

THE CONSTITUTION OF THE MARITIME ARCHAEOLOGICAL ASSOCIATION OF NEW ZEALAND (INC)

NAME:

1. The name of the Association shall be "The Maritime Archaeological Association of New Zealand Incorporated". MAANZ is an acceptable shortening for cheques and general use.

OBJECTIVES:

2. The objectives of the Association shall be:
 - a. To promote research into all aspects of maritime archaeology in New Zealand and related areas in the Pacific.
 - b. To foster community awareness in maritime archaeology, historic shipwrecks, marine relics and sites.
 - c. To encourage the use of appropriate archaeological procedures, materials and techniques for the investigation of maritime archaeological sites, including appropriate preservation and conservation of shipwrecks, marine relics and artefacts.

MEMBERSHIP:

Classes of membership:

3. The Membership of the Association shall consist of:
 - a. Ordinary Members
 - b. Honorary Members
(Any person who has done outstanding work in connection with maritime archaeology, or has rendered special service to the Association, shall be eligible for election as an Honorary Member. An Honorary Member shall be elected for life, unless their election is terminated by the unanimous decision of the Association in General Meeting. The number of Honorary Members will not exceed either one Honorary Member or two percent of the number of Ordinary Members of the Association, whichever is the greater. An Honorary Member shall be entitled to the privileges of an Ordinary Member, but they will not be required to pay any annual dues or subscriptions.)
 - c. Institutional Members
(Open only to non-profit bodies such as incorporated societies or trusts. The Secretary or Organiser of such institutions or groups shall be placed on the Association's mailing list.)

- d. Corporate Members
(Open to any group operating for profit.)

Election of members:

4. Any candidate for membership shall sign and forward to the Secretary an application form, stating their name and address.
5. Election shall be by the Committee. A candidate for membership must receive two thirds of the total votes to be deemed elected.

Subscriptions:

6. The subscription payable by members and subscribers shall be determined from time to time by the Committee, subject to ratification by the Association in General Meeting.

Termination of membership:

7. Membership of the Association shall expire in the event of:
- a. A member notifying the Association in writing to that effect. This must be received by the Secretary prior to the last day of February in the year in which the Member wishes to resign or otherwise he/she shall be liable for the subscription for such year.
- b. Expulsion for misconduct, by unanimous decision of the Committee.
- c. A member being in arrears with his/her subscriptions. Members whose fees remain unpaid 6 months after the due date may, at the discretion of the committee, be suspended from membership until the arrears are paid.

OFFICERS AND COMMITTEE:

Officers

8. The Officers of the Association shall consist of a President, an Immediate Past President, a Vice-President, an Honorary Secretary, and an Honorary Treasurer.
9. The committee shall consist of the officers and a minimum of three and a maximum of ten other members of the Association.
10. The President shall preside at all General Meetings of the Association and shall also act as Chairperson at all Committee Meetings. The Vice-President shall in the absence of the President, preside at General Meetings of the Association and act as Chairperson at Committee Meetings.
11. The Honorary Secretary shall:
keep all correspondence
keep a register of Members

keep such other records as may be ordered by the Committee
record all decisions reached in General Meetings or in Committee Meetings.
These minutes shall be confirmed at the next meeting and signed by the
Chairperson.

12. The Honorary Treasurer shall:
receive all monies due to the Association from Members and others
deposit this in the name of the Association, in any bank or banks approved by the
Committee
make all payments by cheque, which shall be signed by the Treasurer and one
other Officer or Member of the Committee appointed for that purpose
keep full and regular accounts, and report to the Committee as frequently as
required.

Nomination and election of officers and committee:

13. Nominations for Officers and Members of the Committee shall be called for by
the Secretary, posted, faxed or e-mailed to all Members at least 21 days before
the Annual General Meeting.
14. Nominations in writing (e-mail attachments are acceptable) for any Officer or
Committee Member must be in the hands of the Secretary at least fourteen days
before the Annual General Meeting. Nominations must be proposed and
seconded and the nominee must indicate their willingness to be nominated.
Nominations shall be available and open for inspection on receipt by the
Secretary. All nominators, seconders and nominees shall be financial members.

