



# **Auckland Hockey**

**constitution** for the  
Auckland Hockey Association

<b>CONSTITUTION</b> .....	<b>1</b>
<b>Rule 1 Name</b> .....	<b>1</b>
<b>Rule 2 Objects</b> .....	<b>1</b>
(a) Affiliation to New Zealand Hockey Federation.....	1
(b) The promotion of Hockey in Auckland .....	1
(c) Strategic Plan.....	1
<b>Rule 3 Powers of the AHA</b> .....	<b>2</b>
<b>Rule 4 Affiliation to New Zealand Hockey Federation</b> .....	<b>2</b>
<b>Rule 5 Colours</b> .....	<b>2</b>
<b>Rule 6 Alteration of these Rules</b> .....	<b>2</b>
<b>Rule 7 Interpretation</b> .....	<b>3</b>
<b>Rule 8 Appeals to the New Zealand Hockey Federation</b> .....	<b>3</b>
 <b>ADMINISTRATION</b> .....	 <b>4</b>
<b>Rule 9 Registered Office</b> .....	<b>4</b>
(a) Registered office.....	4
(b) Notice of the location of the registered office .....	4
(c) Location of registered office.....	4
<b>Rule 10 Common Seal</b> .....	<b>4</b>
<b>Rule 11 Disposition of Property</b> .....	<b>5</b>
 <b>MEMBERSHIP</b> .....	 <b>6</b>
<b>Rule 12 Membership</b> .....	<b>6</b>
(a) General .....	6
(b) Membership through a special position .....	6
(c) Membership through affiliation (affiliated membership).....	6
(d) Special Members .....	6
(e) Members rights.....	6
<b>Rule 13 Life members</b> .....	<b>7</b>
<b>Rule 14 Officers and Honorary Members</b> .....	<b>7</b>
(a) Officers.....	7
(b) Honorary Members.....	7
(c) Election.....	7
(d) Right to attend meetings .....	7
<b>Rule 15 Register of members</b> .....	<b>8</b>
(a) Requirement to maintain a register of members .....	8
(b) Contents of the register of members .....	8
<b>Rule 16 No pecuniary gain</b> .....	<b>8</b>
<b>Rule 17 Affiliation to the AHA</b> .....	<b>8</b>
<b>Rule 18 Sub-Associations</b> .....	<b>8</b>
(a) Affiliation .....	8
(b) The effect of affiliation.....	9

	(c)	Nature of sub-associations .....	9
	(d)	Boundaries.....	9
	(e)	Member Clubs .....	9
<b>GOVERNANCE .....</b>			<b>10</b>
<b>Rule 19</b>		<b>Executive Council .....</b>	<b>10</b>
<b>Rule 20</b>		<b>Duty of members of the Executive Council to act in good faith.....</b>	<b>10</b>
<b>Rule 21</b>		<b>Delegation of powers .....</b>	<b>10</b>
<b>Rule 22</b>		<b>Requirement to maintain an organisational structure .....</b>	<b>11</b>
<b>Rule 23</b>		<b>Management of assets and major transactions .....</b>	<b>11</b>
	(a)	Safeguarding assets.....	11
	(b)	Investment of funds .....	11
	(c)	Major transactions .....	11
<b>Rule 24</b>		<b>Membership of the Executive Council .....</b>	<b>12</b>
	(a)	Basic membership .....	12
	(b)	Election to the Executive Council .....	12
	(c)	Executive Council may encourage nominations .....	12
	(d)	Quorum.....	13
	(e)	Vacancies .....	13
	(f)	Chair of the Executive Council.....	13
	(g)	Meetings of the Executive Council.....	13
	(h)	Delinquency.....	13
	(i)	Removal of the Executive Council .....	13
	(j)	Waiver of time limits.....	14
	(k)	Duty to keep members informed.....	14
<b>Rule 25</b>		<b>Club Council .....</b>	<b>14</b>
	(a)	Role of the Club Council .....	14
	(b)	Chair of the Club Council.....	14
	(c)	Membership of the Club Council.....	15
<b>Rule 26</b>		<b>Management Boards .....</b>	<b>16</b>
	(a)	Chair of management boards .....	16
	(b)	Reason for having the Executive Council appoint Chairs.....	16
<b>MEETINGS .....</b>			<b>17</b>
<b>Rule 27</b>		<b>Meetings of the AHA.....</b>	<b>17</b>
<b>Rule 28</b>		<b>Voting at meetings of the AHA .....</b>	<b>17</b>
	(a)	Right to vote .....	17
	(b)	Number of votes of affiliated organisations.....	17
	(c)	Identification of delegates .....	18
	(d)	Mode of voting .....	18
	(e)	Suspension of right to vote .....	18
<b>Rule 29</b>		<b>Annual Meeting .....</b>	<b>18</b>
	(a)	Requirement to have an Annual Meeting .....	18
	(b)	Primary purposes of the Annual meeting.....	18
	(c)	Quorum.....	18
	(d)	Notice .....	19
	(e)	Right to attend .....	19

