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Post your completed form to: Companies Office, Private Bag 92061, Victoria Street West, Auckland 1142

Certificate - Alteration of rules

Section 21 Incorporated Societies Act 1908

1. Name of society

Toa Waka Ama Incorporated

2. Society number

2380553

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

Name

Evan Hippolite

Position

President

Signature Evan Hippolite

Date

17 / 3 / 2011

3. Complete this checklist before filing your application

Tick all options that apply to this alteration of rules

- 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.

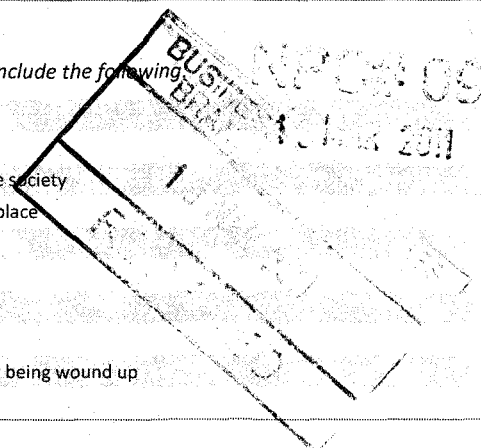
For society name changes --

- 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 and 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



4. Your contact details

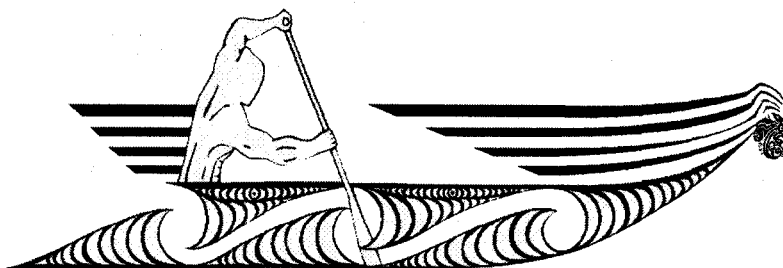
Name and postal address

Evan Hippolite
42 Takapuwahia Drive
Takapuwahia, Porirua

Telephone (64) 2370428

Email (optional)

TOA WAKA AMA INC



ALTERATIONS OF RULES

All Current Rules of "TOA Waka Ama Inc

Amended to

New TOA Waka Ama rules as per attached. All amendments are underlined and in bold lettering. Attached also are minutes and attendance sheet of the TOA Waka Ama General Meeting held 16/03/2011.

MEMBERS OF THE SOCIETY

Evan Hippolite (Evan Hippolite)

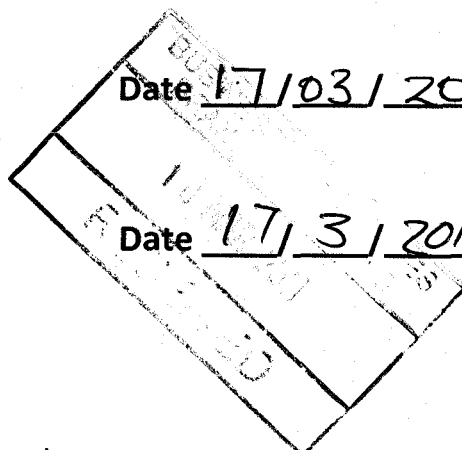
Date 17/03/2011

Jeanette Grace (Jeanette Grace)

Date 17/03/2011

Teiringa Davis (Teiringa Davis)

Date 17/3/2011



TOA WAKA AMA INCORPORATED

CONSTITUTION

1.0 NAME:

The name of the Club is TOA Waka Ama Incorporated hereinafter referred to as the "Club".

2.0 OBJECTS:

The objects of the club are:

2.1 To develop, promote, encourage and maintain Mauriora for whanau through Wakamatauranga.

2.2 To provide a club environment that is conducive to the Mauriora of whanau.

2.3 To promote Ngati Toa-tanga

2.4 To promote waka ama as a means of strengthening taha wairua, taha whanau, taha hinengaro, and especially taha tinana.

2.5 To build, foster and maintain strong relationships with other waka ama entities in the Porirua region, nationally and internationally.

