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2559362

## Application to incorporate a society

Sections 7 and 21, Incorporated Societies Act 1908



The society's name must end with the word **Incorporated**

The name cannot be the same as any other society, company or organisation. Check existing society and company names for free by doing a **Register Search** online at [www.societies.govt.nz](http://www.societies.govt.nz) and [www.companies.govt.nz](http://www.companies.govt.nz)

The Companies Office will endeavour to process your application form on the day it is received.

Except where specifically noted, the details you provide on this form (including details and signatures of the members and witnesses provided with this application) will be made publicly available on the Societies and Trusts Online website.

### 1. Name of society

MANGAWHAI ARTISTS (INCORPORATED)

### 2. Address of registered office

This address must be a physical address and NOT a PO Box, Private Bag or Document Exchange address.

75 Old Waipu Road  
MANGAWHAI 0505

### 3. Addresses for communication

Postal address (this can be a PO Box address) to which communications from the Registrar may be sent. The Registrar may also contact the society by email. **Note | The email address you provide here will not be publicly available.**

Postal address

P.O. Box 262  
MANGAWHAI 0540

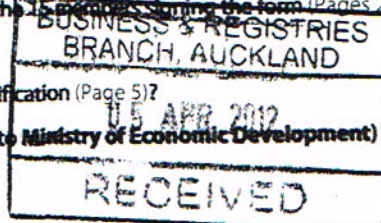
Email address (optional)

### 4. Annual General Meeting (AGM) month

The society's annual general meeting will usually be held in the month of: May

### 5. Checklist before filing your application

- ☒ Have you checked that the society's name is available by conducting a Register Search at [www.societies.govt.nz](http://www.societies.govt.nz) and [www.companies.govt.nz](http://www.companies.govt.nz)?
- ☒ Has the application form been signed by 15 members of the society (Pages 2 - 4)?
- ☒ Have all the signatures been witnessed by someone who isn't one of the 15 members signing the form (Pages 2 - 4)?
- ☒ Is a copy of the society's endorsed rules attached to the application?
- ☒ Has an officer of the society or a solicitor completed the attached certification (Page 5)?
- ☒ Is the fee of NZ\$102.22 included? (Cheques should be made payable to Ministry of Economic Development)



### 6. Your contact details

Name and postal address

Jennifer Ashford  
P.O. Box 262  
MANGAWHAI 0540

Email (optional)

NPC# 07

23 APR 2012

Telephone 09 431 4984

# Application to incorporate a society (continued)

Page 2 of 5

Form IS1

Name of society

MANGWHAI ARTISTS (INCORPORATED)

Date

28 MARCH 2012

I/We, the several persons whose names are subscribed hereto, being members of the above-mentioned society, hereby make application for the incorporation of the society under the foregoing rules, in accordance with the Incorporated Societies Act 1908.

## Witnesses

There is more than one witness to the members' signatures, each witness should complete the appropriate witness fields.

☒ Tick here if there is only one witness to all 15 members' signatures. In this case the witness should only complete the first set of witness fields.

## Members 1-4 (Note: Details of other members are continued on the next page)

Witnessed by

Name

JENNIFER MARY ASHFORD

Signature

*[Signature]*

1 Name

Address

75 OLD WAIPU RD  
PO BOX 262, MANGAWHAI 0500

Address

ROGER CHARLES ASHFORD

Signature

*[Signature]*

75 OLD WAIPU ROAD, MANGAWHAI 0505

Name

JEANETTE CLARK

Signature

*[Signature]*

2 Name

Address

108 MOIR POINT RD, MANGAWHAI

Address

Signature

Name

BARRY ALAN CLARK

Signature

*[Signature]*

3 Name

Address

108 MOIR POINT RD, MANGAWHAI

Address

Signature

Name

Melissa Hockenbuhl

Signature

*[Signature]*

4 Name

Address

65a MOIR ST, Mangawhai 0505

Address

Signature



# Application to incorporate a society (continued)

Name of society

MANGAWHAI ARTISTS (INCORPORATED)

Date

28 MARCH 2012

I, the several persons whose names are subscribed hereto, being members of the above-mentioned society, hereby make application for the incorporation of the society under the foregoing rules, in accordance with the Incorporated Societies Act 1908.

