total of not less than 75% of the votes cast is necessary to confirm the dismissal. |
| 7.3 | The Committee reserves the right to ask any un-financial person present to leave a meeting if in their opinion their presence is prejudicial to the Club's objectives. |

8. CLUB COMMITTEE

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| 8.1 | <p>The Club's Committee shall consist of the following financial members :-</p> <ul style="list-style-type: none"> President Vice President Secretary Treasurer Immediate Past President Editor and six (6) other financial members <p>The Committee shall have the power to co-opt additional</p> |
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| 8.2 | members/advisers for special and/or temporary purposes. Such co-opted members shall not have the right to vote. |
| 8.3 | In the event of insufficient nominations for the Committee, the Committee shall have the power to co-opt additional members to bring the numbers up to strength. Such members to be approved by a simple majority at the next general meeting. |

9. DUTIES AND POWERS

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| 9.1 | The Club Committee remains responsible for all decisions and actions of the Club's administration. |
| 9.2 | <p>President</p> <p>The president or his designated appointee shall be the spokesperson for the Club.</p> |
| 9.3 | <p>Vice President</p> <p>The Vice President shall officiate in the President's absence.</p> |
| 9.4 | <p>Secretary</p> <p>The Secretary shall convene all meetings of the Club, and will be responsible for the recording of all minutes of all Committee, Club meeting nights, Special and Annual General Meetings, and administer all correspondence of the Club.</p> <p>The Secretary may spend up to \$50.00 between meetings in execution of his/her duties without first gaining approval from the Committee.</p> |
| 9.5 | <p>Treasurer</p> <p>The Treasurer shall receive all monies due to the Club and pay the same into the Club's bank account with a Trading or Savings Bank. Signatories to the Club's bank accounts will be the President, Vice President, Secretary and Treasurer.</p> <p>The Treasurer may spend up to \$50.00 between meetings in execution of his/her duties without first gaining approval from the Committee.</p> |
| 9.7 | The Treasurer shall :- |

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| 9.8 | Maintain proper financial records and membership lists, |
| 9.8.1 | Invest Club monies with the approval of Committee in a Trading or Savings bank, |
| 9.8.2 | Make such payments as are authorised by the Committee. All such payments require Committee approval and must be signed by two (2) of the four (4) signatories other than the \$50.00 limit. |
| | Reimburse money spent on presentation of a bona-fide receipt. |
| 9.8.3 | Maintain books of account and financial transactions of the Club. |
| | Prepare annual accounts and balance sheets. |
| | Submit such accounts for annual audit. |
| 9.8.4 | Indemnity of Officers |
| 9.8.5 | No officer of the Club shall be liable for acts, receipts, neglects or defaults of any other Officer of the Club, or for any loss occasioned by error of judgement or oversight on his/her part or any loss damage misfortune whatsoever shall happen in the execution of his/her duties of their office, or in relation thereto, unless the same happens through his/her own fault. |
| 9.8.6 | |
| | The Committee : - |
| 9.8.7 | Shall have power to deal with all routine correspondence and other business matters and shall refer to members at ordinary meetings only such matters of correspondence as are necessary in its opinion. |
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| | Interpretation |
| | The Committee having sought when necessary, appropriate professional advice, shall be the sole authority for interpretation of the constitutional rules of the Club. The decision of the Committee shall be final and binding of all members on any question of interpretation, upon any matter affecting the club and not provided for in these Rules. |
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10. PATRON

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| 10.1 | At the AGM, members may appoint a Patron without payment of a fee, who will remain in office for the remainder of that financial year. |
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11. ELECTIONS

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| 11.1 | At each Annual General Meeting officers and Committee members as set out in section 8.1 shall be elected |
| 11.2 | President The President's term in office shall not exceed three (3) years whereupon he/she must step down. In the event of no nominations for the position the incumbent may be elected. |
| 11.3 | Chairman The president has the right to chair the meeting but may ask the committee to appoint one. |
| 11.4 | Editor The Committee shall appoint an editor. The editor may co-opt one (1) assistant editor and up to three (3) sub-editors who will be responsible for the recording of special events, |

12. NOMINATIONS

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| 12.1 | Nominations for the for the position of all Committee members must be in writing, or put forward orally from the floor at the AGM. |
| 12.2 | If the nominations in any instance exceed the number required for that position, an election shall be held by "first past the post" system. |
| 12.3 | If the nominations are less than, or equal to, the number required, the Chairman of the Annual General Meeting shall declare the person or persons so nominated, elected. |
| 3 | If insufficient nominations are received, the Committee elect shall make every endeavour to co-opt such members as early as possible as allowed for under clause 8.3. |