2.6 To strengthen and develop whanau through waka ama by encouraging participation at all age groups including tamariki, rangatahi, pakeke and kaumatua.

2.7 The principles of manaakitanga, aroha, pono and tika are encouraged and maintained.

2.8 The tikanga and kaupapa of Ngati Toa are followed.

3.0 ATTAINING OBJECTS

The Club shall be empowered to do all things necessary which are incidental to and necessary for the attainment of the objects of the Club.

4.0 PROPERTY OF THE CLUB

The Club must apply all property and income of the club towards the promotion of the objects or purposes of the club and no part of that property or income to be paid or otherwise distributed, directly or indirectly, to members of the Club, except in good faith in the promotion of those objects or purposes.



5.0 POWERS OF THE CLUB (as conferred by section 13 of the Act).

- 5.1 To acquire, hold, deal with, and dispose of any real or personal property;
- 5.2 To open and operate bank accounts;
- 5.3 To invest its money –
 - (i) in any security in which trust moneys may be invested; or
 - (ii) in any other matter authorised by the rules of the Club;
- 5.4 To borrow money upon such terms and conditions as the Club thinks fit;
- 5.5 To give such security for the discharge of liabilities incurred by the Club as the Club thinks fit;
- 5.6 To appoint agents and employees to transact any business of the Club on its behalf for reward or otherwise;
- 5.7 To build construct erect maintain alter and repair any premises building or other structure of any kind and to furnish equip and improve the same for use by the Club;
- 5.8 Accept donations and gifts in accordance with the objects of the Club;
- 5.9 Print and publish any information by any media including newsletters, newspapers, articles or leaflets for promotion of the Club;
- 5.10 Provide gifts and prizes in accordance with the objects of the Club;
- 5.11 Organise social events for members and the promotion of the Club; and
- 5.12 To enter any other contract the Club considers necessary or desirable.

6.0 MEMBERSHIP

- 6.1 Membership shall be open to any person who wishes to further the interests of the Club.
- 6.2 **Each person seeking membership of the Club will be required to complete a membership registration form and pay appropriate fees.**
- 6.3 Each person admitted to membership shall be:
 - 6.3.1 Bound by the Constitution and by-laws of the Club
 - 6.3.2 Liable for such fees and subscriptions as may be fixed by the Club.
 - 6.3.3 Entitled to all advantages and privileges of membership
- 6.4 **Membership Categories:**
 - 6.4.1 **ORDINARY MEMBER**
Any person who is a financial member of the Club is entitled to hold office and enjoy the privileges of the Club.

6.4.2 JUNIOR MEMBER

Any person under the age of 18 years may become a Junior member. Junior members shall have no voting rights nor be entitled to hold any office.

6.4.3 LIFE MEMBERSHIP

Any member of the Club may nominate a person who has given outstanding service to the Club for a period of 10 years or more for Life Membership. **Executive committee shall appoint.**

6.4.4 PATRON

The Club may, at its discretion, elect a patron/s or vice patron/s of the Club for such period as may be deemed necessary. Such patron/s or vice patron/s shall not be eligible to vote unless they are current members of the Club under another category of membership.

6.4.5 AFFILIATED CLUBS OR TEAMS

A club or team desirous of becoming an affiliated club or team must take application in accordance with the by-laws of the Club. Such application must be lodged with the Club Secretary on or before a date as determined by the **Executive** Committee of the Club. Each affiliated club or team shall appoint or elect a delegate as his or her representative to meetings of the **Executive** Committee.

6.5 The **Executive** Committee shall appoint a member of the **Executive** Committee to maintain an up to date register of members of the Club.

6.6 A member may at any reasonable time inspect the records and documents of the Club.

7.0 SUBSCRIPTIONS

7.1 Annual fees and subscriptions are to be set by the **Executive** Committee **and ratified at the Annual General Meeting.**

8.0 TERMINATION OF MEMBERSHIP

8.1 Any person's membership may be terminated by the following events;

8.1.1 Resignation

8.1.2 A member's annual membership fee remains unpaid after 6 months falling due;

8.2 The **Executive** Committee shall have the power to suspend or expel any member of the Club for:

8.2.1 any of the events in item 8.1

- 8.2.2 False or inaccurate statements made in the member's application for membership of the Club,
- 8.2.3 Breach of any rule, regulation or by-law of the Club, and
- 8.2.4 by any act detrimental to the Club. After having undertaken due inquiry.
- 8.3 Any member who is expelled, suspended or has their membership terminated, shall have the right to appeal against their suspension or expulsion by presenting their case to a General Meeting called for such purpose, and the decision of the General Meeting shall be final.

