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Incorporated Society Change of Rules Certification

Name of Society NEW ZEALAND FEDERATION OF HISTORICAL SOCIETIES INCORPORATED Society Number 213076

I certify that the rules have been altered in accordance with the society's rules and that the altered rules endorsed by the three members are the rules of the society.

Please tick if the rule change includes a name change for the society

Name Robin B. Astridge Position President
 Date 19th April 2006 Signature [Handwritten Signature]

Note: This certification must be completed by an officer or solicitor of the society.

Checklist before filing:

- Has the Change of Rules Certification been completed by an office or solicitor of the society?
- Has the copy of the rule change been signed by 3 members of the society?
- Is a copy of the rule change(s) attached? This can either be a complete copy of the updated rules, or a copy of the individual rule(s) that were changed
- If the name of the society is being changed, have you checked the name is available by conducting a Register Search at www.societies.govt.nz and www.companies.govt.nz?

Note: Section 6 of the Incorporated Societies Act 1908 requires a society's rules to 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 stop 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
- 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.

NATIONAL SOCIETIES REGISTER
 24 APR 2006
 RECEIVED

P# 27
 24 APR 2006

Your Contact Details

Name and Postal Address:
Mr R.B. Astridge
517 Punia Rd
Te Anau 7400

Other Details

Telephone: 07 870 4424
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Post To

Incorporated Societies Register
 Companies Office
 Private Bag 92061
 Auckland Mail Centre 1020

THE NEW ZEALAND FEDERATION OF HISTORICAL SOCIETIES
INCORPORATED

RULES

1. NAME The name of the society shall be THE NEW ZEALAND FEDERATION OF HISTORICAL SOCIETIES INCORPORATED (hereinafter called "the Federation").

2. OFFICE The registered office of the Federation shall be the office of the Secretary for the time being of the Federation.

3. INTERPRETATION

(1) In these Rules:

"Constituent society" means a society which is enrolled as a member of the Federation under Rule 5.

"Delegate" means a person appointed by a constituent society to represent it at meetings of the Federation.

"Executive Committee" means the committee set up under Rule 9.

"Historical society" means an organized group of persons abiding by rules for the management of its affairs and meeting from time to time for discussions, lectures, outings and similar activities in respect of history.

"Secretary" means the person appointed as Secretary of the Federation under Rule 9 (1).

(2) Any question arising as to the interpretation of these Rules shall be decided by resolution of the Executive Committee by a simple majority.

4. OBJECTS The objects of the Federation shall be :

(1) To foster, and stimulate interest in New Zealand history and in the activities and objects of historical and kindred societies.

(2) By advocacy, representation and publicity at higher levels to assist constituent societies whenever possible.

(3) To encourage and assist in the formation and growth of historical societies throughout New Zealand.



A handwritten signature in black ink, consisting of a large, stylized initial 'h' followed by a series of loops and a final 'N'.

KJS

- (4) To disseminate news of constituent societies by means of newsletters, circulars, journals, releases to news media and other appropriate methods.
- (5) To gather and expend funds or acquire property as required for the attainment of the objects of the Federation and to keep records of all such transactions.

5. MEMBERSHIP

- (1) Any historical society as defined in rule 3 (1) may be enrolled as a constituent society.
- (2) Any organization such as faculties, departments, schools of study, research groups and the like whose objects include :
 - (a) the study of historical documents or writings ; or
 - (b) the recording of oral memories and reminiscences ; or
 - (c) the study of New Zealand oriented archeology or genealogy or any organization whose operation, in the opinion of the Executive Committee, is calculated to assist the Federation to achieve any of its objects.May apply for enrolment as a constituent society.
- (3) Applications for enrolment shall be addressed to the Secretary and subject to acceptance by the Executive Committee.

6. ASSOCIATE MEMBERSHIP

- (1) Any individual person may apply for associate membership of the Federation. Such applications shall be addressed to the Secretary and are subject to acceptance by the Executive Committee
- (2) An associate member shall be entitled to attend all general meetings of the Federation and may speak but may not move any resolution nor vote at such meetings.

7. TERMINATION OF MEMBERSHIP

- (1) A constituent society or an associate member may resign from the Federation by notice in writing given to the Secretary.
- (2) The Executive Committee may for any reason it deems sufficient, after proper consultation with a constituent society or associated member, terminate the membership of such constituent society or associate member provided that such

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society or member has the right to appeal to the Federation at the next Annual General Meeting.

8. SUBSCRIPTIONS

- (1) The annual subscription for the following financial year shall be fixed by resolution at each Annual General Meeting of the Federation.
- (2) Subscriptions may differentiate between classes of members as may be defined by the resolution.
- (3) All subscriptions shall be payable not later than the 31st March in the year to which they apply.

