



THE SWISS SOCIETY OF NEW ZEALAND

ESTABLISHED 1935

RULES OF THE SWISS SOCIETY OF NEW ZEALAND (INC.)

With Amendments dated:

4.9.1956; 24.5.1958; 11.6.1961; 27.5.1988; 31.5.1998; 6.6.1999
30.4.2019

1. RULES

The name of the Society shall be "THE SWISS SOCIETY OF NEW ZEALAND (INCORPORATED)", hereafter referred to as the "Society".

2. OBJECTS **Change to "Objectives"**

The ~~objects~~ **objectives** for which the Society is established are:

~~To take over the aims, the objects and the assets of the "Swiss Benevolent Society in New Zealand".~~ **To delete this.**

- a. To conserve, promote and advance the cultural standards of citizens of Swiss origin **living** NewZealand.
- b. To provide for the moral and the financial support of Swiss citizens living in New Zealand in urgent and deserving cases, in particular to care or provide for the needy families of living or deceased Swiss citizens, provide a decent burial and resting place for those who die without adequate means, and generally provide financial, ~~moral,~~ ~~or~~ social assistance, **or moral support** in any case in which the committee thinks fit. ~~but so that~~ **However**, no person considered by the committee and in the eyes of the Law of New Zealand or Switzerland to be of bad reputation or averse to honest work, shall receive any assistance from the Society. Financial support in the term of this paragraph shall only be given in cases where Social Security benefits prove insufficient.
- c. To assist Swiss immigrants to learn the New Zealand way of life.

- d. ~~To support the social and cultural contact among people of Swiss Origin.~~
To promote goodwill, harmony and understanding among the members of the Swiss Clubs, the Swiss community in New Zealand and other New Zealanders.
- e. To encourage the formation of provincial Branches and affiliations who would organise their local functions independently from the parent body. A Branch elects its own committee and looks after its own affairs within the Rules of the parent Society. The parent Society would grant assistance upon application from the Branches for needy cases laid down under paragraph 2.b. Any member of the provincial Branches must be a member of the Society. The parent body can assist Branches with an annual subsidy on the basis of their membership, not exceeding the amount of the surplus income in that particular year. ~~In the case of liquidation or a full year of non-activity of any Branch Club, the Swiss Society as the parent body shall have the authority to take over all liabilities or funds of such Clubs concerned and hold such funds in trust until such time as a similar Club is founded again in that particular district. If no similar Club is founded within a period of twenty (20) years, such funds shall become the property of the Society. All affiliated Clubs are required to alter any present contradictory rules accordingly.~~ **If upon winding up or dissolution of a branch/club of the Society whether voluntarily or by the Registrar of Incorporated Societies or otherwise there remains after satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed amongst the members of the Club but shall be given or transferred to some other Society or Societies within the Dominion of New Zealand and having objectives similar to the objectives of the Club, such gift to be determined by the members of the Club at or before the time of dissolution and in default thereof by the High Court of New Zealand if after a period of 5 years a similar club has not been formed.**
- f. ~~To publish a regular issue of a bulletin of the Society.~~ **The Swiss Society affairs shall be run by members of the affiliated clubs with each club, by rotation, taking office for a four year term. This includes the regular publication of a magazine, currently named "Helvetia".**
- g. ~~To represent the New Zealand Group of the New Helvetic Society.~~
- h. ~~To accept any trust or legacies for all or any purposes of the Society.~~
- i. ~~During term 4, a member of the succeeding club will be appointed to the existing committee to replace the residing vice president.~~ **At the AGM prior to a Club change in office, a member of the succeeding club will be appointed to the existing committee to replace the residing Vice-President.**

3. MEMBERSHIP

- a. All citizens of Swiss origin in New Zealand and their descendants shall be eligible for membership of the Society, except applicants decided by the committee of the Society to be unworthy of membership. **Family membership includes children up to the age of 18.**
- b. Persons who are not Swiss citizens or descendants ~~as foresaid~~, but who are of a friendly disposition towards Switzerland, may be admitted to membership by special decision of the committee, and shall have all rights and be subject to all the liabilities of members, entitled to vote, but not hold office in the Society, nor shall they receive any financial support from the Society.
- c. The committee may terminate the membership of any member who is twelve (12) months in arrears with payment of any subscription, and in any case where a member has acted to the detriment of the Society or of the Swiss Community in New Zealand. **After due enquiry and having given the member the right to be heard, the committee may recommend to a general meeting that the member be expelled.** ~~Before doing so, the Committee shall inform him/her of its intention by registered letter and shall give him/her an opportunity to state his/her case in writing or in person to the Annual General Meeting.~~ A member may resign his/her membership in writing to the Secretary.
- d. ~~Names of the new members shall be published in the next issue of the bulletin, and a complete list of all members shall be published in the Helvetia every three years.~~ **It is the responsibility of each club to keep a registry of its members and update the Society database.**
- e. **Excluding Life and Honorary Memberships, there is only one type of paid membership which covers individuals, partnerships and families including their children up to the age of 18.**
- f. **Life Member – A Life Member is a person honoured for meritorious services to the Society after recommendation by the committee and election as a Life Member by resolution of a General Meeting passed by two-thirds majority of those present and voting. A Life Member shall have all the rights and privileges of an Individual Member and shall be subject to all the duties of an Individual Member except those of paying subscriptions.**
- g. **Honorary Member – An Honorary Member is a person honoured for active or special interest or services to the Society or in an associated field elected as an Honorary Member by resolution of a General Meeting passed by two-thirds majority of those present and voting. An**