## Members 5-10 (Note: Details of other members are continued on the next page)

Witnessed by (to be completed if there is more than one witness)

Name BRETT ANDERSON Signature

Address 18 WOOD ST. Manawhau

Name CHERYL LYNN DENISE MITCHELL Signature Cheryl Mitchell

Address 110 Garbolino Road, RD 2 Kaiwaka

Name GLENYSE GIOVANNA TAYLOR Signature Glyn Taylor

Address 494, ONEKIRI RD., RD 2 KAIWAKA

Name Bev. Taylor. Signature

Address 494, ONEKIRI RD. RD 2 KAIWAKA. 0573.

Name 7V Smith, Toni Smith Signature 7V Smith

Address 82 Underwood Rd, Pt. Albert R.D.

Name 0 Name Signature

Address 40 Cullen st Manawhau

Signature Jennifer Colgate

Address 51a Jack Boyd Drive RD 2 KAIWAKA

Signature Malcolm Roberts

Address Penrose Farm 59 Old Waipua Rd

Signature Pauline Toye

Address 12 Salsrock L. Manawhau 0505

Signature

Address

Signature

Address

Signature

Address



Application to incorporate a society (continued)

Name of society

MANGAWHAI ARTISTS (INCORPORATED)

Date

28 MARCH 2012

I, the several persons whose names are subscribed hereto, being members of the above-mentioned society, hereby make application for the incorporation of the society under the foregoing rules, in accordance with the Incorporated Societies Act 1908.

Members 11-15

1 Name Pauline Toye Signature *Pauline Toye*

Address 12 Sailrock Rd Mangawhai

2 Name Jennifer Calgate Signature *Jennifer Calgate*

Address 51a Jack Boyd Drive RD2 KAIWAKA

3 Name Malcolm Roberts Signature *Malcolm Roberts*

Address Penrose Farm 59 Old Waipara Mangawhai

4 Name WENDY CLIFFORD Signature *Wendy Clifford*

Address 98 King Rd RD2 Kaiwaka 0573

5 Name Marie Flavell Signature *Marie Flavell*

Address 11 Chevior St My Heads

Witnessed by (to be completed if there is more than one witness)

11 Name

Signature

Address

12 Name

Signature

Address

13 Name

Signature

Address

14 Name

Signature

Address

15 Name

Signature

Address

Name of society

MANGAWHAI ARTISTS (INCORPORATED)

9. Certificate

The certificate must be completed by an officer of or solicitor for the society who should also sign the first page of the rules that are being submitted.

I certify that:

- (i) a majority of the members have consented to the application; and
- (ii) the rules that are endorsed with the application are the rules of the society.

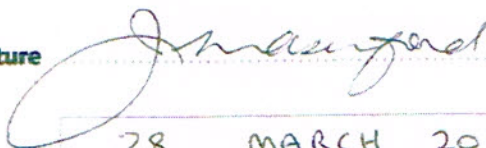
Name

Jennifer Ashford

Position

Secretary

Signature



Date

28 MARCH 2012



What must be included in your rules?

Section 6 of the Incorporated Societies Act 1908 requires that a society's rules include the following:

The name of the society (ending with the word Incorporated)

The objects for which the society is established

How people become members of the society and cease being members of the society

How meetings of the society will be called and held and how voting will take place

How officers of the society will be appointed

Control and use of the common seal

How the society's funds will be controlled and invested

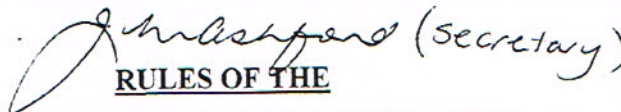
The powers (if any) that the society has to borrow money

How any property of the society will be distributed in the event of the society being wound up

How the rules of the society can be altered.