9. OFFICERS

(1) At each Annual General Meeting the following officers shall be elected from constituent Societies with the exception of Patron :

- (a) Patron – may be elected
- (b) President
- (c) Vice President
- (d) Secretary
- (e) Treasurer

Note: The offices of Secretary and Treasurer may be combined

(f) A minimum of four with a maximum of six ordinary members of the Executive Committee

(2) The President shall preside over all meetings of the Federation and of the Executive Committee. The President shall prepare the annual report.

(3) The Vice President shall assist the President in the performance of Presidential duties and in the absence or incapacity of the President shall assume all duties of the President.

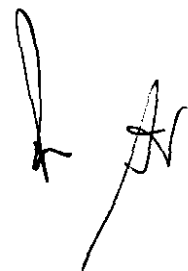
(4) The Secretary shall :

(a) keep all records and minutes of Federation and Executive meetings.

(b) call meetings of the Executive Committee as and when directed by the President or as requested in writing by two members of that Committee.

(c) receive all correspondence and lay same before the Executive Committee

(d) hand to the Treasurer all accounts and monies received.



RJS

(e) be the custodian of all books, papers and other property of the Federation other than such material as relates to accounts and other financial matters.

(f) keep a register of constituent societies and associate members.

(5) The Treasurer shall :

(a) collect and receive all monies of the Federation and make payments on its behalf as authorized by the Executive Committee. All monies of the Federation shall be banked as soon as practicable in an account established in the name of the Federation. All payments shall be made by cheque signed by any two of three signatories duly authorized by the Executive Committee.

(b) submit to each Executive Committee Meeting a statement of income and expenditure

(c) prepare, cause to be reviewed and submit to each Annual General Meeting of the Federation a statement of Income and Expenditure showing the financial transactions of the Federation for the preceding financial year ended on 31st December together with a balance sheet showing the financial position of the Federation as at that date.

(d) be the custodian of all papers, books and documents relating to the financial affairs of the Federation.

10. EXECUTIVE COMMITTEE

(1) The Executive Committee shall consist of the President, the Vice President, the Secretary, the Treasurer and those elected pursuant to Rule 9 (1).

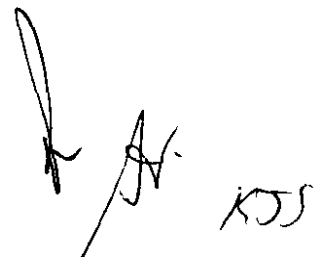
(2) Not more than two members of the Executive Committee may be members of the same constituent society.

(3) The Executive Committee shall assume office at the close of the Annual General Meeting at which it is elected and shall remain in office until the close of the next Annual General Meeting.

(4) The President or in the President's absence the Vice President shall chair the meeting of Executive Committee. If both are absent the Committee shall elect one of its members as Chairman.

(5) At all meetings of the Executive Committee half the members plus one member shall form a quorum.

(6) The Executive Committee shall have the power to fill any vacancy in its

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membership.

(7) The Executive Committee shall meet at least three times during the year at such times and places as it may determine or as it may be convened by the President or as may be requisitioned by notice in writing given to the Secretary by at least two members of the Executive Committee.

(8) The Executive Committee may meet using tele-conference or other electronic media and all decisions made at such meetings will be as valid as if the meeting was held in one place.

(9) At least three weeks notice shall be given with the agenda for all Executive Committee Meetings.

(10) Subject to the provisions of these Rules and to any express direction of any general meeting of the Federation the business of the Federation shall be managed and its funds and property controlled by the Executive Committee.

(11) Voting at Executive Committee meetings shall be decided by a simple majority of those participating.

11. GENERAL MEETINGS

(1) An Annual General Meeting of the Federation shall be held in the months of March, April or May each year.

(2) A Special General Meeting of the Federation shall be held within 13 weeks after receipt of a requisition in writing from at least five constituent societies.

(3) The Secretary shall give each constituent society at least 30 days notice in writing of the time and place of each meeting with the agenda for such meeting.

(4) Each constituent society is entitled to appoint one voting delegate, whose name is to be notified to the Secretary 7 days prior to the meeting. Only delegates are entitled to vote, but observers may attend

(5) Voting at all meetings shall be by show of hands unless any person present and entitled to vote shall demand a ballot in which case a ballot shall be held under the direction of the Chairman.

(6) All motions require a simple majority to pass.

(6) The quorum at any meeting shall consist of no fewer than ten delegates present.

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12. FINANCIAL REVIEWER At each Annual General Meeting of the Federation a reviewer shall be appointed who shall examine and report on the Annual Accounts as prepared by the Treasurer under Rule 9 (5) (c)

13. ANNUAL GENERAL MEETING of the FEDERATION

- (1) The Annual General Meeting shall be normally held in the months of March, April or May of each year.
- (2) The agenda shall include :
 - (a) Minutes of the previous Annual General Meeting and any Special or General Meetings held during the year
 - (b) Adoption of the President's Annual Report
 - (c) Adoption of the Treasurer's reviewed Annual Accounts
 - (d) Determination or confirmation of the location of the next Annual Conference
 - (e) Election of officers
 - (f) Appointment of Financial Reviewer
 - (g) Fixing of subscriptions for the following financial year
 - (h) Remits submitted by the Executive Committee or by any constituent society in accordance with Rule 16.