	(f) Chair.....	19
<b>Rule 30</b>	<b>Special Meetings .....</b>	<b>19</b>
	(a) Calling or requesting a Special Meeting.....	19
	(b) Notice .....	19
	(c) Quorum.....	19
	(d) Business of a Special Meeting.....	19
	(e) Chair.....	20
<b>Rule 31</b>	<b>Special Resolutions .....</b>	<b>20</b>
<b>Rule 32</b>	<b>Adjournment.....</b>	<b>20</b>
<b>Rule 33</b>	<b>Employees may not vote.....</b>	<b>20</b>
<b>DISCLOSURE.....</b>		<b>21</b>
<b>Rule 34</b>	<b>Annual Report .....</b>	<b>21</b>
	(a) Requirement to prepare an Annual Report .....	21
	(b) Content .....	21
<b>Rule 35</b>	<b>Financial Year .....</b>	<b>21</b>
	(a) Normal year end .....	21
	(b) Power to change the year end .....	21

# Rules of the Auckland Hockey Association (Incorporated)

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## Constitution

This is the **constitution** of the body established to administer the sport of Hockey within the Auckland region. This body is known as the **Auckland Hockey Association (Incorporated)**. As an incorporated society the Auckland Hockey Association (Incorporated) operates under The Incorporated Societies Act 1908. That Act requires that we have a set of **rules** that covers certain matters. This **constitution** is that set of rules.

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### Rule 1

#### Name

The name of the **Society** is the “**Auckland Hockey Association (Incorporated)**”.

In the remainder of this document the abbreviation **AHA** is used to refer to the “**Auckland Hockey Association (Incorporated)**”.

Having a rule stating the name of the Society is a requirement of Section 6(a) of The Incorporated Societies Act 1908.

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### Rule 2

#### Objects

(a) **Affiliation to New Zealand Hockey Federation**

To affiliate with the New Zealand Hockey Federation (NZHF) as the representative of the Auckland region in the sport of Hockey, and to help the NZHF achieve its goals.

(b) **The promotion of Hockey in Auckland**

To promote all aspects of the sport of Hockey within the Auckland region.

(c) **Strategic Plan**

To assist in achieving these objectives the AHA should develop and maintain a **Strategic Plan** that has the approval of the majority of the members. This strategic plan should have a **vision** and **mission** consistent with the objectives noted in rules 2(a) and 2(b).

The strategic goals and tasks that the AHA deems to be consistent with these objectives will be outlined in the Strategic Plan.

The **objects** of the AHA are separate from its **powers**, which are described in rule 3.

Having a rule stating the objectives of the AHA is a requirement of Section 6(b) of The Incorporated Societies Act 1908.

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**Rule 3 Powers of the AHA**

The AHA shall have the power to do anything to assist it in meeting its objectives unless these rules prohibit it from doing so or it would be unlawful to do so.

The AHA has the power to establish policies and by-laws to govern its members. Any policies or by-laws in place at the time of the approval of this constitution shall remain in force until they are changed.

The AHA has the power to enter into any agreement with any party or person including borrowing money or incurring debts.

These rules have a **major transaction** test, which ensures that no one can bind the AHA to certain agreements without the approval of 75% of those voting for a **special resolution**.

Having a rule stating the borrowing power of the AHA is a requirement of Section 6(j) of The Incorporated Societies Act 1908.

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**Rule 4 Affiliation to New Zealand Hockey Federation**

The AHA shall be affiliated to the New Zealand Hockey Federation.

