

RULES AND OBJECTS OF THE BIRMAN CAT CLUB OF NEW ZEALAND INCORPORATED - 2010

1. NAME:

The name of the Society shall be THE BIRMAN CAT CLUB OF NEW ZEALAND INCORPORATED, ("the Club").

2. OBJECTS OF THE CLUB:

- 2.1** To promote, foster, encourage and assist in the breeding of Birman cats of the best standard in New Zealand.
- 2.2** To protect and assist in the welfare of cats and the interests of the cat owners and/or cat breeders, in the breeding, rearing and classification of cat breeds, and Birman cats in particular.
- 2.3** Generally to provide information to members of the Club on the ownership and breeding of cats, with particular reference to the Birman Breed.
- 2.4** To establish, keep and maintain an up to date Breeders' List, in a form decided by the Club and to be updated and/or published annually.
- 2.5** To publish regular newsletters relating to the Birman cat and/or any matters of interest to the Club or its members.
- 2.6** The Club shall hold a copy of the Standard of Points of the Birman Cat.
- 2.7** To hold discussions, seminars, lectures or conferences on matters of interest to cat owners and/or the Breeders.
- 2.8** To work together as a Club to promote responsible breeding of Birman cats, to encourage interest in the breeding and health of pedigree Birman cats and to encourage all Birman breeders and owners to join the Club.
- 2.9** To hold Championship Shows each year for Birman's and in the event of the Club being granted a National Show, or running an All Breeds Show, other invited breeds.
- 2.10** To do all such acts and things as are incidental or conducive to the objects of the Club.

3. AFFILIATION:

- 3.1** The Club has been granted affiliation to the New Zealand Cat Fancy Incorporated, (the "Cat Fancy"), which is a New Zealand governing council of incorporated cat clubs, and the Club is therefore bound by and must submit to the Cat Fancy's Constitution and standing orders.

3.2 The rules of the Club shall be read and construed subject to the requirements of the Cat Fancy's Constitution, and to the express directions of the Cat Fancy as received from time to time.

4. MEMBERSHIP:

4.1 To join the Club, or reactivate a membership that has lapsed, intending members must:

- (a)** Complete the Club's Membership Application Form.
- (b)** Send the completed and signed Application form, together with the then current subscription to the Secretary.

4.2 The Application Form will be considered at the next Committee Meeting or General Meeting and accepted or not by a simple majority of members present at the meeting. If an application for Membership should be declined then the Secretary shall return the fees to the applicant.

4.3 Each person joining the Club shall agree in writing to be bound by the Club rules, which shall be available upon request, and at that time a copy of the Club's Code of Ethics shall be sent to each new member.

4.4 There shall be the following categories of Membership:

- (a)** FULL - members, being either:
 - SINGLE - for one person only, or
 - JOINT/FAMILY - where two or more members reside in the one household.
- (b)** ASSOCIATE - Birman owners joining for the purpose of showing their cats at the Birman Cat Show.
- (c)** HONORARY - As approved by the Club at a General Meeting.
- (d)** LIFE - Elected by the Club at its Annual General Meeting only.

4.5 The right to vote on any matter affecting the affairs or management of the Club or the election of any member to any Office of the Club, is vested in financial Full Members and Life Members only.

4.6 Office holders in the Club must be either financial Full Members or Life Members, except for the offices of Patron and Vice Patron.

5. OFFICERS OF THE CLUB:

5.1 Officers of the Club shall be elected at the Club's Annual General Meeting each year for the officers of:

- (a)** President
- (b)** Vice President
- (c)** Secretary
- (d)** Treasurer
- (e)** Newsletter Editor

plus up to 8 Committee Members (the "Committee"), whose term of office will continue until the Club's next Annual General Meeting, and the Committee shall be responsible for the management of the business of the Club.

5.2 A Privacy Officer, Webmaster, Rescue Officer and Rehoming Officer may be elected at the Annual General Meeting if required. These parties may also be elected onto the Committee, if willing to stand.

5.3.1 Written nominations for the offices of President, Vice President, Secretary, Treasurer and Newsletter Editor shall be in the hands of the Secretary at least 28 clear days before the day scheduled for the Club Annual General Meeting.

