



The Hibernian Catholic Benefit Society

PO Box 11-632, Wellington 6142. Tel (04) 494 3482. Fax (04) 473 4318. Email info@hibernian.org.nz www.hibernian.org.nz

2016 SPECIAL MEETING **NOTICE OF MEETING**

Notice is hereby given that a Special Meeting of The Hibernian Catholic Benefit Society will be held in Wellington (venue to be advised) on Saturday 5th March 2013 at 11 am.

ORDER PAPER (Rule 6.3)

1. Opening Prayer
2. Roll Call and Preliminary Matters
3. Confirmation of the Minutes of Special Meeting held 28th November 2015.
4. To consider the following Motions put forward by the Board of Management.
5. Management Fund Levy.

Motions for Special Meeting

1. **That the Rules of the Hibernian Catholic Benefit Society be revoked and the new rules accompanying this notice be adopted. The change of rules to become effective on registration by the Registrar of the new consolidated rules.**
2. **That the Board is authorised to make minor amendments if the Registrar so requires, to register the rules.**

A draft copy of the revised rules together with a summary of changes is attached.

To assist with organisational details, would Branches please advise the Secretary of the names and number of Branch delegates who will be in attendance. Those Branches unable to attend in person may nominate a proxy in the normal manner.

Names of delegates to be with the Secretary by 26th of February 2016.

Jocelyn Delaney
Secretary
The Hibernian Catholic Benefit Society
31st January 2016
secretary@hibernian.org.nz



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Summary of Rule Changes

1. Prior to being amended the base set of rules were a consolidation of all previous amendments.
2. Throughout the Rules the term General Manager has been replaced by Secretary.
This change recognises that we no longer running an office with staff rather we are a small operation with a Secretary.
3. Throughout the Rules the term District has been replaced by National.
This change recognises that we are no longer a District of an Australasian organisation but a New Zealand wide organisation with rules applying to the National Body as well as local Branches.
4. Rule 1.4 altered by removing “and have its own seal” after “name and number”.
5. Rule 4.1 has been altered by:
 - a. removing the following as objectives:
 - i. to operate a Transitional Fund in accordance with these Rules
 - ii. to provide a Medical Benefit Fund
 - iii. to purchase holiday or retirement homes
 - iv. to operate educational funds
 - b. adding the following to those remaining:
 - i. to operate, for the Benefit of members, such other funds that may be in accord with the Act

This change identifies the new direction the Society is heading in but still allows for the establishment of National funds in the future.

6. Rule 4.2 has been amended by:
 - a. Adding:
 - i. to operate, for the Benefit of Branch members, such funds that may be compatible with the Society’s activities and the Act
 - ii. to support subject to Section 55 of the Act such local charitable, religious, cultural or sporting organisations as approved by the Branch at a summoned meeting.

Allows Branches to make donations and establish funds for members benefit.

7. Rule 5.1.1 amended by removing “sub” before the word Rule.
8. Rule 5 amended by removing rules related to Limited members as this was proposed for a specific situation and has not been called on. Also the new membership rules allow for the admission of non-Catholics.



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9. Rule 5.3.3 amended by changing the name Management charge to Management Fund Levy. This has also been done throughout the rules for consistency.
10. Rule 5.4.1 Life membership has been amended by the introduction of a Branch Life membership class to allow Branches to recognise members who have provided exceptional service to the Society at a local level. This has created minor renumbering.
11. Rule 5.6 has been amended to allow for Branches to bill dues on either an Annual, Half Yearly or Quarterly basis. Also to allow payments to go into an account nominated by the Branch.
12. Rule 6.6 Voting has been amended by reducing the members per vote from 50:1 to 30:1. The aim of this is to spread the votes more equitably among branches based on their percentage of overall membership. The following table shows the effect based on membership as at 2015 Annual Meeting.

Branch No		2015		50:1		30:1	
		Members		Votes		Votes	
3	St Mary's Wellington	18	1%	1	3%	1	2%
17	St Patrick's Greymouth	26	2%	1	3%	1	2%
73	St Joseph's Dunedin	76	5%	2	6%	3	6%
82	St Patrick's Christchurch	120	8%	3	8%	4	8%
93	St John's Napier	26	2%	1	3%	1	2%
115	St Patrick's Blenheim	139	10%	3	8%	5	9%
172	St Joseph's Hastings	250	17%	5	14%	9	17%
399	St Aloysius Wellington	51	4%	2	6%	2	4%
400	St Patrick's Palmerston North*	199	14%	4	11%	7	13%
533	Sacred Heart Petone	15	1%	1	3%	1	2%
620	St Mary's Nelson	46	3%	1	3%	2	4%
728	Immaculate Conception Stratford	20	1%	1	3%	1	2%
828	St Peter Chanel Auckland	265	18%	6	17%	9	17%
854	St John's Onslow/Johnsonville	83	6%	2	6%	3	6%
962	St Joseph's Wellington	113	8%	3	8%	4	8%
	National Office 2 -						
	TOTAL MEMBERS	1447		36		53	

13. Rule 6.8.1.c amended by adding "All" to the beginning and changing Meeting to Meetings
14. Rule 6.8.3 Order of Business – rearrangement of order to allow new membership applications to be handles first. Also rewording of h to identify the Branch is receiving a financial report and either approving payments or ratifying payments.
15. Rule 6.8.4 Quorum for Branch meeting. Change to increase Quorum to 5% for larger Branches. The aim is to ensure all decisions are considered by as many members as possible while allowing for smaller Branches to have a realistic minimum number.
16. Rule 6.8.7 Adjournment three fourths changed to seventy five percent.