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**Rule 5 Colours**

The normal playing colours of the AHA shall be blue and white. The AHA may have other playing colours if it chooses.

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**Rule 6 Alteration of these Rules**

These rules may only be altered at an Annual Meeting or Special Meeting.

The majority of those entitled to vote on the resolution, who exercise their vote, must approve any change.

If any affiliated organisation wishes to change the rules it must send notice of a proposed changes in writing to the AHA. The AHA must receive the notice at least 21 days before the meeting at which it is intended to propose the change or changes.

The AHA must send this notice to all affiliated organisations at least 14 days before that meeting.

Having a rule stating how the Rules may be changed is a requirement of Section 6(e) of The Incorporated Societies Act 1908.

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**Rule 7****Interpretation**

The Executive Council has the power to decide on any matter not provided for in these rules or determine any question arising as to their interpretation.

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**Rule 8****Appeals to the New Zealand Hockey Federation**

Any affiliated organisation has the right of appeal to the New Zealand Hockey Federation against any direction, decision or judgement given by the Executive Council in so far as it concerns any point of law.

The appeal must be made in writing within 14 days of the receipt of the direction, decision or judgement being contested. The appeal must be forwarded to the New Zealand Hockey Federation through the AHA.

A monetary deposit of an amount established by the Executive Council must accompany the appeal. This deposit must not be prohibitive.

The Executive Council may comment on the appeal and must forward it along with any payment the New Zealand Hockey Federation may require within 14 days of receipt by the AHA.

Pending the outcome of the appeal all direction, judgement or disqualification shall remain in force.

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## Administration

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### Rule 9 Registered Office

(a) **Registered office**

The AHA must maintain a **registered office** where all communications may be addressed.

There is no requirement that the registered office be a street address. A postal box is adequate for this purpose.

(b) **Notice of the location of the registered office**

The AHA is required to keep the **Registrar of Incorporated Societies** informed as to the location of the registered office, including any change to that address.

(c) **Location of registered office**

The registered office may be a postal service or document exchange or the office of an agent of the AHA provided that location is established to assist with the efficient and effective operation of the organisation.

The registered office should be located within the Auckland Region but could be outside that region if there are good reasons for doing so.

Section 18 of The Incorporated Societies Act 1908 requires the AHA to have a Registered Office. This rule serves as a reminder of that requirement. The Incorporated Societies Act specifies that documents may be served to the Registered Office of an incorporated society.

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### Rule 10

### Common Seal

The AHA must have a Common Seal.

The Executive Council shall ensure it is kept in a safe place and used only for matters for which the Executive Council has approved its use.

When the Common Seal is affixed to a document that document must also be signed by at least two persons having the authority to sign on behalf of the AHA.

Having a rule covering the control and use of the common seal is a requirement of Section 6(h) of The Incorporated Societies Act 1908.

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**Rule 11****Disposition of Property**

In the event that the AHA is liquidated, any money or assets remaining after settlement of all liabilities will be divided between the affiliated organisations. Any such payments will be pro-rata according to the contributions paid to the AHA during the financial year prior to the most recent Annual Meeting.

Having a rule stating the property is disposed of in the event of the winding up of the AHA is a requirement of Section 6(k) of The Incorporated Societies Act 1908.

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## **Membership**

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### **Rule 12**

### **Membership**

**(a) General**

The AHA is an association of the members of all affiliated Hockey Clubs, sub-associations and other organisations within the region of Auckland which are under its jurisdiction, as approved by the New Zealand Hockey Federation.

**(b) Membership through a special position**

Any person who is a life member, officer or member of the Executive Council, Club Council or a Management Board of the AHA is deemed to be a member of the AHA.

**(c) Membership through affiliation (affiliated membership)**

Every person who is a member of an organisation affiliated to the AHA shall be deemed to be a member of the AHA.

Affiliated membership commences when the membership information is first forwarded to the AHA by the affiliated organisation to which that person belongs.

Affiliated membership remains effective until the person ceases to be a member of the affiliated organisation or the organisation itself ceases to be affiliated to the AHA and that person has fulfilled all of their obligations to the AHA.

**(d) Special Members**

The AHA may admit Special Members under whatever terms the Executive Council deem appropriate.