5.3.2 All such nominations shall be signed by two full financial Club Members to nominate and second the nomination of the candidate, who shall also be a full financial member of the Club, and the candidate shall also sign the nomination form, to signify agreement to stand for the office nominated. For a nomination to be valid all 3 persons must be financial members of the Club at both the date of nomination and the date of the Annual General Meeting.

5.3.3 Upon closure of nominations, if voting is required, the Secretary shall, not later than 21 days before the Annual General Meeting, send details of all valid nominations received to all full financial Club members, together with a voting form to enable such members to lodge postal votes, if they so choose.
Note: for the purposes of postal voting, the term "Postal" shall include voting by mail, facsimile or email.

5.3.4 All postal votes must be received by the Secretary 5 clear days before the Annual General Meeting, to be valid for the election of Officers at that meeting.

5.3.5 Upon receipt of postal votes the Secretary shall:

- (a)** Open the envelopes upon arrival;
- (b)** Check that the voter is a full financial Club Member, entitled to vote at the Annual General Meeting;
- (c)** Complete a schedule of all such valid votes received for each of the Offices listed in paragraph (5.3.1) above;
- (d)** Observe absolute confidence, keeping details of all such votes cast to the Secretary alone, until the due time for release of the vote at the Annual General Meeting.

5.3.6 At the Annual General Meeting where no valid written nomination has been received, nominations may be accepted from those full financial or Life Members present to fill any Officer position listed in paragraph (5.3.1) above, and for any other Officer position, and for the members of the Committee. A ballot of such candidates will then be conducted if necessary.

5.3.7 As the ballot for each contested Office listed in paragraph (5.3.1) above is being conducted, the Secretary shall release the schedule of postal votes for that Office to the Scrutineers, who shall then declare the election result and provide the meeting with details of postal votes and votes of members present in person, cast for each candidate.

5.3.8 In the event of a tied vote for any Office position, a second ballot shall be held and if the vote is still tied, then the election shall be decided on the toss of a coin carried out by one of the Scrutineers. The Chairman shall be entitled to a substantive vote, but no casting vote.

5.3.9 The election of Officers other than to those positions listed in paragraph (5.3.1) above and for the other members of the Committee, shall be by nomination and voting at the Annual General Meeting, by those full financial Club and Life Members present and entitled to vote.

5.4 An office bearer of any club registered with any Governing Council within New Zealand may not be an Office holder of the Club as listed in Clause 5.1 of the Constitution at the same time.

5.5 The elected Committee members may be assigned as deputies or assistants to the 5 elected Officers of the Club so that the deputy may succeed to the office-bearing position in a following year, if so elected at an Annual General Meeting.

5.6 The Committee may form sub-committees as required, and has authority to co-opt assistance from other Club members to help on such sub-committees.

5.7 If a vacancy occurs in the Committee during the year, a replacement Officer-holder or Committee member may be co-opted to the Committee and that appointment confirmed at the next General Meeting.

5.8 The Immediate Past President of the Club shall be an Honorary Member of the Committee for the following year, unless he or she is also an Officer or Committee Member during that year, with the Immediate Past President able to attend Committee Meetings and provide information and assistance to the Committee as sought.

6. DUTIES OF THE OFFICERS AND THE COMMITTEE:

6.1 The **PRESIDENT** shall:

(a) Preside as Chairman at Committee, General, Annual General and Special General meetings of the Club.

(b) Ensure that all such meetings are conducted in a proper and orderly manner in accord with the Club's rules and the rules of debate.

- (c) Presume an impartial, objective and fair attitude in all matters being considered at the Club's meetings.
- (d) Put all motions raised at Club meetings to the vote, and after counting the votes, shall declare the result of the vote which shall then be the official result of such vote.
- (e) The President shall have a casting vote, which shall be used to preserve the status quo, in the event that the votes are tied.

6.2 The **VICE PRESIDENT** shall:

Preside as Chairman of the Club meetings in the absence of the President, and generally shall act as a deputy to the President.