9.0 **EXECUTIVE COMMITTEE**

- 9.1 Management of the Club shall be vested in the **Executive** Committee elected by the members at the Annual General Meeting and consisting of;
- 9.1.1 President
- 9.1.2 Vice President
- 9.1.3 Secretary
- 9.1.4 Treasurer
- 9.1.5 **Fundraising Co-ordinator**
- 9.1.6 **Safety Officer**
- 9.1.7 **Coaching Co-ordinator**
- 9.1.8 **Two additional Committee Members**
- 9.2 No person shall hold more than one position on the **Executive** Committee at any one time. A person shall cease to be a member of the **Executive** Committee at the conclusion of the Annual General Meeting which follows his/her election and he/**she** will be eligible for re-election.
- 9.3 A quorum of the **Executive** Committee shall be **5 of its 9 members**
- 9.4 If the President or Vice President is unable to attend, then a chairperson nominated by the meeting shall chair that meeting.
- 9.5 A member of the **Executive** Committee may lose his or her seat on the committee for either of the following:
- Absence from three or more meetings without leave of absence.
 - Found not to be a financial member.
 - **Misconduct which brings the Club into disrepute.**
- 9.6 Given the objects of the Club are to advance Ngati Toa tanga, at least 60% of the **Executive Committee is to be held by Ngati Toa Ahi Kaa. The President, Secretary and Treasurer at all times must be held by Ngati Toa Ahi Kaa.**
- 9.7 **Any kaumatua appointed by the kaunihera kaumatua of Ngati Toarangatira may attend any meeting at their discretion for advisory purposes.**

9.8 Coaches and managers may be invited to attend committee meetings to provide advice and direction to the committee when required.

10.0 POWERS OF THE EXECUTIVE COMMITTEE

10.1 The Executive Committee shall carry out the day-to-day running of the Club and shall have the power to:

10.1.1 Administer the finances, appoint bankers, and direct the opening of banking accounts for specific purposes and to transfer funds from one account to another, and to close any such account.

10.1.2 Fix the manner in which such banking accounts shall be operated upon, providing the Executive Committee passes all payments.

10.1.3 Fix fees and subscriptions payable by members and decide such levies, fines and charges as is deemed necessary and advisable, and to enforce payment thereof.

10.1.4 Adjudicate on all matters brought before it which in any way affect the Club.

10.1.5 Cause minutes to be made of all proceedings at meetings of the committee and General Meetings of members;

10.1.6 Make, amend and rescind rulings and by-laws;

10.1.7 Have the power to form and appoint any representative or sub committee/s as required for specific purposes;

10.1.8 May at their discretion employ a person or persons to carry out certain duties required by the Club, at salaries or remunerations for such period of time, as may be deemed necessary.

10.1.9 Should a vacancy occur on the Executive Committee during the season, the Executive Committee shall appoint a successor until the next Annual General Meeting.

10.1.10 Appoint an officer/s or agent of the Executive Committee to have custody of the Club's records, documents and securities.

11.0 AUDITOR

11.1 The Annual General Meeting shall elect or appoint an Auditor or Auditors.

11.2 The Auditor/s shall examine and audit all the books and accounts of the Club annually, and have the power to call for all books, papers, accounts, receipts etc of the Club and report thereon to the Annual General Meeting.

12.0 GENERAL MEETINGS

12.1 Annual General Meeting

12.1.1 The Annual General Meeting of the Club must be held within four months of the end of the club's financial year.

12.1.2 The Secretary shall give at least fourteen (14) days notice of the date of the Annual General Meeting.

12.1.3 All financial members may attend the Annual General Meeting.

12.1.4 The quorum at the Annual General Meeting shall be a minimum of twenty (20) members. If, at the end of 30 minutes after the time appointed in the notice for the opening of the meeting, there is no quorum, the meeting shall stand and adjourn for one week. If at such meeting there is no quorum those members present shall be competent to discharge the business of the meeting.