Method of voting:

15. If more than one nomination is received for a position, the Secretary shall send
to each financial Ordinary and Honorary Member seven days before the Annual
General Meeting, a voting paper containing the names of the candidates for the
various Offices and the Committee positions, and the voting paper shall be
returned to the Secretary by hand, post, fax or e-mail before the commencement
of the Annual General Meeting.
16. If, at the commencement of the Annual General Meeting, only one nomination
has been received for each Officer, those nominated shall be declared elected.
If none or too few nominations have been received for any position,
nominations will be taken from the floor. The proposer and seconder of any
such nomination must be an Association Member, and the nominee must give
their assent. Election from nominations from the floor, if necessary, shall be by
secret ballot at the meeting. All nominators, seconders and nominees shall be
financial members.
17. Meetings of the committee: Committee Meetings shall be held at such times and
places as the work of the Association necessitates, but shall not be less frequent
than once in six months. Committee Meetings may be called at any time by the
Chairperson of the Committee or the Secretary.

18. Quorum: One Officer of the Association, and any two Committee members either personally present or linked by telephone or video conference, shall form a quorum at Committee Meetings.

Committee powers in event of breach of Constitution or Rules, or misconduct of a Member:

19. No Member shall engage in conduct which appears to the Committee to be contrary to the interests of the Association, or which endangers the reputation, good order or welfare of the Association. No Member shall commit a breach of this Constitution or Association Rules.
20. If the above occurs the Committee may request the Member, either to appear before it personally, at a date to be fixed by the Committee, or to submit to the Committee in writing, any explanation or other facts relating to the conduct complained of, or breach of the Constitution or Association Rules. If the Member appears before the Committee he/she shall be entitled to make any such explanation orally and to address the Committee at this meeting. After the Committee has heard the Member or considered his/her written statement, or if the Member fails to appear before the Committee or submit a written statement in response to a request to do so, the Committee may:
- a. Deprive such Member of all the rights and privileges of his/her membership, for such a period as the Committee sees fit.
 - b. Expel such Member from the Association, and as from the date of the Committee's resolution for expulsion, the Member shall cease thenceforth to be a Member of the Association, and shall not thereafter, have any claim on its assets or property, such cessation of membership shall be without prejudice to the Association's right to recover any subscription or monies then due and owing by such Member.
 - c. Discipline such Member in such other way as may be within its powers under this Constitution and under the Incorporated Societies Act, 1908 and its amendments provided always that the Committee shall forthwith notify the Member of its decision by registered post and/or courier, and any Member expelled under the forgoing paragraph, may within fourteen days from the date he/she receives notice of the Committee decision, make a request in writing to the Committee to call a Special General Meeting of the Association to consider his/her case. Such meeting shall be held within one calendar month from the receipt of such request. Such meetings may by resolution:
 - (i) Confirm the Committee's resolution for expulsion, or
 - (ii) Reinstatement the Member as a Member, or
 - (iii) Impose such penalty other than expulsion on the Member as is within the Committee's power under Rule 20c.

21. The voting at such meetings shall be secret, and the necessary voting papers shall be supplied to all Members attending the meeting. The Member who is subject to the Committee's resolution may address the Special General Meeting and may be represented thereat, and before the Committee, by any Barrister or Solicitor of the Supreme Court of New Zealand or by any other person chosen by the Member concerned. If a quorum is not present at the aforesaid Special General Meeting within half an hour of the time the meeting is called for, the resolution of the Committee for expulsion shall be deemed confirmed.

ANNUAL GENERAL MEETING:

22. Occurrence: The Annual General Meeting of the Association shall be held each year, as early as is possible after the close of the financial year on the last day of June, and must be held, except in most exceptional circumstances, before the last day of December in each year. The exact date shall be decided by the Committee.
23. Notice: At least twenty-one days notice by post, fax or e-mail of the Annual General Meeting shall be given to each Member, and such notice shall contain brief details of all business to be dealt with at the meeting.
24. Report and Balance Sheet: At the Annual General Meeting, a printed or typewritten Report and duly audited Balance Sheet and Income and Expenditure Account for the preceding financial year shall be presented and approved.
25. Quorum: At the Annual General Meeting, ten percent of Members entitled to vote shall form a quorum.
26. Special General Meeting: A special general meeting may be called by the committee or three of its members, or by the President and Secretary, or by the requisition of six or more financial members.

VOTES:

27. At all General Meetings of the Association, each financial Ordinary or Honorary Member present in person shall have one vote.
28. The accredited representative of each Institutional or Corporate Member can exercise one vote at General Meetings of the Association. Accredited representatives who are also Ordinary Members, shall have their own vote, as well as the vote of the Institutional Member they represent.
29. In the event of an equality of votes at any meeting of the Committee, the Chairperson thereof, shall have a casting vote as well as a deliberative vote.