I JENNIFER MARY ASHFORD HEREBY CERTIFY THAT  
this is a true and correct copy of the Rules  
of MANGAWHAI ARTISTS (INCORPORATED)

 (Secretary)

RULES OF THE  
MANGAWHAI ARTISTS (INCORPORATED)

NAME

1. The name of the Society shall be "Mangawhai Artists (Incorporated)".

OBJECTS

2. The objects for which the Society is established are:
  - (a) To provide the vehicle to support, promote and nurture creativity of all art forms in the Mangawhai Community and elsewhere.
  - (b) To promote and foster the appreciation of art.
  - (c) To enable local artists to achieve their inherent potential.
  - (d) To promote and foster activities in art and art appreciation in Mangawhai and elsewhere.
  - (e) To promote and encourage local artists by providing opportunities for participation and instruction in painting, drawing and visual arts, to hold exhibitions and to give prizes in connection with such exhibitions.
  - (f) To purchase take on lease or in exchange or otherwise acquire or hold any real or personal property and any rights and privileges which the Society shall deem necessary or expedient for the purposes of attaining or furthering the objects of the Society.
  - (g) To sell, mortgage, lease, exchange or otherwise deal with or dispose of any real or personal property and any rights and privileges of the Society.
  - (h) To construct, relocate, maintain or alter, add to or re-erect from time to time on any land purchased, lease or acquired by the Society any building or buildings for the purposes of the Society.
  - (i) To purchase or acquire all necessary materials, fittings and furniture for any building or premises in which the operations of the Society may be carried on or which may be used by the Society for the promotion of its objects or any of them.



- (j) At the discretion of the Society to accept donations, gifts or bequests of money, works of art or other exhibits of any kind or any other real or personal property for the purposes of the Society subject to any conditions that the donors or the testators may impose and to accept loans for periods of any works of art on such terms and conditions as may be agreed between the lenders and the Society.
- (k) To borrow or raise money at interest or otherwise from time to time by the issue of debentures, bonds, mortgages or any other security founded on all or any of the property and/or rights of the Society or without any such security and upon such terms as to priority and otherwise as the Society shall think fit.
- (l) To invest moneys not immediately required upon such securities as may from time to time be determined by the Committee of the Society.
- (m) To do all such things as are incidental or conducive to the attainment of the above objects or any of them.

#### MEMBERSHIP AND SUBSCRIPTIONS

3. The members of the Society shall be divided into two (2) classes and shall comprise:
  - (a) **Members** who have an interest, or participate, in painting, drawing and the visual arts.
  - (b) **Life Members.** The Committee may by a simple majority appoint any Member of the Society a life member in recognition of any long or outstanding service rendered to the Society by that member. Life Members shall have full privileges of membership without payment of subscriptions or fees.
4. Any person of good repute shall be eligible for membership of the Society.
5. Prospective members of the Society may attend the activities of the Society as visitors for not more than two (2) months after which any prospective members must apply for membership and pay a full annual subscription.
6. (a) The annual subscriptions for Members shall be fixed each year at the Annual General Meeting of the Society and subscriptions shall be due and payable within one (1) calendar month from the date of the Annual General Meeting. The subscription year commences on the 1<sup>st</sup> day of May in each year and concludes on the 30<sup>th</sup> day of April of the following year.



- (b) If the Committee decides by a simple majority that it is in the Society's best interests to increase the subscription before the next Annual General Meeting, the Committee may call a Special General Meeting by following the process provided in Rule 17.

### **CESSATION OF MEMBERSHIP**

- 7. (a) A Member may resign by notice in writing to the Secretary.
- (b) Any Member whose subscriptions shall be in arrears for more than three (3) months shall, unless the Committee in its discretion decides otherwise, cease to be a member of the Society and the Committee shall remove the name of any such person from the Roll of Members.
- (c) The Committee shall have power to expel any Member for continued misconduct but only after due written warning shall have first been given by the Committee to that Member.
- (d) The Committee shall have the power to expel any Member who has brought the Society into disrepute.