6.3 The **SECRETARY** shall:

- (a) Be responsible for the day to day administration of the Club's affairs, with the support and help of the Officers and Committee.
- (b) Keep minutes of all Committee, General or Annual General Meetings of the Club.
- (c) Receive all inward correspondence of the Club and respond as required or directed by the Officers of the Club or a Club meeting.
- (d) File and retain all correspondence of the Club in an orderly filing system.
- (e) Keep an up to date list of financial Members, together with Honorary Members or Affiliated Clubs, which are entitled to copies of the Mews.
- (f) Check accounts or invoices coming to the Club and pass them to the Treasurer for payment.
- (g) Keep proper account of the expenditure of monies from the Secretary's fund.
- (h) Ensure that all necessary information and forms are submitted to the Cat Fancy in a timely way.
- (i) Notify Club members of Club events or meetings, or other matters of interest, as required.

6.4 The **TREASURER** shall:

- (a) Collect all monies due to the Club and promptly bank them in the Club's bank account.
- (b) Issue receipts for all the monies received.

- (c) Pay invoices due by the Club, after checking them, and having payment approved by a Club meeting.
- (d) Keep the Club's financial books of account up to date and in proper order.
- (e) Promptly notify the Committee if serious over-spending is likely to occur on budget items.
- (f) Provide statistical and accounting information to financial Club Members, as requested.
- (g)
 - i. Arrange for a Statement of Accounts to be prepared in each financial year by a Member of the Institute of Chartered Accountants of New Zealand or the Taxation Institute of New Zealand Inc. for submission to the Annual General Meeting.
 - ii. Annual financial statements are to comply with Section 23 of the Incorporated Societies Act 1908.
 - iii. Should the Chartered Accountant preparing the Statement of Accounts and the Treasurer be one and the same, then an Auditor is to be appointed to express an independent opinion on the Statement of Accounts.

6.5 The **NEWSLETTER EDITOR** shall:

- (a) Seek to publish the "Birman Mews" at least twice each year.
- (b) Maintain a high standard of Mews publication.
- (c) Exercise editorial judgement on any material submitted for publication in the Mews.
- (d) Act as guardian of the archives of the Club and of its library of feline publications.
- (e) Ensure that publication and distribution costs of the Mews do not become excessive.
- (f) If necessary, obtain approval of the Committee for any controversial matters, or extra cost items proposed.

6.6 **COMMITTEE MEMBERS** shall:

- (a) Attend all Committee, General and Annual General Meetings of the Club each year.
- (b) Act as deputies or assistants to their nominated Officer so as to be able to act if that Officer is absent, and to be ready for election to an office-holder position next year if desired.

- (c) Provide help to other Club Members as requested.
- (d) Along with the Officers, run the affairs of the Club.

7. MEETINGS OF THE CLUB:

7.1 The ANNUAL GENERAL MEETING shall be held each year, at the venue, on the date and time decided at the previous Annual Meeting.

- (a) The President shall act as Chairman and if absent then the Vice-President shall Chair the meeting.
- (b) A quorum at the Annual General Meeting shall be at least 12 financial Full or Life Members present.
- (c) The Officers of the Club, Privacy Officer, Webmaster, and Committee Members shall be elected at the Annual General Meeting for the following year, plus Show Manager, Assistant Show Manager, Show Secretary, Show Treasurer, Entry Clerk (if not the Show Secretary), Show Publicity Officer, Ribbon/Trophy Stewards and Show Committee.
- (d) Each financial Full or Life member present at the Annual General Meeting shall have one vote, with voting either by voices, or a show of hands, or if requested, a secret ballot, as the Chairman shall decide during the meeting.
- (e) Postal nominations shall be accepted for the nomination of Officers as provided by Clause 5.3.1 above, and if a meeting Agenda has been circulated before the Annual General Meeting, postal votes shall be accepted for those other specified items on the Agenda. All postal votes must be delivered to the Secretary at least 5 days before the Meeting.
- (f) In the event of an equality of votes in matters other than the election of Officers, the Chairman shall have a second or casting vote.

7.2 GENERAL MEETINGS of the Club shall be held throughout each year on the dates and times and at venues decided by the President or the Secretary.