Honorary Member shall have no membership rights, privileges or duties.

4. SUBSCRIPTIONS

- a. The minimal annual subscription shall be fixed by decision of the Annual General Meeting **and set for the following financial year**, ~~and contributions and donations will be very much appreciated.~~
- b. The financial year of the Society shall end on the 31st March. Subscriptions for the ensuing year are **invoiced** ~~payable~~ on the 1st April of each year.
- c. ~~All Clubs must pay to the Society at least 50% of Society subscriptions, which they must collect annually from their members, on behalf of the Society by 30th September; a further 30% by 31st December; and the final balance outstanding by 1st March, each year. The first two payments shall be calculated based on the total number of members, exclusive of honorary members, of the previous financial year; and the final payment on the balance of the current financial year.~~ **All Club subscriptions must be paid in full to the Society by the 30th September.**

5. MANAGEMENT

- a. ~~The Committee of the Society consists of five or more members, namely of a President, a Vice-President, a Secretary, a Treasurer, and one or more District Executive members as decided by the Annual General Meeting. The official Swiss Representative in New Zealand shall be Patron and adviser of the Society.~~ **The Annual General Meeting shall elect Patrons (optional), President, Vice-President, Secretary and Treasurer and two other committee members all of whom (with the exception of any Patrons) shall be the Society's committee. The committee should consist of at least five elected members at any one time.**
- b. The committee shall be elected annually **and existing members are eligible for re election** at the Annual General Meeting, and shall hold office until the next Annual General Meeting, or until their successor is appointed. **See also (2f).**
- c. If any vacancy shall occur, it shall be filled by appointment by the committee until the next Annual General Meeting.
- d. If the President **and** the Vice-President are absent, ~~the~~ **then a senior Executive Member of the committee present shall preside. Seniority shall be**

~~determined by length of service on the Committee and then, if necessary, by age.~~

- e. The Secretary shall give notice of meetings in writing, keep the minutes, and conduct all correspondence, and may, by the direction of the committee, perform any of the duties of the Treasurer. ~~The Treasurer and/or the nominees of the Committee shall collect the annual subscription and other contributions to the funds of the Society.~~
- f. The Treasurer shall keep a comprehensive record of all moneys collected. **S/he** shall deposit all funds at the Bank nominated by the committee, and shall keep proper **records books** of accounts showing all the financial transactions of the Society. **S/he** shall also prepare the Annual Accounts and Balance Sheet which shall be available for inspection by members at the Annual General Meeting, and shall be published in **the Swiss Society magazine as soon as possible.** ~~the first issue of the bulletin following that meeting.~~ The banking account of the Society shall be operated upon in such a manner as the committee shall ~~from time to time~~ determine.
- g. The Branch or Club Executive members may be instructed by the committee to collect subscriptions and perform any other service the committee thinks fit.
- h. No member, or group of members, shall make any public or press statements purporting to be made by or on behalf of the Swiss Society, or any section thereof, except by or with the prior authority of the President of the Society.
- i. All committee members of the Society act in an honorary capacity.
- j. Any committee member not attending the Committee Meeting for twelve months without leave of absence shall not be eligible for further election.

6. MEETINGS

- a. An Annual General Meeting shall be held every year at such date, time and place as the committee decides. Such meeting shall be called by notice published in the ~~bulletin~~ **magazine** of the Society. The committee may, or shall, if required to do so by notice signed by at least ten members, call an Ordinary General Meeting at any other time or times by notice published in the regular issue of the Society's ~~bulletin~~ **magazine** at least twenty-one (21) days before the meeting takes place. The published notices of meetings shall state the nature of any special business to be dealt with at the Annual General Meeting, and of all business to be dealt with at any other General Meeting. Except with the approval of the committee on special grounds, or

by consent of the Meeting, no special business shall be considered by the Meeting where notice of such has not been published; but any member may likewise bring forward any notice for consideration by any meeting if the same be in the hands of the President or the Secretary at least one month before the date of the meeting and published.