**(e) Members rights**

Members may attend and speak at any Annual Meeting or Special Meeting of the AHA but may not vote or take part in the management or affairs of the AHA unless they are also an officer or member of the executive council, club council, a management board or delegate.

Having a rule stating the way people and organisations become and cease to be members of the AHA is a requirement of Section 6(c) of The Incorporated Societies Act 1908.

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**Rule 13****Life members**

Life members may be elected at any Annual Meeting of the AHA by receiving the endorsement of 75% of the votes able to be cast by the delegates and officers attending such a meeting.

Life membership must only be awarded for long and outstanding service to the AHA or to the game. No monetary payment or donation to the AHA will be regarded as consideration.

Any nomination must be accompanied by a citation in respect of the nominee.

The AHA must receive nominations at least 21 days prior to the Annual Meeting.

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**Rule 14****Officers and Honorary Members****(a) Officers**

The Officers shall consist of a Patron, President, Vice-President and Immediate Past-President.

**(b) Honorary Members**

Honorary Members may include the Honorary Solicitor and other persons that may be appropriate to the AHA.

**(c) Election**

The Patron, President, Vice-President and Honorary Members shall be elected annually at the Annual Meeting of the AHA.

When a person is elected President the person vacating that position becomes the Immediate Past-President at the end of the meeting.

If any Officer or Honorary position is vacant the Executive Council has the power to appoint a person to fill that position.

**(d) Right to attend meetings**

Officers and Honorary Members have the right to attend any meeting of the Executive Council but do not have the right to vote at any such meeting.

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**Rule 15****Register of members****(a) Requirement to maintain a register of members**

The AHA must keep a register of its members.

**(b) Contents of the register of members**

The register of members must contain the names, addresses and occupations of its members along with the dates at which they became members.

Section 22 of The Incorporated Societies Act 1908 requires the AHA to keep a register of members with the information described. This rule serves as a reminder of that requirement.

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**Rule 16****No pecuniary gain**

No member is allowed to derive any pecuniary gain unless that person is also a paid employee of the AHA and receives money in that capacity. Members are not allowed to keep any prize money.

Pecuniary gain does not include the winning of trophies or prizes, nor does it include prize money where such money is paid to an association or club.

Section 4 of The Incorporated Societies Act 1908 requires that members may not derive a pecuniary gain by virtue of their membership. This rule serves as a reminder of that requirement.

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**Rule 17****Affiliation to the AHA**

Any new organisation wishing to be affiliated to the AHA must apply to the AHA in writing.

The Executive Council may impose whatever conditions it deems necessary on affiliation. If those conditions are met the Executive Council may, but is not obliged to, approve affiliation.

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**Rule 18****Sub-Associations****(a) Affiliation**

Any Hockey Association within the area governed by the AHA may be affiliated as a sub-association, in accordance with Rule 17.

The sub-association must supply a list of the names of the clubs and organisations affiliated to that sub-association when that sub-association applies to the AHA for affiliation.

**(b) The effect of affiliation**

The effect of affiliation is that the rules of the AHA apply to the affiliated sub-association, including those referring to clubs.

**(c) Nature of sub-associations**

Sub-associations are self-governed, but have the right to refer any matter to the Executive Council of the AHA. Any determination by the Executive Council is final.

**(d) Boundaries**

Sub-association boundaries must be approved by the AHA and are subject to revision at the discretion of the Executive Council.

**(e) Member Clubs**

Each sub-association must inform the AHA in writing of any change in the names of the clubs and organisations affiliated to that sub-association.

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## **Governance**

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### **Rule 19 Executive Council**

The affairs of the AHA are to be managed, directed or supervised by the Executive Council.

The Executive Council has all the powers necessary for this purpose except where the law or these rules require that specific steps or actions be taken.

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### **Rule 20 Duty of members of the Executive Council to act in good faith**

Each member of the Executive Council, when exercising powers or performing duties must act in good faith and in what that member believes to be the best interests of the AHA.

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### **Rule 21 Delegation of powers**

The Executive Council may delegate any of its powers to a board or council of the AHA or to any person.

Where power is delegated the Executive Council still retains responsibility for the exercise of the power.