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17. Rule 7.2 (a) Chairperson deleted “(referred to as the chairperson in these rules)”
This rule defines who the chairperson is and allows for the situation where the President is absent, therefore reference to the Chairperson may not necessarily be the President.
18. Rule 7.6(a) “constitution or other” replaced with “Act or”
The rules of the Society are its constitution, however the Act (FS&CU as defined earlier) does require specific majorities in certain circumstances.
19. Rule 7.6(d) deleted after scrutineers. Scrutineers are required under other rules.
20. Rule 7.10 Points of Personal Privilege deleted.
21. Rule 8 Board of Management – new subsections created to make it easier to read.
22. Rule 8.1.4 Board term changed to three years from two years to allow for better succession planning. Maximum term still six years.
23. Rule 9.2.2 purpose for trustees simplified.
24. Rule 12.3.5 and 12.3.6 Deleted. While the idea of a social group is consistent with fraternal objective, experience of Branches has identified major issues around the practicality of this in operating.
25. Rules 13.4.i, l and m moved from Secretary to Treasurer. These duties are more relevant to the Treasurer than Secretary. Where these roles are combined the duties would also become combined.
26. Rule 15 Accounts of the Society –
deleted “The Board may set up an imprest account at any office of the Society outside Wellington”
As the Society does not have an office, there is no need for this rule.
27. The following have been amended at the request of the Registrar (New Rule number in Brackets)
 - a. Rule 12.4 n) (12.4.14) the annual return itself is not audited, only the financial statements of the society are audited.
 - b. Rule 12.6.5 (12.6.5) the financial statements of the branch should be submitted to the auditor (where an auditor is required to be appointed).
 - c. Rule 15(Rule 15.1.2) consider specifically referring to the preparation of financial statements and that these must be prepared in accordance with GAAP, or non-GAAP standards, as the case may be (section 63(2)).
 - d. Rule 16.2(Rule 15.3.2) refers to Rule 6.3.4c) however, there is no such rule?
 - e. Rule 17.1.1 (16.1.1) the audit of the financial statements must be carried out by a qualified auditor. Section 64A(4) states that if a registered society or branch is not a specified not-for-profit entity in respect of a financial year, the society or branch must appoint a qualified auditor to audit its financial statements for that year if the rules of the society or branch require an auditor to be appointed. Refer to section 36 of the Financial Reporting Act 2013 for the meaning of qualified auditor.



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- f. Rule 17.1.1(16.1.2) sections 65, 66 and 67 relate to the appointment and dismissal of auditors however, sections 62 and 63 do not. These sections relate to specified not for profits and the preparation of financial statements respectively.
 - g. Rule 17.1.3 to 17.1.5 (16.1.6) note that where the society or branch is required to appoint a qualified auditor in accordance with section 64(A) the audit report must comply with the requirements of all applicable auditing and assurance standards.
 - h. Rule 17.2.1(16.2.1) this rule is a somewhat unclear. For those branches that are not a specified not-for-profit entities, do the rules require an auditor to be appointed?
28. Old Rule 25 Termination of Sick and Funeral Fund and Assurance Fund – Deleted because this has now been completed.
29. New Rule 24 Closure and paying out of Tertiary Bursary and Retraining Funds
30. Rule 25.1 Definition of Benevolent fund updated to better reflect the Society's objectives.
31. Rule 27.2 amended to give the Board flexibility on how Branches are invoiced for their Management fund.

Note: it is possible that a consequential amendment or minor amendment may have been missed from this list accidentally.

Motions for Special Meeting:

1. That the Rules of the Hibernian Catholic Benefit Society be revoked and the new rules accompanying this notice be adopted. The change of rules to become effective on registration by the Registrar of the new consolidated rules.
2. That the Board be authorised to make any further minor amendments that may be required by the Registrar to enable these rules to be registered.



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RULES OF THE HIBERNIAN CATHOLIC BENEFIT SOCIETY

Registered under the Friendly Societies and Credit Unions Act 1982

Registered Number 39/000

Every member is particularly requested to examine these Rules attentively, as the whole of them will be strictly enforced; nor will any member be allowed to plead ignorance should they infringe any of the provisions hereof.

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1. NAME

- 1.1. The Society shall be known as "The Hibernian Catholic Benefit Society", hereinafter referred to as "the Society", and shall be registered under the Friendly Societies and Credit Unions Act 1982, hereinafter referred to as "the Act".
- 1.2. The Society shall have the power to establish branches and to amalgamate or de-register existing branches subject to Rule 11.3 where the interests of those branches so require.
- 1.3. Each branch of the Society shall exist by virtue of written approval issued by the Society's Board of Management, hereinafter referred to as "the Board", and shall consist of members of the Society. It shall retain its registration as a branch so long as it is united to the Society and its rules.
- 1.4. Each branch shall have a distinctive name and number that shall be approved by the Board.

2. REGISTERED OFFICE

- 2.1. The Society shall have its registered office at 98A Hillcrest Road, Raumati Beach 5032 or such other place as the Board shall from time to time appoint.
- 2.2. Should the location of the registered office be changed, the Society's Secretary, hereinafter referred to as "the Secretary", shall notify the Registrar of Friendly Societies and Credit Unions, hereinafter referred to as "the Registrar", as required by the Act, and the Society's branches.
- 2.3. Each branch shall have a registered address, the location of which shall be determined at a summoned meeting. The location of such office shall be notified to the Secretary who shall notify the Registrar within 14 days.