12.1.5 The agenda for an Annual General Meeting shall be:

- Opening of Meeting
- Apologies
- Confirmation of minutes of previous Annual General Meeting
- Presentation of Annual Report
- Adoption of Annual Report
- Presentation of **Financial Report**
- **Adoption of Financial Report**
- Election of new Executive Committee and appointment of Auditor
- Vote of thanks to outgoing Executive **Committee**
- Determination of Annual Membership Fee
- Notice/s of Motion
- Urgent general business
- Closure

12.2 General Meetings

12.2.1 General Meetings may be called by the **Executive** Committee or at the request of the President and Secretary or on the written request of **ten** (10) members of the Club.

12.2.2 The Secretary shall give at least seven (7) days notice, in writing, of the date of the General Meeting to the members. Notice of General Meetings shall set out clearly the business for which the meeting has been called. No other business shall be dealt with at that General Meeting.

12.2.3 The quorum at the General meeting shall be a minimum of fifteen (15) members.

13.0 VOTING

13.1 Voting powers at the Annual General Meeting and General Meeting:

13.1.1 The President shall be entitled to a deliberate vote and, in the event of a tied vote; the President shall exercise a casting vote.

13.1.2 Each individual financial member present **who is eighteen (18) years and over** shall have one (1) vote.

13.2 Voting powers at **Executive** Committee Meetings;

13.2.1 The President shall be entitled to a deliberate vote, and, in the event of a tied vote, the President shall exercise a casting vote.

13.2.2 Each individual committee member present shall have one (1) vote.

14.0 FINANCE

14.2 All funds of the Club shall be deposited into the Club's accounts at such bank or recognised financial institution as the **Executive** Committee may determine.

14.3 All accounts due by the Club shall be paid by cheque after having been passed for payment at the **Executive** Committee meeting and when immediate payment is necessary, account/s shall be paid and the action endorsed at the next **Executive** Committee meeting.

14.4 The Secretary shall not spend more than a set amount of petty cash without the consent of the **Executive** Committee, and shall keep a record of such expenditure in a Petty Cash book.

14.5 A statement showing the financial position of the Club shall be tabled at each **Executive** Committee meeting by the Treasurer.

14.6 A statement of Income and Expenditure, Assets and Liabilities shall be submitted to the Annual General Meeting. The auditor's report shall be attached to such financial report.

14.7 The financial year of the Club shall commence on **1 April** each year. The accounts, books and all financial records of the Club shall be audited each year.

14.8 The signatories to the Club's account/s will be the Treasurer and any **two (2)** from the following;

- President
- Vice President
- Secretary
- **Treasurer (to be deleted)**

14.8.1 **Two of three designated signatories must sign any cheques.**

14.8.2 Signatories must not be from the same household.

- 14.9 All property and income of the Club will apply solely to the promotion of the objects of the Club and no part of that property or income shall be paid or otherwise distributed, directly, or indirectly, to members, except in good faith in the promotion of these objects.

15.0 COMMON SEAL

The common seal of the Club shall be kept in the care of the Secretary. The seal shall not be used or affixed to any deed or document except pursuant to a resolution of the **Executive** Committee and in the presence of at least the President and two members of the Committee, both of whom shall subscribe their names as witnesses.

16.0 ALTERATIONS TO THE CONSTITUTION AND BY-LAWS

- 16.2 No alteration, repeal or addition shall be made to the Constitution except at the Annual General Meeting, or General Meeting, called for that purpose and notice of all motions to alter, repeal or add to the Constitution shall be given to members fourteen (14) days prior to the Annual General Meeting, or seven (7) days prior to a General meeting called for such purpose.

- 16.3 The Secretary shall forward such notices of motion to each **Executive** Committee member at least fourteen (14) days prior to the Annual General Meeting or seven (7) days prior to a General Meeting.

- 16.4 Alterations to the by-laws can be made only at **Executive** Committee meetings provided notice of the proposed alteration/s has been duly notified to Committee Members.