### **OFFICERS AND COMMITTEE**

- 8. (a) The Officers of the Society shall consist of a President, a Vice President, a Secretary, a Treasurer and a Committee consisting of these Officers and up to eight (8) further Members. The office of Secretary and the office of Treasurer may be combined and held by one (1) person.
- (b) The Officers of the Society (and the other Members of the Committee) shall be elected at the Annual General Meeting and shall hold office until their successors are duly elected.
- (c) A Patron may be elected at each Annual General Meeting.
- (d) An Honorary Independent Auditor shall also be elected at each Annual General Meeting. Such Auditor shall be a responsible and suitably qualified person, not necessarily a certified member of the Institute of Chartered Accountants.
- (e) Election to office shall be by a majority vote on being proposed by one (1) Member of the Society and seconded by another. Nominations of Members for office in the Society or for membership of the Committee shall be in writing and



must be accompanied by the written consent of the nominee. All such nominations must be in the hands of the Secretary seven (7) days prior to the date of the Annual General Meeting (exclusive of the date of the meeting) and no such nominations may be taken from the floor. If insufficient nominations are received to fill all positions any vacancies so arising shall be treated as casual vacancies.

- (f) The Committee shall have power to appoint any eligible Member of the Society to fill a casual vacancy occurring on the Committee.
  - (g) The President of the Society may hold office for not more than two (2) consecutive years and on the termination of his/her term of office shall not be eligible for re-election as President for a period of one (1) year.
9. The Secretary (or appointed substitute) shall attend all general and committee meetings of the Society. She/he shall keep minutes of all such meetings and shall make available the Minute Book of the Society for the inspection of any Member at any reasonable time. She/he shall keep filed copies of all documents and letters with reference to the Society. She/he shall keep a Roll of Members and conduct all correspondence of the Society and perform all such other duties relevant to his/her office as may be required by the Committee.
  10. All moneys due to the Society shall be paid to the Treasurer and his/her receipt shall be a sufficient discharge. The Treasurer shall open and operate a bank account in the Society's name at a bank approved by the Committee and shall place all funds of the Society to the credit of that account. She/he shall have the authority to pay all day to day operational costs of the Society subject to clause 12 but will submit all accounts so paid, as well as any other accounts for approval, to the Committee. She/he shall submit annually at the Annual General Meeting a statement of the financial position of the Society (duly reviewed by the Honorary Auditor) and a record of the receipts and expenditure for the last financial year with a statement showing the assets and liabilities of the Society as at the end of the financial year preceding the Annual General Meeting.

### **MANAGEMENT**

11. (a) Subject to any direction of a General Meeting the Committee shall have the full power of management and control of the affairs, property and business of the Society and in particular but without limiting the general powers conferred upon it, shall have the following duties and powers:
  - (i) To receive control and expend funds of the Society.

- (ii) From time to time to make, repeal and amend all such by-laws and regulations (not being contrary to or inconsistent with these Rules) as it may think necessary for the smooth running of the Society.
- (iii) To borrow money and to secure the repayment together with interest by way of mortgage, debenture or otherwise.
- (iv) In the corporate name of the Society to make and enter into any deed, contract or agreement and to authorise and empower the proper officers to affix the seal of the Society to all documents required to be executed by the Society.
- (b) The Committee shall be the sole authority for the interpretation of these Rules and any by-laws and regulations of the Society and its decision shall be final and binding.
- 12. The Committee shall have power to open and operate, on any Bank Account or Accounts at the discretion of the Committee and any such accounts may be operated upon and cheques and other withdrawals signed and/or endorsed by such person or persons as the Committee may from time to time decide provided that the Committee may in particular authorise two persons to endorse cheques to be paid to the credit of any Bank Account.
- 13. The financial year of the Society shall commence on the first day of May in each year and terminate on the last day of April after which date the accounts of the Society shall be balanced.