3. REGALIA OF OFFICERS AND MEMBERS

- 3.1. The colours of the regalia and medals shall be emerald green and gold, with the emblem and motto of the Society thereon.
- 3.2. The Board and/or branch may in its discretion have their officers wear a badge containing the Society's emblem held to a bar setting out the designation of the officer. The badge and appellation may be used in substitution for regalia.
- 3.3. Members shall wear only collars, medallions, ribbons, sashes or badges approved by the Society.

4. OBJECTS

4.1. National

The object of the Society shall be to raise money by contributions from members, to which shall be added donations, income from investments, or any other legitimate source of funds, for the following purposes:

- 4.1.1. to provide financial assistance to members and their dependents
- 4.1.2. to foster fraternal activities amongst members
- 4.1.3. to support subject to Section 55 of the Act such charitable, religious, cultural or sporting organisations as approved by the Board or annual meeting



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- 4.1.4. to promote Christian principles in all aspects of the Society's activities
- 4.1.5. to operate a Benevolent Fund
- 4.1.6. to operate, for the Benefit of members, such other funds that may be in accord with the Act
- 4.1.7. for any other purpose which may from time to time be compatible with the Society's activities

4.2. Branches

The objects of the branches shall be:

- 4.2.1. to hold meetings for fraternal purpose
- 4.2.2. to enroll new members
- 4.2.3. to receive and vet applications for benefits
- 4.2.4. to arrange visitation of sick or bereaved members
- 4.2.5. to authorise Branch payments
- 4.2.6. to operate, for the Benefit of Branch members, such funds that may be compatible with the Society's activities and the Act
- 4.2.7. to support subject to Section 55 of the Act such local charitable, religious, cultural or sporting organisations as approved by the Branch at a summoned meeting
- 4.2.8. to do all other things necessary for the welfare of members

5. MEMBERSHIP

5.1. Terms of Membership

- 5.1.1. The Society shall consist of members as per rule 5.2.2.
- 5.1.2. Members shall belong to a branch of the Society.

5.2. Admission of Members

- 5.2.1. Except as otherwise provided under this membership rule, any person wishing to join the Society shall be proposed and seconded by two existing members of a branch at a regular meeting of that branch.
- 5.2.2. Any candidate for membership must be:
 - (a) A Catholic;
 - (b) Otherwise prepared to acknowledge and uphold the Catholic character of the Society; or
 - (c) The non-Catholic spouse of a member or a deceased member.
- 5.2.3. The Catholic character of the Society is expressed in its reflection and prayer at meetings, and celebration of the Eucharist, along with the willingness of its members to uphold Gospel values and the social teachings of the Catholic Church.
- 5.2.4. The qualification of a candidate for admission shall be enquired into at a



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branch meeting. The question of admission shall be decided by ballot. If one-third of the members present object the candidate is rejected and cannot be again proposed for six months.

- 5.2.5. Any person making a false declaration to gain admittance to the Society shall be expelled therefrom and forfeit all claims on it and its funds.

5.3. Classification of Members

- 5.3.1. The Society shall consist of Ordinary Members, and Life Members. Except in so far as otherwise provided in these Rules, a Life Member shall be deemed to be an Ordinary Member.
- 5.3.2. All members shall pay contributions as are from time to time levied by the Branch.
- 5.3.3. On Admission a member shall be designated an Ordinary member and shall remain so unless his or her membership ceases in accordance with this membership rule. The number of Ordinary Members in each Branch shall be used to assess both the Branch's liability for the Society's Management Fund Levy (rule 27.1) and the Branch's voting entitlement (rule 6.6.1)

5.4. Life Membership

- 5.4.1. Life membership of the Society may be conferred on any member who has given extraordinary service to the Society. Such membership may be conferred by an annual or special meeting on the recommendation by the Board after nomination by a Branch or the Board.
As a consequence of the conferring of life membership, the member shall be presented with a framed life membership certificate. The preparation and cost of such certificate will be borne by the Board.
- 5.4.2. Life membership of a Branch may be conferred on any member who has given extraordinary service to the Branch. Such membership may be conferred by an annual or special meeting on the recommendation by the Branch Officers after nomination by a Member.
That as a consequence of the conferring of life membership, the member shall be presented with a framed life membership certificate. The preparation and cost of such certificate will be borne by the Branch.

5.5. Conditions of Membership

- 5.5.1. All members shall be subject to the rules of the Society.
- 5.5.2. Members shall pay promptly all contributions due and shall receive such benefits to which they are entitled.
- 5.5.3. Members failing to pay contributions due may forfeit privileges of membership.
- 5.5.4. Any member more than six months in arrears without good or sufficient reason, shall be liable to meet any additional costs incurred through non-payment of dues.
- 5.5.5. Members admitted to the Society shall be eligible for election to any office subject to the limitations of age and membership (as provided elsewhere in these rules) but at no time shall non-Catholic members form more than one-



third of the officers of a branch or the Board.