There may be circumstances where the Executive Council may avoid responsibility for an action. In such cases the Executive Council would need to show that it had reasonable grounds to believe the delegate would exercise the power in conformity with the duties imposed on the members of the Executive Council. The Executive Council would also have to show that it had monitored the exercise of the power by the delegate.

It is expected that the Executive Council will delegate the power to manage the day to day business and organisation of the AHA to a paid or voluntary Management Team and to a Club Council and to various Management Boards within the AHA. This might include matters related to the running of competitions, such as the playing draw, as well as management of assets controlled by the AHA.

The Executive Council retains responsibility for ensuring those powers are carried out in accordance with the best interests of the AHA through whatever direction or supervision it considers appropriate.

The Executive Council is not obliged to delegate any particular power.

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**Rule 22****Requirement to maintain an organisational structure**

The Executive Council shall ensure that an organisational structure is maintained, identifying which persons, boards and councils the Executive Council intends to delegate particular types of powers to.

This structure does not bind the Executive Council to delegate particular powers. Its purpose is to assist members in identifying who is charged with looking after particular functions.

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**Rule 23****Management of assets and major transactions****(a) Safeguarding assets**

The Executive Council is responsible for ensuring that the financial resources of the AHA are managed in a responsible and appropriate manner. The Executive Council shall ensure procedures are in place to safeguard the assets of the AHA.

**(b) Investment of funds**

From time to time the AHA may hold money surplus to its day to day requirements because of the timing of membership collections, the accumulation of funds in anticipation of a capital purchase or some other reason.

The Executive Council may authorise the investment of funds surplus to its day to day requirements in financial instruments, including bank or other deposits, with institutions it considers appropriate. In authorising such investments the Executive Council must be mindful of the fact that the funds are held on behalf of all members of the AHA. The Executive Council shall not authorise the placement of funds in any investment or scheme that a prudent person would consider speculative.

**(c) Major transactions**

The AHA may not enter into a major transaction unless the transaction is approved, or contingent on approval, by a **special resolution**.

For this rule a major transaction means an agreement to acquire or dispose of assets or debt that represent **20%** or more of the value of the AHA's assets before the transaction.

A major transaction does not include the deposit or placement of funds as described in part (b) of this rule.

In determining whether a transaction represents 20% or more of the value of the AHA's assets the Executive Council is entitled to rely on the most recent financial statements for the AHA.

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**Rule 24****Membership of the Executive Council****(a) Basic membership**

The Executive Council shall consist of up to nine persons (including the Chair of the Club Council).

**(b) Election to the Executive Council**

Members are elected to the Executive Council at the Annual Meeting of the AHA.

Nominations with citations close with the AHA 21 days before each Annual Meeting and must be circulated to all affiliated organisations at least 14 days prior to the meeting. Where nominations are received for less than the number of positions available, the nominees are deemed to have been elected. Nominations for any remaining vacancies may be taken at the Annual Meeting.

**(c) Executive Council may encourage nominations**

No affiliated organisation has automatic right of representation on the Executive Council.

The reason for not reserving places on the Executive Council is that the needs of the AHA are likely to change from year to year. The members of the AHA should be free to change the membership mix of the Executive Board without having to change these rules in order to do so.

The Executive Council may actively encourage particular affiliated organisations to nominate a person or persons for membership. This would be to ensure certain aspects of the operations of the AHA benefit from the skills that person has or their membership of the affiliated organisation.

Nominations may only be made by affiliated associations.

**(d) Quorum**

The quorum shall be based on the current membership of the Executive Council as follows:

<b>Members</b>	<b>Quorum</b>
4 or fewer	3
5	3
6	4
7	4
8	5
9	5

**(e) Vacancies**

If, at any time, the Executive Council has fewer than nine members it has the power to co-opt new members who have all the power as if they were elected at an Annual Meeting.

**(f) Chair of the Executive Council**

The Chair of the Executive Council is to be determined by the Executive Council at its first meeting. At that time a Deputy Chair should also be appointed.

The Chair of the meeting is entitled to a casting vote as well as a deliberative vote.

**(g) Meetings of the Executive Council**

Meetings of the Executive Council shall be held at such times and places in each year as it determines. The Chair or Deputy Chair may call a Special Meeting of the Executive Council at any time.