14. ANNUAL CONFERENCE

- (1) An Annual Conference of the Federation may be held preferably at the time of the Annual General Meeting.
- (2) Offers to host future Conferences shall be considered at each Annual General Meeting.
- (3) When the Annual General Meeting is held during the Conference it will be held at a time to be fixed by the Executive Committee in consultation with the host society
- (4) The host society shall be responsible for the organization and conduct of the Conference.
- (5) The host society shall prepare a provisional programme for the Conference and the proposed conference fees and submit same to the Executive Committee for its approval and comments at least three months prior to the date of the Conference.
- (6) The host society may retain any profit arising from the conduct of the Conference.



15. FINANCE

The financial year of the Federation shall be the calendar year.

16. REMITS

- (a) Remits for consideration at an Annual General Meeting shall be submitted in writing to the Secretary at least 90 days before the date of the Annual General Meeting.
- (b) The Secretary will put all such remits before the Executive Committee, which may in its discretion disallow or amend any such remit.
- (c) Constituent Societies will be notified of remits for consideration at the time of notification of the agenda of the Annual General Meeting.

17. SEAL There shall be a common seal of the Federation to be held by the Secretary which shall be affixed as necessary to any document only pursuant to a resolution of the Executive Committee. The affixing of the seal shall be witnessed in writing by the President and the Secretary.

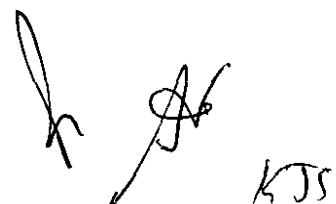
18. REGULATIONS The Executive Committee may make regulations consistent with these Rules on any matter the administration of which renders such regulations necessary or expedient.

19. AMENDMENT OF RULES

- (1) These Rules may be amended in any manner and at any time pursuant to a resolution of a duly notified Federation General Meeting, subject to the requirements of the Registrar of Incorporated Societies.
- (2) No addition to or alteration of the charitable objects, the personal benefit clause or the winding up clause shall be approved without Inland Revenue's consideration

20. WINDING UP

- (a) A majority of the persons present and entitled to vote at a Special General Meeting called for the purpose may resolve that the Federation be wound up as from a date to be fixed by the resolution and may also direct the procedure for winding up and the method of distribution of the surplus funds and other assets, subject to rule 21, of the Federation remaining after payment of its debts and liabilities.



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(b) Such resolution shall remain inoperative unless and until it is confirmed by a further Special General Meeting held as soon as practicable after the expiration of thirty (30) days from the date of the first Special General Meeting. The provisions of Rule 11 (7) as to a quorum may be dispensed with at either or both such Special General Meetings by resolution of the meeting.

21. DISTRIBUTION OF FUNDS AND ASSETS IN THE EVENT OF WINDING UP

That any surplus funds and assets shall not be paid or distributed among members of the Federation, but shall be distributed to other similar charitable organisations within New Zealand.

22. PERSONAL BENEFIT

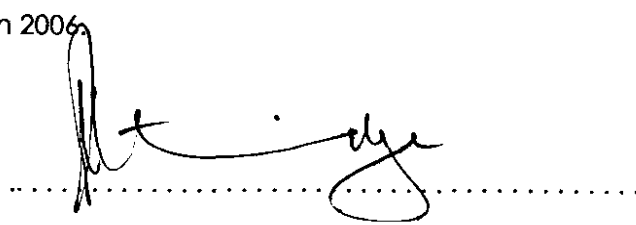
- (1) Any income, benefit or advantage shall be applied to the charitable purposes of the organisation
- (2) No individual member or associated person shall receive any form of private income, benefit or advantage from the operations
- (3) No member of the organisation or any person associated with a member shall participate in or materially influence any decision made by the organisation in respect of the payment to or on behalf of that member or associated person of any income, benefit or advantage whatsoever.
- (4) Any such income paid shall be reasonable and relative to that which would be paid in an arm's length transaction (being the open market value).
- (5) The provisions and effect of this clause shall not be removed from this document and shall be included and implied in any document replacing this document.

The above amendment and consolidation of the Rules of the Federation were adopted at an Annual General Meeting of the Federation held at All Saints Church Hall, Foxton on the 25th day of March 2006.

Signed:

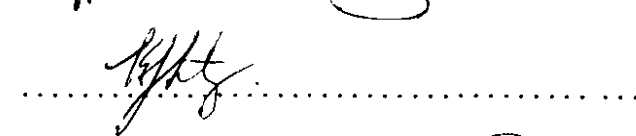
Robin B Astridge

President



Kenneth Stringer

Minute Secretary



Wynne Haysmith

Executive Committee Member