## **MEETINGS**

### **General Meetings**

- 14. The Annual General Meeting of the Society shall be held within three (3) months of the end of the Society's financial year for the purpose of:
  - (a) Receiving the report of the outgoing Committee.
  - (b) Receiving the Treasurer's annual statement of accounts.
  - (c) Electing the Officers and Committee for the ensuing year.



- (d) Electing of a Patron.
  - (e) Electing an Honorary Auditor.
  - (f) Determining the honorarium of the President, Secretary, Treasurer and Honorary Auditor.
  - (g) Considering any notices of motion which must be in the hands of the Secretary at least fourteen (14) days prior to the date of the Annual General Meeting.
  - (h) Considering any general business or matter submitted to the meeting.
15. General Meetings, including the Annual General Meeting, shall be convened by notice either:
- (a) Advertised in the local newspaper; or
  - (b) Posted or delivered to Members at their last known place of abode or business; or
  - (c) Emailed to Members at their last known email address;
- at least fourteen (14) days prior to the date fixed for the holding of any such meeting.
16. (a) Each General Meeting of the Society shall be presided over by the President or in his/her absence or at his/her request the meeting shall elect its own Chairperson from one of those Members who may be present. The Chairperson presiding at any meeting shall have a deliberative as well as a casting vote.
- (b) No business shall be transacted at any General Meeting of the Society unless a quorum is present at the time when the meeting proceeds to business. The quorum for any General Meeting of the Society shall be 20% of the Members for the time being of the Society.
- (c) If within half an hour from the time appointed for any meeting a quorum is not present, the meeting shall stand adjourned to the same day in the next week and at the same time and place and the Members present at the adjourned meeting may transact any business as if they constitute a full quorum.
- (d) The Chairperson of any General Meeting of the Society may, with the consent of the meeting, adjourn the 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.

- (e) Every question submitted to any General Meeting of the Society shall be decided in the first instance by a show of hands and in the case of an equality of votes, the Chairperson shall, both on a show of hands and on a poll, have a casting vote in addition to the vote to which she/he may be entitled as a Member. At any meeting unless a poll is demanded by the Chairperson or by at least three (3) Members present, a declaration by the Chairperson that a resolution has been carried or carried by a particular majority, or lost or not carried by a particular majority, and any entry to that effect in the books containing the Minutes of the

proceedings of the Society shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution. If a poll be demanded, it shall be taken in such manner and at such times and place as the Chairperson of the meeting directs and the result of the poll shall be deemed to be a resolution of the meeting at which the poll was demanded. A demand for a poll may be withdrawn. The demand for a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which the poll has been demanded.

- (f) On a show of hands and upon a poll, every Member present in person shall have one vote. Votes must be given personally and not by proxy.
17. On the requisition in writing of the Committee or of not less than ten (10) Members of the Society, stating for what purpose or purposes the meeting is required, the Secretary shall convene a "Special General Meeting" of the Society. Notice of such meeting stating the purpose(s) for which it is called shall be given as prescribed in Rule 15 and no business other than that specified in such notice shall be dealt with at any Special General Meeting.

### **Committee Meetings**

18. The Committee shall meet at least four (4) times each year.
19. If any member of the Committee is absent from three (3) successive Ordinary Meetings of the Committee without obtaining leave of absence, he or she shall cease to be a member of the Committee.
20. Special Meetings of the Committee may be called by the Secretary on the written requisition of the President or any two (2) Committee Members.



21. A majority of Members present in person shall constitute a quorum for Committee Meetings.
22. All meetings of the Committee shall be presided over by the President or in his/her absence or at his/her request the meeting shall elect its own Chairperson from one of the Committee Members present. All resolutions of the Committee shall be deemed passed if approved by a simple majority of the Committee Members present at the meeting and voting. In the case of an equality of votes the Chairperson presiding at the meeting shall have a second or casting vote.
23. The Treasurer shall provide a statement of the current financial position of the Society to the Committee at all such Committee Meetings along with a list of the accounts for

payment which are to be recorded in the Minutes of the meeting and approved (or otherwise) for payment before actual payment.