5.6. Payment of Contributions

- 5.6.1. Contributions shall be paid either Quarterly, Half Yearly or Annually as the branch shall decide upon from time to time.
- 5.6.2. Contributions shall be paid to the Branch when they fall due under such arrangement as the branch shall decide upon.
- 5.6.3. A penalty for late payment of contributions may be charged.
- 5.6.4. Throughout these Rules, "contribution" and "contributions" shall include "premium" and "premiums" respectively payable in respect of benefit funds and "subscription" and "subscriptions" respectively payable in respect of Branch membership dues, as may be required in each particular case

5.7. Expulsion of Members

- 5.7.1. A branch may, where it considers circumstances warrant, expel a member from the Society after notifying that member of the grounds for his/her expulsion and shall give that member the opportunity of stating his/her case at a summoned meeting of the branch, against such action being taken. Provided that a member so expelled shall have a right of appeal as provided under Rule 20.
- 5.7.2. If any member is proved guilty of having made a false declaration or giving a false certificate, or any other false evidence of health or age, in order to enter the Society that member may be expelled.
- 5.7.3. In the event of a member suffering expulsion under any clauses of this Rule, and appealing therefrom as provided under Rule 20 such expulsion shall not take effect until the result of such appeal is known. Any benefit accruing to a member during the interim shall be postponed.
- 5.7.4. If any member is expelled the secretary of the branch shall send notice thereof to the Secretary.
- 5.7.5. An expelled member shall not be re-admitted to membership of the Society by another branch.

5.8. Transfers

Any member who has paid his/her dues to the end of the current period may request his/her transfer from one branch to another, either through the branch secretary or direct to the Secretary.

5.9. Members Benefits May Cease

Any member owing his/her branch for dues after a period of three months; or allowing goods, accounts, and levies to remain unpaid for a period longer than three months, may forfeit privileges of membership.

5.10. When Membership Ceases and Re-Admission

- 5.10.1. When any member allows dues to remain unpaid for six months, membership



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of the Society shall cease, and he/she shall forfeit all claims to benefits; but may be re-admitted to the Society by paying up all arrears'

- 5.10.2. Any member at any time may resign from a branch by delivering to the branch secretary a written notice of his/her intention to do so, and by paying all sums due by him/her at the date of resignation.

5.11. Member's Rights on Closure and Suspension

- 5.11.1. When a branch is closed or is dissolved, any member thereof shall be entitled to transfer to another Branch in the normal manner.
- 5.11.2. In the event of a branch being suspended for not complying with these Rules, any member thereof not having caused or assisted such suspension, shall become a charge on the funds of the Society.
- 5.11.3. Any member claiming the benefit of the Society's funds under clause 5.11.2 of this Rule must give notice to the Board within one month of the time of his/her becoming aware of the suspension of his/her branch and such application shall be laid before the Board at its next meeting. When proper inquiry has been made into the case, and if the Board is satisfied, his/her claim shall be recognised.
- 5.11.4. Any such member shall pay the same rate of contribution as was paid by him/her to the branch of which he/she was previously a member. Such contributions shall be forwarded direct to the Secretary.
- 5.11.5. After a period of 12 months members will be either returned to their originating branch, provided such suspension has been lifted or to another Branch of their choice.

6. NATIONAL MEETINGS

6.1. Annual and Special Meetings

- 6.1.1. The Society shall be governed by its annual meeting or by special meetings.
- 6.1.2. The annual meeting or special meeting shall have jurisdiction in all matters pertaining to the Society in New Zealand and over all branches affiliated to it.
- 6.1.3. The meetings shall consist of board members, branch delegates and members, and shall be presided over by the President or in his/her absence, by the Vice-President. If neither officer is present, the meeting shall elect one of its members to be chair.
- 6.1.4. The annual meeting shall be held in July of each year at such place as a previous annual meeting appoints or, failing such appointment, where determined by the Board.
- 6.1.5. At least twenty-eight days before each annual meeting a notice of the time and place of the meeting, including the order of business and copy of the audited annual accounts, shall be issued to all branches.
- 6.1.6. The Board may call special meetings and shall give at least fourteen days notice.



- 6.1.7. Any meeting may be adjourned and re-convened until the completion of business.
- 6.1.8. It shall be lawful for a meeting to appoint committees for any purpose deemed necessary.
- 6.1.9. The presiding officer shall have power to admit non-members to the annual meeting or special meetings.

6.2. Notices of Motion to Annual Meetings

- 6.2.1. Notices of motion shall be forwarded to the Secretary in writing by branches or the Board no later than the last day of April.
- 6.2.2. The Board shall decide by 10 May whether or not notices of motion are in order.
- 6.2.3. Should a notice of motion be deemed out of order by the Board, the Secretary shall advise the branch forthwith.
- 6.2.4. The branch may amend and re-submit its notice of motion to the Secretary not later than the 22nd May.
- 6.2.5. If the Board determines two or more notices of motion are coincident in their purpose, only one shall be inserted in the order paper and advice to this effect be given to those concerned.
- 6.2.6. When a notice of motion has appeared on the order paper it may be withdrawn only on a unanimous vote.

6.3. Order of Business at Annual Meetings

- 6.3.1. The opening prayers shall be read and the President shall declare the meeting open.
- 6.3.2. The preliminary business shall be the constitution of the meeting by calling out the names of the delegates.
- 6.3.3. The President shall call for apologies.
- 6.3.4. The business of the meeting shall be taken in the following order:
 - (a) minutes of the last annual meeting
 - (b) Board of Management annual report including deceased members
 - (c) balance sheet and auditor's report
 - (d) new members register
 - (e) correspondence
 - (f) notices of motion
 - (g) election and installation of officers, who shall take office at the conclusion of the meeting
 - (h) Management Fund



Levy Review

- (i) General business.