- (a) The Agenda for such meetings shall be set by the President or the Secretary and shall include matters which Club members have requested in writing be included.
- (b) The quorum at each General Meeting shall be at least 7 members of the Club present.

7.3 SPECIAL GENERAL MEETINGS shall be called by the Secretary on 21 days' notice, after the Secretary has received a written request to call such a meeting. The request must specify the precise matters to be considered at

the Special General Meeting, and must be signed by at least 5 financial Full or Life Members of the Club.

- (a) The Secretary shall dispatch notice of the Special General Meeting to all financial Full or Life Members of the Club, at least 14 days before the date of the Special General Meeting set by the Secretary.
- (b) The quorum at a Special General Meeting shall be at least 7 Members of the Club present.
- (c) Voting at a Special General Meeting shall be as for the Annual General Meeting, as set out in Clauses 7.1. (d) and (e) above.

7.4 COMMITTEE MEETINGS shall be held once each month, except in December (unless deemed necessary by the President or Secretary); or on other occasions as required, and on a date and time, and at venues as arranged by the President or Secretary. A General Meeting held in any month may be considered to be that month's Committee Meeting if no other separate Committee Meeting is held.

- (a) A quorum at a Committee Meeting shall be 5 Members, at least two of which must be Officers.
- (b) Any Committee Member not attending 4 meetings of any type in a 12 month period shall forfeit membership of the Committee, and if required, a substitute Committee Member may be co-opted and that appointment be confirmed at a subsequent General Meeting of the Club.
- (c) The Committee may waive the forfeiture in 7.4.b after consideration of any special circumstances as they see fit.

7.5 If a quorum of members of the Club is not present for any meeting of the Club within 30 minutes of the scheduled meeting time, then the meeting shall be adjourned for 7 days at the same venue and time. If, at the adjourned meeting, there are at least 5 Club Members present, then that shall be deemed a quorum for that meeting.

8. FINANCE:

- (a) At its Annual General Meeting, the Club shall make provision for the necessary finances to conduct the Club's affairs for the next financial year.
- (b) The Club shall have the power to borrow or raise money, or secure payment of monies, and such power shall be exercised by the Club only at a General Meeting.
- (c) The Treasurer, with the approval of the President, is authorised to open and operate bank accounts for the Club's funds.

- (d) The Club bank accounts shall require 2 signatures on any cheque drawn, the signatories being a combination of President, Secretary or Treasurer, and where any 2 of these Officers reside in the same residence, then the Vice-President shall become the third signatory.
- (e) All accounts due for payment by the Club shall be presented and approved for payment at a Club meeting, then the Treasurer shall be authorised to make such payments.

8.1 FINANCIAL YEAR AND CLUB DUES:

- (a) The Club's financial year will be from 1st October to 30th September in the following year.
- (b) Club membership fees shall be come due on 1st October each year and are payable by 30th November.
- (c) The Club's Annual General Meeting shall be held on or before the 15th February each year, and all financial Full and Life Members at the time of the meeting shall be entitled to vote at that meeting.
- (d) All Club Members, except Life, Honorary or Associate Members, are required to pay a yearly subscription as set at the previous Annual General Meeting. Honorary Members are not required to pay yearly subscriptions.
- (e) New Members joining on or after 1st July in any financial year shall have their membership validated until the end of the subsequent financial year.
- (f) If members have not paid the yearly subscription due by 30th November in any year, then their membership of the Club lapses.

8.2 PAYMENTS TO MEMBERS;

- (a) No Members or person associated with a Member of the Club, shall derive income, benefit or advantage from the Club where they can materially influence the payment of the income, benefit or advantage.
- (b) Except where that income, benefit or advantage is derived from:
 - i. Professional services to the Club rendered in the course of business, charged at no greater rate than current market rates; or
 - ii. Interest on money lent at no greater rate than current market rates.

9. TROPHIES:

Awarded by the Club may only be awarded to financial Full and Life members of the Club, and all Trophies remain the property of the Club. The Club member

holding a Club Trophy, at any time, is liable for replacement or repair for any damage to, or loss of, the Trophy.