#### **PAYMENT TO MEMBERS**

23. No Member of the Society or any person associated with a Member shall participate in or materially influence any decision made by the Society in respect of the payment to or on behalf of that Member or associated person of any income, benefit or advantage whatsoever. Any such income paid shall be reasonable and relative to that which would be paid in an arms-length transaction (being the open market value).

#### **ALTERATION OF RULES**

24. The Rules of the Society may be altered, added to or rescinded by a Resolution passed at any General Meeting of which notice has been given as prescribed in Rule 15 hereof. Every such notice shall contain a copy or set forth the nature or purpose of the Resolution to be moved at the meeting so called. No such alteration, addition, rescission or other amendment shall be valid until accepted and registered by the Registrar of Incorporated Societies and no addition to, or alteration or rescission of Clause 23 ("Payments to Members") and of Clause 26 ("Dissolution") shall be approved without the approval of the Charities Commission and the Inland Revenue.



## Certificate - Alteration of rules

Section 21 Incorporated Societies Act 1908

### 1. Name of society

**MANGAWHAI ARTISTS INCORPORATED**

### 2. Society number

**2559362**

I certify that the alteration has been made in accordance with the rules of the society.

### Name

**JAN GROVER**

### Position

**Secretary/Treasurer**

### Signature

*[Handwritten signature]*

221 5 114

### 3. Complete this checklist before filing your application

- ☒ This certification has been completed by an officer of or a solicitor for the society.
- ☒ A copy of the rule alteration(s) is attached. **NOTE** | This can either be a complete copy of the updated rules with the alterations underlined or in bold type, or a copy of the particular rule(s) that were altered.
- ☒ The copy of the alteration to rules has been signed by three members of the society.

#### For society name changes --

- ☐ This rule alteration also includes a name change for the society, and
- ☐ We have checked that the new name of the society is available by conducting Register Searches at both [www.societies.govt.nz](http://www.societies.govt.nz) and [www.companies.govt.nz](http://www.companies.govt.nz).

### What must be included in your rules?

Section 6 of the Incorporated Societies Act 1908 requires that a society's rules include the following:

- The name of the society (ending with the word Incorporated)*
- The objects for which the society is established*
- How people become members of the society and cease being members of the society*
- How meetings of the society will be called and held and how voting will take place*
- How officers of the society will be appointed*
- Control and use of the common seal*
- How the society's funds will be controlled and invested*
- The powers (if any) that the society has to borrow money*
- How any property of the society will be distributed in the event of the society being wound up*
- How the rules of the society can be altered*

**NPC# 17**  
**30 MAY 2014**

### 4. Your contact details

Name and postal address

**Jan Grover**  
**58 Old Waipu Road**  
**MANGAWHAI 0505**

Email



## MANGAWHAI ARTISTS (INCORPORATED)

### 1. AMENDMENT TO CLAUSE 2.(c)

Delete clause 2.(c) and replace with the following clause 2.(c)  
viz:

**"2.(c) To encourage artists to achieve their inherent potential."**

### 2. AMENDMENT TO CLAUSE 2.(e)

Delete clause 2.(e) and replace with the following clause 2.(e)  
viz:

**"2.(e) To promote and encourage the development, exploration, study and practice of all art in all its forms in New Zealand by providing opportunities for participation and instruction in painting, drawing and visual arts and to hold exhibitions, symposiums, open studios and other arts events."**

We

Jan Bernice Crover

Anthony Lawrence Allen

.....; and

Malcolm Frederick Roberts

} 3 members  
PRINT  
Full names

being members of **MANGAWHAI ARTISTS (INCORPORATED)** ("the Society")

**HEREBY CERTIFY** that the above changes to the Society's Rules were ratified and adopted at the Society's Annual General Meeting held at Mangawhai on Tuesday 20<sup>th</sup> May, 2014.

x J. Crover

x Allen

x M. F. Roberts

signatures