- b. Any member unable to attend ~~a~~ meeting may vote by ~~post~~ **written** proxy.
- c. The quorum for all General Meetings shall be not less than ten (10) members present in person.
- d. The order of the business at Annual General Meetings shall be:
 - 1. Proof of publication of the required notices of the meeting and the presence of the quorum.
 - 2. Appointment of Scrutineers
 - 3. Reading of Minutes of the previous Annual General Meeting, and the last subsequent General Meeting, if any, and report on action taken.
 - 4. Presentation of Report of committee and approval of Accounts and Balance Sheet.
 - 5. Election of officers.
 - 6. Any unfinished, new, or other special business **under General Business**.
- e. The committee shall meet, adjourn, and otherwise regulate its proceedings as it shall think fit, but notice shall be given of every meeting to every member of the committee. The quorum for meetings of the committee shall be ~~five (5)~~ **four (4)**. A member of the committee may, and the Secretary on requisition of that member shall, at any time summon a meeting of the committee. A resolution in writing, signed by all the members of the committee, shall be so valid and effectual as if it had be passed at a meeting of the committee duly called and constituted.
- f. Voting at all meetings shall be by show of hands, or if a member so requires, then by secret ballot. On a ballot at a General Meeting, votes may be given either personally or by proxy.
- g. ~~Questions~~ **Motions** arising at any meeting shall be decided by a majority of votes. In case of an equality of votes, the President shall have a second or casting vote.

7. REGISTERED OFFICE

The registered office of the Society shall be the residence of the Secretary ~~for the time being~~. Notice of such office and of any change thereof shall be sent to the Registrar of Incorporated Societies.

8. REGISTER OF MEMBERS

The Society shall keep a register of members containing names, addresses, **email** and **date of birth of children** ~~occupations of all members~~, and the date on which they became members.

9. ANNUAL FINANCIAL STATEMENT

The Society shall ~~deliver annually~~ **submit** to the Registrar of Incorporated Societies **as soon as possible after the Annual General Meeting** ~~in such for and at such time as required~~ a statement containing the particulars, together with a certificate signed by an officer of the Society that has been submitted to and approved by the members of the Society at a General Meeting as follows, namely:

1. The income and expenditure of the Society during its last financial year.
2. The assets and liabilities of the Society at the close of the said financial year.
3. All mortgages, charges, and securities of any description affecting any of the property of the Society at the close of the said financial year.

10. INVESTMENT AND BORROWING POWERS

- a. The committee may from time to time, for the purpose of the Society, purchase, hire, or take on lease of any real or personal property.
- b. The Executive may from time to time, for the purpose of the Society, invest money in such forms as are authorised for investment of trust money.
- c. ~~The Society may from time to time, for the purpose of the Society, raise or borrow such sum or sums of money as it may think fit, necessary or expedient with or without security therefore, and may secure the payment of such sums by mortgage or submortgages of any real or personal property belonging to the Society, or by bonds, debentures, mortgage debentures, or other securities, or by bills of exchange, promissory notes or other negotiable instruments, powers, conditions, agreements, and obligations as it may think fit. Any such action must first be approved at a General Meeting.~~

11. COMMON SEAL

The committee shall procure a Common Seal of the Society on which the name of the Society shall appear. It shall be kept in such custody as the committee shall determine, and shall be affixed only pursuant to a resolution of the

committee in the presence of any two members of the committee, or in presence of one member and the Secretary.

12. ALTERATION OF RULES

These Rules may be altered, added to, or rescinded by the decision of the majority of the members present in person, or represented by proxy at an Annual General Meeting or a General Meeting of the Society, called inter alia for the purpose, after notice of the general nature of the proposed alteration has been presented in a prior issue of the bulletin of the Society.

13. WINDING UP

- a. The Society may be wound up if at a General Meeting of its members it passes a resolution requiring the Society so to be wound up, and the resolution is confirmed at a subsequent General Meeting called for that purpose and held not earlier than thirty (30) days after the date on which the resolution so to be confirmed was passed. A majority of two thirds **of members attending this meeting** is required for such confirmation.
- b. If, upon the winding up or dissolution of the Society, whether voluntarily, or by the Registrar of Incorporated Societies, or otherwise, there remains after satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid or distributed amongst the members of the Society, but shall be given or transferred to some other Society or Societies within the Domain of New Zealand having ~~objects~~ **objectives** similar to the ~~objects~~ **objectives** of the Society. Such gift to be determined by the members of the Club at or before the time of dissolution, and in default thereof, by the High Court in New Zealand.

14. WITHHOLDING TAX EXEMPTION STATUS REQUIREMENTS

- a. No part of the Society's income or funds is to be used or be available for the personal use or gain of any member or an associated person of any member.
- b. In order to prevent forfeiture of withholding tax exemption status, no alterations may be applied to either Rule 13.b. or Rule 14.a.