9.1 A Trophy book will be kept by the Trophy Steward, and the recipient of each Trophy shall be required to sign the Trophy Book for each Trophy received. All Trophies will be returned to the Trophy Steward at least four weeks before the next Birman Cat Club Show, in time to be awarded for the next year. All Trophies shall be returned in clean and tidy condition.

9.2 All sashes, ribbons and other awards made at the Show belong to the successful exhibitors.

10. THE COMMON SEAL:

Of the Club shall be kept by the Secretary and may be affixed to documents by resolution of the Club at a General Meeting, and in the presence of the President and Secretary or Treasurer, who shall witness the affixing of the Common Seal.

11. TERMINATION OF MEMBERSHIP:

Membership of the Club may be terminated by:

(a) Written resignation.

(b) Membership lapsing for the failure to pay the yearly subscription by 30th November in any year, as is provided by rule 8.1.(f) above.

(c) A finding of serious misconduct against the member such that they are unsuitable as a Club Member.

- i. If a complaint of serious misconduct is raised against a Member, then the allegation shall be considered by a meeting of the Committee with the two or more parties to the complaint invited to attend, and each allowed to advise the meeting of the matters to be raised.
- ii. The Committee shall consider the matters raised in the absence of the parties to the complaint, and a majority decision of the Committee shall prevail as to whether the complaint has been proved, or not, and if so, the appropriate penalty.
- iii. Any Club Member or other person affected by the Committee's decision may raise an appeal to a Special General Meeting of the Club, on written notice to the Secretary, within 28 days of the Committee decision being made known to the parties.

(d) Expulsion from the Cat Fancy.

12. AMENDMENT OF THE RULES:

The Rules may be repealed or amended upon:

(a) Twenty-one days' written notice being given to the Secretary specifying the terms of the alteration proposal, and ...

- (b) The alteration proposed has been approved at the Club's Annual General Meeting and has received the assent of at least two thirds of the Members present and voting thereon at such a meeting.
- (c) No addition or alteration or rescission of the Rules shall be approved if it affects the payments to Members clause (8.2) or the winding up clause (13.b).

13. DISSOLUTION:

- (a) The Club may be wound up, voluntarily, pursuant to the provisions of the Incorporated Societies Act 1908 or its successor. Upon such dissolution all debts and liabilities of the Club shall be paid, and any property remaining shall be disposed of as decided by resolution at the Special General Meeting when the resolution to wind up the Club is passed.
- (b) If upon winding up or dissolution of the Club there remains, after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the Members of the Club, but shall be given or transferred to some other charitable organisation or body having Objects similar to the Objects of the first Club, or for some other charitable purpose, within New Zealand.

14. RULES:

These Rules hereby rescind all previous Rules of the Club.

Dated this 15th day of February 2010

Amendments February 1994 - Rules 5.3.1; 8.2 12.c; 13.b

Amendments February 1995 - Rules 5.8; 8.1.a; 8.1.e

Amendments February 1996 - Delete Rules 5.3.1; 5.3.2; renumber 5.3.3 as 5.3

Amendments February 1997 - Rules 2.9; 5.3 (i)

Amendments February 1998 - Rules 5.1; 5.5

Amendments February 1999 - Rule 6.1.e

Amendments February 2000 - Replace Rule 6.4.g with new 6.4.g

Amendments February 2001 - Replace Rule 2.9 with new 2.9

Amendments February 2002 - Rule 5.4

Amendments February 2003 - Rules 3.1; 5.1.f; 5.1.g; 5.3.i, 5.3.iii; 5.5; 6.6; 7.4; 7.4.a; 7.4.b; 8.1.a; 8.1.d; 8.1.e; 11.b; 11.d. Delete Rules 5.1.f; 5.1.g & 6.7, Add in 7.4.c

Amendments February 2004 - Rules 5.3.iii; 6.4.g (i); 8.1.e

Amendments February 2009 - Delete 4.1.c and then renumber as 4.1.b; amend 7.4 and delete 8.1.b and renumber

Amendments February 2010 - 4.1; 4.1.a; 4.4.a; 5.2; 6.5.a; 6.6.a; 7.1.c; 7.2; 7.4