6.4. Conduct of Annual Meetings

- 6.4.1. By consent of a majority of the meeting, the order of business may be varied.
- 6.4.2. By consent of a majority of the meeting, all tabled printed matter may be taken as read.
- 6.4.3. Any notice of motion on the order paper may be moved by any board member or delegate.
- 6.4.4. Any board member or delegate desirous of moving an amendment to a notice of motion shall, if requested, submit the same in writing complete with signature as the mover and shall hand it to the minute secretary who shall add the name of the seconder.
- 6.4.5. No notice of motion or amendment shall be discussed until it has been seconded.
- 6.4.6. No business that has been disposed of at a previous meeting shall again be considered unless brought forward by a notice of motion given by resolution of a branch at a summoned meeting.

6.5. Delegates

- 6.5.1. Each branch shall be entitled to send delegates to annual and special meetings. Delegates shall be members of the Society.
- 6.5.2. Each branch secretary shall forward the names of branch delegates who will be attending annual and special meetings (specifying the name of the voting delegate) to the Secretary in writing at least seven days prior to the meetings. In unforeseen circumstances the Secretary will accept the name of the voting delegate within seven days of the meetings.

6.6. Voting

- 6.6.1. Each branch shall be entitled to one vote for every 30 financial members or part thereof.
- 6.6.2. Proxies shall be forwarded to the Secretary in writing at least 48 hours prior to the annual meeting or any special meeting.
- 6.6.3. Where a branch is not represented and no proxy has been received the votes allowable shall lapse.
- 6.6.4. The Board shall be entitled to exercise one vote.
- 6.6.5. In the case where a vote is taken it shall be on voices but any delegate may call for a vote by ballot.
- 6.6.6. The presiding officer shall have a casting vote.

6.7. Method of Conducting Elections



- 6.7.1. Before any annual meeting the Board shall appoint a returning officer whose duties shall be:
- (a) to have charge of all ballot papers necessary for the annual meeting
 - (b) to collect all ballot papers from delegates after the registering of their votes
 - (c) to count the votes cast for each position
 - (d) to declare the result by announcing those elected
 - (e) on the recommendation of the meeting to ensure ballot papers are destroyed.
- 6.7.2. The returning officer shall be assisted by two scrutineers appointed by the annual meeting.
- 6.7.3. The rules for conducting an annual meeting shall apply 'mutatis mutandis' to the conduct of a special meeting.

6.8. Branch Meetings

6.8.1. Branch Meetings

- (a) Meetings may be held monthly but at least twice per year.
- (b) Prior to each six monthly meeting members shall be notified of the date and time of meeting. These meetings shall be regarded as summoned meetings.
- (c) All meetings shall be presided over by the President or in his/her absence, by the Vice- President. If neither officer is present, the meeting shall elect one of its members to be chair.
- (d) The presiding officer shall have power to admit non-members to a branch meeting.

6.8.2. Annual and Special Meetings

- (a) The annual meeting of the branch shall be held between 1 April and 30 June.
- (b) A special meeting may be called at any other time by the President or on the requisition of ten members. Written notice of all special summoned meetings shall be sent to members stating time, date and place of such meeting at least 14 days before such meeting.

6.8.3. Order of Business

The business shall be taken in the following order unless varied by resolution:

- (a) Opening Prayer
- (b) roll call of officers and any apologies for those absent. The presiding officer shall declare the apologies satisfactory or otherwise
- (c) the minutes of the last meeting shall be put for confirmation
- (d) Applications for membership.



- (e) admission and initiation of members
- (f) correspondence
- (g) sick visitors report
- (h) reports of delegates or committees
- (i) Financial report and accounts for payment/ratification
- (j) nominations of officers
- (k) reading of balance sheet and auditors report and dealing therewith
- (l) general business
- (m) notices of motion
- (n) election and installation of officers
- (o) closing prayers.

6.8.4. **Quorum**

The Quorum for a Branch meeting shall be 5% of the Branch membership or 5 Members whichever is the larger.

6.8.5. **Conduct of Branch Meetings**

- (a) When the presiding officer takes the chair, the officers and members shall take their respective places and a general silence be observed. The presiding officer shall then open the meeting by requesting the Chaplain to recite the opening prayers. In the absence of the Chaplain the prayers shall be recited by the presiding officer.
- (b) Any member of good standing on the books and not otherwise disqualified, may propose or second a resolution or amendment or speak on any question of order arising out of the debate, after which he/she shall be held to have spoken. He/she shall not rise again to speak on the same question, except in explanation.
- (c) All matters other than the election of officers shall be decided by open vote unless a ballot is requested. The presiding officer shall be entitled to a deliberative vote and in cases of equality to a casting vote.
- (d) All financial members shall have the right to vote at the meetings of their branch.

6.8.6. **Voting**

Voting shall be by simple majority, with the presiding officer having a deliberative and casting vote.

6.8.7. **Adjournment**

Should seventy five percent of the members present decide on adjourning the meeting or calling a special summoned meeting such adjourned or special summoned meeting shall take place before the next regular meeting.

6.8.8. **Committees**



Branches may appoint committees to deal with branch business and such committee shall report its findings to the next branch meeting.

7. STANDING ORDERS

7.1. Rules

- (a) The Governing Rules shall be the Rules of The Hibernian Catholic Benefit Society.
- (b) These Standing Orders are subject to the Governing Rules.