**(h) Delinquency**

The remaining members may remove any member of the Executive Council who misses three consecutive meetings without the permission of the remaining members from the Executive Council.

**(i) Removal of the Executive Council**

The members of the Executive Council can be removed as a body or individually by a Special Meeting called for that purpose. If this occurs

the Special Meeting may appoint a replacement Executive Council to carry on the business of the AHA until the next Annual Meeting.

**(j) Waiver of time limits**

The Executive Council may waive any of the time limits expressed or implied by these rules for the giving of any notice.

**(k) Duty to keep members informed**

The Executive Council shall take reasonable steps to ensure the members of the AHA are kept informed of the decisions and actions taken by or on behalf of the Executive Council.

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**Rule 25**

**Club Council**

The AHA will have a Club Council.

**(a) Role of the Club Council**

The purpose of the Club Council is to review and comment on policy matters and strategies developed by the Executive Council and the Management Team.

It should also bring matters that are a concern to clubs to the attention of the appropriate body within the AHA for resolution.

It is expected that the Executive Council will delegate powers to the Club Council given that this body has representatives from all clubs.

The Club Council may also be asked to assist from time to time in the development of specific projects.

**(b) Chair of the Club Council**

The Chair of the Club Council is elected at the Annual Meeting. If no person is elected that person may be appointed by the Executive Council until such a time as the Club Council maintains its own Chair.

The Chair of the Club Council shall become a member of the Executive Council by virtue of their position.

The Chair of a meeting of the Club Council is entitled to a casting vote as well as any deliberative vote(s) he or she holds. If the affiliated organisation to which the Chair of the Club Council belongs has an appointed representative at a particular meeting the Chair does not have a deliberative vote.

The purpose of having the Chair of the Club Council appointed at the Annual Meeting, or by the Executive Council, is to ensure that the Club Council has a person charged with the power and responsibility to initiate meetings.

Membership of the Executive Council ensures there is a clear line of communication with the Executive Council.

**(c) Membership of the Club Council**

Each affiliated club with one or more open graded teams is required to appoint a representative to the Club Council and each club has one vote.

The affiliated clubs may invite other affiliated organisations to appoint representatives to the Club Council and may grant those organisations voting rights.

The Executive Council may establish Management Boards within the AHA for the purpose of delegating powers.

**(a) Chair of management boards**

The Chair of each management board is appointed by the Executive Council.

The chair should be a member of Executive Council but need not be.

**(b) Reason for having the Executive Council appoint Chairs**

The purpose of having the Chair of each board appointed by the Executive Council is to ensure that the board has a person charged with the power and responsibility to initiate meetings and has a clear line of communication with the Executive Council.

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## Meetings

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### Rule 27

#### Meetings of the AHA

A meeting of the AHA is defined to be a meeting of the AHA officers and representatives of all affiliated organisations and comprise the Annual Meeting and Special Meetings.

The representatives of the affiliated organisations are called **delegates**.

Meetings of the Executive Council, Club Council and any Management Boards are not included in this definition. Procedures for those meetings are described in the **Governance** section of these rules.

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### Rule 28

#### Voting at meetings of the AHA

(a) **Right to vote**

The Officers of the AHA are entitled to one vote each.

Each affiliated organisation shall have the right to vote at the Annual Meeting or any Special Meeting of the AHA. Delegates appointed by these organisations exercise the votes.

(b) **Number of votes of affiliated organisations**

The number of votes each affiliated organisation is allowed to exercise depends on the type of organisation.

Affiliated **Clubs** and **sub-associations** receive one vote per two senior graded teams in that year's competition up to a maximum of six votes. If a club or sub-association only has one open graded team it is entitled to one vote.

An affiliated organisation representing all **Secondary Schools** is entitled to two votes.

An affiliated organisation representing all **Schools** with teams playing in AHA **Junior** competitions is entitled to two votes.

An affiliated organisation representing **Umpires** is entitled to two votes.

An affiliated organisation representing **Supporters** is entitled to one vote.

**(c) Identification of delegates**

The AHA has the right prior to the Annual or Special Meeting to require affiliated organisations to forward in writing the name of the delegate or delegates who are entitled to exercise the votes of the organisation.

A delegate may not represent more than one organisation at an Annual or Special Meeting.