- 16.5 Such motions, or any part thereof, shall be of no effect unless passed by a seventy five percent (75%) majority (Special Resolution) of those present and entitled to a vote at the Annual General Meeting, General Meeting or **Executive** Committee Meeting, as the case may be.

- 16.6 Within one month of the passing of a Special Resolution, the Secretary shall notify the Department of Consumer and Employment Protection of the amendment.

17.0 DISSOLUTION

If, on the winding up of the Club, any property of the Club remains after satisfaction of the debts and liabilities of the Club and the costs, charges and expenses of that winding up, that property shall be **directed to the Kaunihera Kaumatua of Ngati Toarangatira for redistribution** to a recognised Ngati Toa owned charitable entity with similar objects to this Club.

GENERAL MEETING OF TOA WAKA AMA INC

March 16th 2011

Titahi Bay Powerboat Club – Onepoto – Porirua Harbour

Meeting began 7.00pm

Present: Evan, Tei, Jeanette, Kohu, Marei, Harawira, Herani, Kaylene, Pagan, Ropata, Wesley, Eru, Hinekura, Michelle, Tana, Kahuwaero, Raiha, Amiria

Kaumatua: Te Mahurenga Wineera,

Mihi: Evan to Marei acknowledging his birthday with a gift from the club and thanking him for his long and dedicated service

Inoi: Evan

- 1) Explanation of the purpose and process of the meeting.
- 2) Proposed changes were presented by power-point and read in conjunction with the current constitution.
2.1, 2.2, 2.3, 2.7, 2.8, 6.2, 6.4.3, 6.4.5, 6.5, 7.1, 8.2, 9.1, 9.2, 9.3, 9.5, 9.6, 9.7, 9.8, 10.1, 10.1.2, 10.1.7, 10.1.9, 10.1.10, 12.1.5, 12.2.1, 13.1.2, 13.2, 14.2, 14.3, 14.4, 14.5, 14.7, 14.8, 14.8.1, 14.8.2, 15.0, 16.3, 16.4, 16.5, 17.0,

Resolutiion

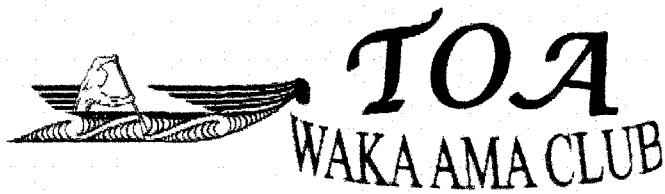
To adopt all the proposed changes to the constitution of the Toa Waka Ama Club Inc Society as discussed and agreed at this general meeting held on 16.03.2011

Motion – Evan Seconded Te Kahuwaero

Carried Unanimous

Inoi: Evan

Meeting closed 8.42pm



Name	Contact Details	Signature
Telringa Davies	12 Nohorua St, Takapuna	JH Davies
Mārikura Brightwell	22 Downes St, Titahi Bay	MR Brightwell
Breogan Edmonds-Topiso	34 Waiho Terrace ELSDON	B Edmonds
Ropata Thomas Seferi	5 Mitchell Gr Mungauin	R. Seferi
Evan Hippolite	42 Takapuwahia Dr	Evan Hippolite
Kohuroa Runhin	42 Ngatitua St	W. Olsen
WESLEY OLSEN	42 Ngatitua St	W. Olsen
ERU RUWHIŪ	42 Ngatitua St	MR Hippolite
Michelle Hippolite	42 Takapuwahia Drive	Michelle Hippolite
Jeanette Grace	14 Tuna Tce	Jeanette Grace
Mahurangi W. Neera	44 Ngatitua St Takapuwahia	W. Neera
Harawira Waima	33 Westmeath, Waitangireu	Harawira Waima
Kayleen Katene	18 Matawhetu St	Katene
Kohuwaero Katene	116 Ngatitua St Takapuwahia	K. Katene
Amiria Salzman	18 Matawhetu St	A. Salzman
AIHA DEWITT	25B NOTHORUA ST	A. Dewitt
Herani Dewitt	23(B) Nohorua street	Herani Dewitt
Hinekura Winiata	88 Waerenga Rd Okati	Hinekura Winiata
Tana Salzman	18 Matawhetu St pro	T. Salzman