7.2. Chairperson

- (a) The President, or in the case of the President's absence, the Vice-President shall take the chair at the time appointed. If neither of the appointed persons is present, the meeting shall elect one of its number to the chair.
- (b) The chairperson shall not open any meeting nor allow it to continue unless a quorum in accordance with the constitution is present while business is being transacted.
- (c) The chairperson shall have control of the meeting.
- (d) The chairperson shall be heard without interruption, and may speak at any time. Any person shall cease speaking and resume their seat when the chairperson stands.
- (e) At any time during the meeting any member may, at the request of the chairperson or any acting chairperson for the time being in the chair, take the chair temporarily as acting chairperson.
- (f) Members desiring to speak shall address themselves to the chair.
- (g) When two or more members desire to speak, the chairperson shall call upon the member who, in the chairperson's opinion, first indicated a desire to speak.

7.3. Time Limits on Speaking

- (a) The mover of a motion shall be entitled to speak for five minutes with an extension of two minutes, and then in exercising the right of reply be allowed to speak for five minutes with an extension of two minutes, the extensions to be at the consent of the meeting.
- (b) Other speakers shall be entitled to speak for three minutes with any extension of time to be at the consent of the meeting.

7.4. Motions

- (a) When a motion has been moved and seconded, the chairperson shall accept the motion, if it is in order, and place it before the meeting.
- (b) The chairperson shall refuse a motion that is contrary to the Governing Rules, the Society's policy, or to the law.



- (c) Any motion or question or order of procedure not provided for nor fully provided for in the standing orders shall be determined by the chair ruling.
- (d) The chairperson shall inform the meeting if, in their opinion, any motion is in conflict with any policy already adopted by the Society. The chairperson shall refuse any motion that appears to be unconstitutional.
- (e) When a motion is not seconded it shall lapse, and there shall be no debate. No entry thereon shall be made in the minutes.
- (f) Once placed before the meeting a motion cannot be withdrawn without leave of the meeting. Leave of the meeting means leave granted without the dissenting voice of any member.
- (g) No person, other than the mover exercising a right of reply, shall speak more than once on any motion.
- (h) The seconder of a motion may reserve their right to speak so as not to have to speak second to a motion.
- (i) A motion that by leave of the meeting has been withdrawn may be made again during the same meeting.
- (j) A motion may not be proposed on any matter which is the same in substance as any motion which, during the six months prior to the meeting, has been resolved in the affirmative or negative.
- (k) A matter that has been resolved by the meeting may only be rescinded or recommitted by a two-thirds majority vote of the meeting.
- (l) The mover of a motion shall have the right of reply before the motion is put.
- (m) A right of reply shall be confined to matters that have already been addressed.
- (n) There shall be no speaker after the mover has exercised any right of reply.

7.5. Amendments to Motions

- (a) When a motion has been seconded and has been placed before the meeting, an amendment may be received from any member other than the mover and seconder of the original motion.
- (b) Persons may speak to the amendment, even though they have already spoken to the original motion.
- (c) If an amendment is carried it shall become part of the main motion.
- (d) No amendment shall be proposed which is a direct negation or contradiction of the main motion before the meeting.
- (e) No amendment of an amendment shall be accepted by the chair.

7.6. Voting



- (a) Unless the Act or rules require, a motion shall be passed if a simple majority of those present and entitled to vote, provide a majority in support of the motion.
- (b) A motion shall be decided by voices with the result being declared by the chairperson for the record, provided that a secret ballot shall be taken should any member so desire. The returning officer so appointed shall announce the decision of any ballot.
- (c) The chairperson shall, in the event of the voting being declared even, have a casting vote.
- (d) The meeting shall appoint scrutineers.
- (e) No member shall vote or take part in discussion on any matter where they, either directly or indirectly, have any pecuniary interest in the matter under consideration. The member shall fully declare any such interest to the meeting as soon as the matter under discussion is raised, which shall be recorded in the minutes. The member should consider leaving the meeting room for the full duration of discussion on such matter but should be available if required to answer questions.

7.7. Procedural Motions

- (a) A debate on a particular matter may be interrupted by the proposal of a procedural motion.
- (b) Unless otherwise stated in these rules, a procedural motion may not be amended.
- (c) Procedural motions may not be moved by persons who have already spoken on the motion or amendment under discussion.
- (d) The procedural motions are:

"That the motion be now put".

- i. The chairperson shall have discretion whether or not to accept it.
- ii. It shall not be moved by a member who has moved or seconded the main motion or amendment.
- iii. It may be applied to an amendment as well as a motion.
- iv. Discussion, amendment or adjournment shall not be allowed.
- v. It may be moved while another member is speaking.

If passed the motion shall be put immediately.

"That the question be not now put".

- i. The motion shall be seconded.
- ii. The chairperson shall have discretion whether or not to accept it.



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- iii. It shall not be moved or seconded by a member who has moved or seconded or spoken to the main motion or amendment.

"That the meeting proceed to the next business".

- i. The motion shall be seconded.
- ii. The chairperson shall have the discretion whether or not to accept it.
- iii. It shall not be moved by a member who has moved or seconded the main motion or an amendment.
- iv. It shall not be moved while another person is speaking.

If it is passed the meeting shall proceed to the next business.

"That the debate or meeting be adjourned".