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| 12.4 | Each nomination shall have a mover and a seconder. |
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13 TENURE

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| 13.1 | There is no restriction as to the term of elected officers and Committee members other than the President. |
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14 MEETINGS

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| 14.1 | Venues To be decided by the Committee. |
| 14.2 | There will be four types of meeting, General Club meetings, Special General meetings, Annual General meetings and Committee meetings. Additional informal meetings and/or social events may be held where no official business will be conducted. |
| 14.3 | General Club Members Meetings General Club meetings shall be held at such time date and place as the members may decide upon. |
| 14.4 | Committee Meetings Committee meetings shall be held at such time, date and place as the Committee may decide upon. |
| 14.5 | Special General meetings Special meetings may be called by the Committee at any time provided all members are given at least seven (7) days notice by the Secretary. The Secretary, on receipt of a requisition signed by not less than 12 financial members and giving notice of the business to be discussed, must call a Special meeting. The Secretary shall call a meeting to be held within thirty (30) days of |

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| 14.6 | such a requisition provided all members are given at least seven (7) days notice. Annual General Meeting The Annual General meeting shall be held in June. |
| 14.6.1 | A Notice of Motion from members to the Annual General Meeting shall be given to the Secretary in writing not less than thirty (30) days before the date set for the meeting to be included in the agenda. |
| 14.6.2 | All members shall be advised at least seven (7) days before the date appointed for the meeting and a copy of the Annual Report and Accounts shall accompany such notice, except where a Constitutional change is required – when thirty (30) days notice will be given. Confirmation by the Secretary shall be sufficient evidence that notices were sent as required by this rule. The order of business shall be decided by the Committee and shall be set out in the notice calling the meeting. Notification by hand delivery, post or electronic communication to the last known address of members will discharge any obligation to provide notice as required by these rules. |
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| 14.6.4 | |

15 FINANCIAL YEAR

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| 15.1 | The Financial Year of the Club shall be from the 1 st April to 31 st March |
| 15.2 | The Annual Accounts shall be reviewed by a competent person. |

16 QUORUMS

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| 16.1 | No business shall be transacted at any Committee meeting, General Club meeting, Special General meeting or Annual General meeting unless a quorum of members are present within half an hour after the time fixed for the meeting. |
| 16.2 | At all General Club meetings, Special General meetings and Annual general meetings of the Club, twelve (12) members in attendance - and having the right to vote – shall form the quorum. At Committee meetings of the Club, 50% of the Committee members present shall form the quorum. |
| 16.3 | If a Quorum is not present within half an hour of after the time appointed for the meeting, and the meeting has been convened by a requisition of members under Rule 14.5 the meeting shall be dissolved. In every other case it shall stand adjourned and if a quorum is not present half an hour after the time appointed for the meeting the numbers present shall form the quorum. |

17 VOTING

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| 17.1 | At all Committee, Sub-committee, General and Special meetings of the Club every question shall, except where otherwise provided in these Rules, be declared on the voices or by a show of hands unless a ballot is demanded by not less than one fifth of the persons present and entitled to vote. |
| 17.2 | Each financial member in the Club shall be entitled to one (1) vote. |
| 17.3 | At any meeting, a declaration by the Chairman that a resolution has been carried or lost, and an entry to the effect in the minutes of the proceedings shall be conclusive of the fact without proof of the number or proportion of votes in favour of or against such resolution. |
| 17.4 | A postal vote shall be permitted for any Constitution change of which thirty (30) days notice shall be given, |

18 RULES OF DEBATE

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| 18.1 | At all meetings of the Club, the New Zealand Standard Standing Orders shall apply. |
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19 DISQUALIFICATION OF COMMITTEE MEMBERS

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| 19.1 | The position of a Committee member shall be declared vacated if he/she |
| 19.2 | Is unfinancial. |
| 19.3 | In the opinion of the Club Committee, ceases to carry out the duties of his/her function as a member of the Committee. |
| 19.3 | Resigns his/her office by notice in writing to the Secretary. |

20 PUBLICITY

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| 20.1 | Only the President, and/or the person authorised by the Committee shall have the power to make official statements to any form of news media. |
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21 ALTERATIONS TO THE CONSTITUTION

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| 21.1 | The Rules of this Constitution shall come into force from the date of their adoption. They shall not be altered, amended or rescinded except by two thirds majority of the votes cast by financial members present, or by postal votes of those entitled to vote. Such business shall only be conducted at a meeting specially summoned for that purpose or at an Annual General meeting. |
| 21.2 | Notice of all proposed alterations to the Constitution other than those by the Committee must be in writing to the Secretary. |
| 21.3 | The Committee is empowered to renumber Rules and alter headings of this Constitution where necessary. |