MANAGEMENT OF THE AFFAIRS OF THE ASSOCIATION:

30. The management and control of the Association shall be vested in the Committee. The Committee shall have all the powers of the Association that are not expressly required by this Constitution, or by the Incorporated Societies

Act or its amendments. The Committee may delegate any of its powers and duties to sub-committees, made up of such Member or Members of the Association as it may resolve, and the President or Secretary shall be ex-officio Members of all such sub-committees.

31. Appointment of honorary officers: The Association or Committee may appoint an auditor with such qualifications and on such terms as it determines. The accounts of the Association may be audited at the end of each financial year by an Honorary Auditor, who shall be a member of the New Zealand Society of Accountants. The Honorary Auditor may be appointed each year at the Annual General Meeting.
32. Property and funds: The property and funds of the Association shall be applied solely towards the promotion of the Objects of the Association and in such manner as the Committee shall from time to time resolve. All monies received by or on behalf of the Association shall be paid into a bank account, with such banks as the Committee shall appoint. All accounts shall be submitted for approval by the Committee and shall be paid by cheque drawn on the Association's account. All cheques shall be signed by the Treasurer or such other person as the Committee may appoint. Funds may be distributed to members of the Association only to meet expenses or for reasonable remuneration for services.
33. Registered office: The Registered Office of the Association shall be in the City of Wellington, or at such other place as the Committee may from time to time determine, provided that the address is one from which official correspondence may be redirected.
34. Alteration to the constitution: This Constitution may be altered, added to or rescinded at any Annual General Meeting or Special General Meeting subject to the following conditions:
 - a. Notice of any proposed alteration or addition or revision of the Constitution, shall be posted to each Member entitled to receive notices under this Constitution, at least seven days prior to the date of the meeting at which such alteration or addition is to be considered.
 - b. No resolution of any such meeting shall effect any alteration in, or addition to, or revision of the Constitution, unless it is carried by a majority of at least two-thirds of the votes cast for and against such resolution
 - c. No alteration to the constitution is permissible which would in any way alter the charitable nature of the Association.
35. Interpretation of the constitution: In the case of any doubt, dispute or difference arising as to the interpretation of this Constitution, the decision of the Committee on such doubt, dispute or difference shall be final and binding on all parties. In the event of any doubt, dispute or difference arising at any General Meeting of the Association, the Chairperson shall determine the outcome. Any Member may move that the meeting disagree with such ruling, and this motion,

being properly seconded, shall be put to the meeting without discussion, provided that the Chairperson shall have the right to explain to the meeting, the grounds on which his/her decision was made.

36. Disposition: In the event of the winding up of the Association, and there being a surplus of assets remaining after payment of all its debits and liabilities, any surplus funds are to be distributed to charitable purposes within New Zealand.
37. Powers: The Association shall have the power to do all such lawful acts and things as are incidental or conducive to the attainment of its objects, or any of them, and without prejudice to the generality of the foregoing, the following powers shall be included in the Associations powers:
 - a. To purchase, take on lease or in exchange, hire or otherwise acquire any real or personal property and rights or privileges that the Association may think necessary or convenient.
 - b. To raise money by subscriptions, levies or otherwise and grant any rights or privileges to subscribers and Members as from time to time be deemed necessary, such levies not to exceed the amount of the annual subscription.
 - c. To enter into any contracts, agreements or arrangements with any person, firm corporation or company, which the Association may deem conducive to any of the Association's objects.
 - d. To invest, lend and deal with the monies of the Association not immediately required for carrying out its objects upon such securities and in such a manner as may from time to time be determined by the Committee.
 - e. To borrow or raise money by way of bank overdraft or on mortgage or by issue of debentures or otherwise, howsoever, and with or without security.

Patron:

38. Any one individual, either a Member or non-member, who can use his/her influence, guidance and support to further the objects of the Association, and who is willing to accept the title of Patron, may be nominated at any General Meeting. The patron shall be approved by a two-thirds majority of the Committee of the Association.
39. The Patron shall have all the privileges of an Ordinary Member, but shall not be required to pay any annual dues or subscriptions.
40. The Patron shall be elected for a period of five years or such lesser period as he/she may indicate.
41. Financial year of the association: The financial year of the Association shall end on the last day of June in each year.