- i. The motion shall be seconded.
- ii. The chairperson shall have the discretion whether or not to accept it.
- iii. It shall not be moved or seconded by the mover or seconder of the main motion.
- iv. The mover has the right to re-open the debate on its subsequent resumption.
- v. Amendments as to time, date and place of the adjournment debate are the only amendments possible.
- vi. The motion can only be moved at the conclusion of a speech.
- vii. Adjournment may be to define date or indefinitely, and if the particular motion is adjourned the meeting shall continue.
- viii. Although at first rejected, a motion to adjourn a debate may be moved again at a later stage of the discussion.
- ix. The business to which the debate relates shall be placed on the agenda paper of the meeting to which it is adjourned.
- x. Adjourned business shall have priority over any other except formal business.

"That the question lie upon the table".

- i. The motion shall be seconded
- ii. The chairperson shall have the discretion whether or not to accept it.
- iii. It shall be moved by the mover or seconder of the main motion.
- iv. It can be moved on a motion or amendment.



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- v. If it is moved on an amendment the main motion is also affected. The meeting may by motion, either at the same meeting or at a later meeting, take the question from the table.

"That the speaker no longer be heard".

- i. The chairperson shall have discretion whether or not to accept it.
- ii. It shall not be debated.
- iii. It shall be moved whilst another is speaking.

If passed the speaker loses speaking rights on the motion.

"That the chairperson's ruling be disagreed with".

- i. The motion shall be seconded
- ii. The chairperson shall, immediately the motion has been seconded, vacate the chair which shall be taken by the vice-president or person appointed by the meeting.
- iii. The mover of the motion shall speak to the motion and the chairperson shall reply.
- iv. After the chairperson has replied the motion shall be put to the vote without further debate. The form of the motion shall be "That the chairpersons ruling be upheld".
- v. The chairperson shall then resume the chair and accept the ruling of the meeting.
- vi. There shall be no further debate on the matter.

"That standing orders (or a standing order) be suspended".

- i. The motion may be moved at any time.
- ii. The motion shall be seconded.
- iii. Discussion is permitted and a time limit added.
- iv. The resolution requires a two thirds majority of those present and entitled to vote and voting.

7.8. Committee

- (a) At any time the meeting may resolve itself into a committee of the whole.
- (b) The meeting in committee shall report to the open meeting that shall forthwith adopt or reject such report by a motion to that effect. If any motions are reported to the meeting, they shall be put individually to the meeting.
- (c) The proceedings of any committee of the whole shall not be recorded. Members may not disclose the content of the proceedings to any other person.



7.9. Points of Order

- (a) Any person at any time may address the chairperson on a point of order. A point of order relates to a breach of the constitution or of these standing orders.
- (b) A member so wishing to address the chairperson must immediately state that a point of order is being taken and must then confine any observations to the point of order raised. A seconder is not required.
- (c) A point of order shall be taken immediately the breach of orders occurs. A speaker called to order should be given the opportunity to explain and the chairperson may give others permission to speak briefly, but new matter must not be debated.
- (d) The chairperson's ruling on a matter is final and must not be discussed unless the dissent is moved.

7.10. Minutes

The minutes shall be confirmed at a succeeding meeting and, once the minutes have been adopted and signed as correct by the chairperson, shall be conclusive proof of the proceedings described in those minutes.

8. BOARD OF MANAGEMENT

8.1. Constitution and Powers of The Board

- 8.1.1. The affairs of the Society shall be administered by a Board of Management ("the Board").
- 8.1.2. The Board shall consist of six elected members. The President and Vice President shall be elected from the members of the Board.
- 8.1.3. A candidate for the Board must be:
 - i. an Ordinary Member, and
 - ii. a member at least twenty years old and
 - iii. be in good standing and
 - iv. reside in New Zealand. Any elected Board member who subsequently ceases to reside in New Zealand will immediately forfeit membership of the Board
 - v. No employee of the Society or contactor (or their employee) to the Society shall be eligible to be a member of the Board.
- 8.1.4. Each of the elected members of the Board shall hold office for a term of three years, and may be re-nominated for election for one further three year term, providing they still meet all the requirements specified in Rule 8.1.3.
- 8.1.5. A member who has served a term of six successive years shall not be eligible for reelection to the Board until the succeeding annual meeting.
- 8.1.6. An officer who has served two successive years as President of the Society shall not be eligible for re-election as President of the Society until the



succeeding annual meeting.

- 8.1.7. An officer who has served two successive years as Vice-President of the Society shall not be eligible for re-election as Vice-President of the Society until the succeeding annual meeting.

8.2. Board Meetings

- 8.2.1. The Board shall meet either in person or electronically at least quarterly but as frequently as necessary to efficiently conduct the business of the Society, and one of these meetings shall be held within eight weeks from the annual meeting each year. Members of the Board shall be paid all accommodation and travelling expenses whilst engaged on Society business.
- 8.2.2. The quorum for a board meeting shall be four.
- 8.2.3. The President may obtain the decision of the Board by electronic communications with its members, such as conference telephone calls, emails or by any other appropriate method.
- 8.2.4. The President may convene a board meeting and shall do so within 14 days when requested in writing by at least four members of the Board. When absent the President shall delegate this power to the Vice-President.
- 8.2.5. All meetings of the Board shall be presided over by the President or in his/her absence, by the Vice-President. If neither officer is present, the meeting shall elect one of its members to be chair.
- 8.2.6. Each member of the Board shall have one deliberate vote. The chairperson shall, in addition, have a casting vote.
- 8.2.7. Proxies shall be forwarded to the Secretary in writing at least 24 hours prior to a Board meeting.