**(d) Mode of voting**

Voting can be by simple show of hands or by ballot as the Chair of the meeting directs.

Election of the Executive Committee at the Annual Meeting shall be by ballot.

**(e) Suspension of right to vote**

If an affiliated organisation is in arrears with fees and or fines its right to vote at an Annual or Special Meeting is suspended until that situation is remedied.

The Executive Council may determine what the term “in arrears” means for a given meeting and must provide notice to all affiliated organisations as to its meaning.

The affiliated organisations which are financial may vote at an Annual or Special Meeting to waive suspension and allow the unfinancial affiliated organisation to exercise its votes through its delegate(s).

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**Rule 29**

**Annual Meeting**

**(a) Requirement to have an Annual Meeting**

The AHA shall hold an Annual Meeting at least once in every calendar year.

**(b) Primary purposes of the Annual meeting**

The primary purposes of the Annual Meeting are to receive the Annual Report and Financial Statements and to elect the Officers and Members of the Executive Council.

**(c) Quorum**

The quorum for the Annual Meeting shall be officers and delegates who represent 60% of the total votes able to be cast.

**(d) Notice**

Notice of the time and place of the meeting must be advertised in whatever manner the Executive Council thinks is appropriate.

Where possible at least 28 days notice of the Annual Meeting must be given to the affiliated organisations and officers.

**(e) Right to attend**

All officers and members of the AHA are entitled to attend the Annual Meeting and speak on any question, although only the delegates and officers may vote.

**(f) Chair**

The meeting shall be chaired by the President of the AHA or in that persons absence the Chair of the Executive Council.

The Chair of the meeting is entitled to a casting vote as well as any deliberative vote(s) he or she holds.

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**Rule 30**

**Special Meetings**

**(a) Calling or requesting a Special Meeting**

A Special Meeting of the AHA may be called by the President or at the request of at least four affiliated organisations. The request from the affiliated organisations shall be in writing and shall state the purpose of the meeting.

**(b) Notice**

Notice of a Special Meeting shall be sent to the affiliated organisations and officers within 10 days of the receipt of a request giving at least 7 days notice of the meeting.

**(c) Quorum**

The quorum for a Special Meeting shall be officers and delegates who represent 60% of the total votes able to be cast.

**(d) Business of a Special Meeting**

Only those matters set out in the notice of the meeting may be dealt with at a Special Meeting.

(e) **Chair**

The meeting would normally be chaired by the President of the AHA or in that persons absence the Chair of the Executive Council.

The Chair of the meeting is entitled to a casting vote as well as any deliberative vote(s) he or she holds.

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**Rule 31**

**Special Resolutions**

A special resolution is a resolution passed at an Annual or Special Meeting by at least 75% of those entitled to vote on the resolution who exercise their vote.

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**Rule 32**

**Adjournment**

Any meeting of the AHA may be adjourned from time to time.

Having rules stating how the meetings are called and held, along with the voting rights, is a requirement of Section 6(f) of The Incorporated Societies Act 1908.

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**Rule 33**

**Employees may not vote**

Employees of the AHA shall not have the power or right to vote at any meeting of the AHA or at any meeting of any Council or Board or sub-committee of the AHA if they are on that body or attending a meeting by virtue of their employment.

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## **Disclosure**

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### **Rule 34**

#### **Annual Report**

**(a) Requirement to prepare an Annual Report**

The Executive Council shall prepare an Annual Report and deliver it to affiliated organisations at least 14 days prior to its Annual Meeting.

**(b) Content**

The Annual Report shall include:

- a report from the President.
- a report from the Executive Council on how it has discharged its obligations during the current year. The Executive Council may include reports from the Chair of each Council or Management Board as part of this if it wishes.
- financial statements for the AHA for that year. The financial statements shall comply with Generally Accepted Accounting Practice as defined by the Financial Reporting Act 1993. The Financial Statements shall be audited.

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### **Rule 35**

#### **Financial Year**

**(a) Normal year end**

The financial year shall end on 31 December each year.

**(b) Power to change the year end**

The Executive Council has the power to alter the year end provided no financial reporting period is longer than 15 months.

The Executive Council must have good reasons for changing the financial year end and inform all affiliated organisations of the change in year end and the reasons for the change.