8.3. Board Activities

- 8.3.1. The Board may appoint committees or engage such persons as necessary for the efficient exercise of any of its functions.
- 8.3.2. The Board shall be responsible for ensuring that the accounts of the Society are properly kept in accordance with the provisions contained in the Act.
- 8.3.3. In the event of any error, manifested mistake, ambiguity or discrepancy contained in any rule, the Board may by resolution interpret such rule. Such interpretation shall be notified to branches by the Secretary and shall be confirmed at the next annual or special meeting

8.4. Nominations to the Board

- 8.4.1. The Board or any branch may nominate a person for the Board of Management and any office therein subject to Rules 8.1.3 and 8.1.5.
- 8.4.2. Before the 15th April the Secretary shall notify branches of all vacancies for the Board.
- 8.4.3. Nominations, together with the nominee's signed acceptance, for



membership of the Board shall be forwarded to the Secretary in writing on or before the 22nd May prior to the annual meeting.

8.4.4. The names and any submitted qualifications shall be printed in the annual meeting order paper.

8.4.5. An extraordinary vacancy within the Board may be filled by the Board at its discretion until the next annual meeting.

9. TRUSTEES

9.1. Appointment of Trustees

9.1.1. Three Trustees shall be appointed in accordance with Section 28 of the Act.

9.1.2. The election to office of the three Trustees shall take place at the annual meeting.

9.1.3. Nominees to the office of trustee shall be members of the Board.

9.2. Duties of Trustees

9.2.1. All properties and investments shall be vested in the Trustees in accordance with Section 29 of the Act.

9.2.2. Trustees shall meet regularly to supervise the Society's controls over its investments, income and disbursements.

9.2.3. Any Trustee whom fails to carry out his/her duties in accordance with the provisions contained in the Act shall forfeit office forthwith.

9.2.4. All documents signed on behalf of the Society shall contain the signatures of at least two of the Society's trustees.

9.3. Trustees as Borrowers

No member of the Board may become a borrower of funds from any source within the Society after appointment to the office without the consent of two-thirds of the Board at a duly authorised meeting. Such member shall not be present during the deliberation or voting on the application.

9.4. Indemnity of Trustees

9.4.1. The Trustees shall use their best endeavours to carry out the investment policy formulated in conformity with the Trustee Act 1956.

9.4.2. No Trustee shall be liable for any loss or liability to the Society or for any actions, suits, proceedings, claims, demands, costs or expenses whatsoever that may be incurred by the Society except if attributable to his/her or her own dishonesty or to the willful commission or omission by that Trustee of any act known by him or her to be a breach of trust.

9.4.3. No Trustee shall be bound to take or be liable for any failure to take any proceedings against a Co-Trustee for any breach or alleged breach of trust committed by such Co- Trustee.

9.4.4. The Trustees shall be absolutely indemnified by and out of the Society's funds



for and in respect of any loss or liability and against all actions, suits, proceedings, claims, demands, costs (including solicitor and client costs) and expenses whatsoever which may be taken or made against the Trustee or incurred or become payable by the Trustees or which they may sustain or incur by reason of such investments or carrying on any business or in carrying out policy or otherwise performing or attempting to perform their duties thereunder.

- 9.4.5. No Trustee shall be liable for any loss or liability by the Society resulting from the exercise, manner of exercise or non-exercise of any of the powers, authorities or discretions conferred on the Trustees by the Rules or the Trustee Act 1956 to the extent that it is attributable to trustees failure to exercise greater care, skill or diligence than a prudent person of business would exercise in managing the affairs of others whether or not that person's profession, employment or business is or includes acting as trustee or investing money on behalf of others.

10. SECRETARY

- 10.1.** The Board may from time to time arrange for the Society's secretarial, administrative and management functions and incidental services to be carried out in any way as it seems fit.
- 10.2.** Such arrangements may include employment agreements, contracts for services or delegations, on such terms as the Board determines.
- 10.3.** The Board may from time to time renew, terminate or vary such arrangements.
- 10.4.** All such arrangements shall be subject to these Rules and subject to provisions of the Act.
- 10.5.** Reference in the Act to the Society's secretary and the Society's treasurer, includes every person, corporation and organisation with whom the Board has made arrangements under the provisions of Rule 10.1
- 10.6.** Where reference is made in any Rule to the Secretary, such reference as it relates to that Rule shall be deemed to include every person, corporation and organisation with whom the Board has made such arrangements' under the provisions of Rule 10.1.
- 10.7.** For the purposes of Rule 13.2, any person, corporation and organisation with whom the Board has made such arrangements shall be deemed an officer of the Society.
- 10.8.** Duties of Secretary

The duties are to include the following:

- (a) to ensure that all monies received by the Society shall be paid into the Society's bank accounts
- (b) to arrange for payment of all lawful demands on the Society



- (c) to be responsible to maintain a register of members with their classification in accordance with Section 40 of the Act
- (d) to be empowered to operate an imprest account and/or accounts set up and approved by the Board for the purpose of meeting immediate demands on the Society, such accounts to be replenished by the Society's Trustees upon receipt of payment details supplied by the Secretary. The limits of the accounts shall be determined by the Board
- (e) to be responsible to convene and attend annual and special meetings of the Society, and meetings of the Board, the Trustees and any committee or other meetings when instructed by the Board, and to keep minutes of all business thus conducted
- (f) to circulate the minutes of the annual meeting and any special meetings to branches no later than sixty days from the date of the said meetings
- (g) to be the only medium of communication between the Registrar and branches
- (h) to forward to the Registrar, in accordance with Section 28 of the Act, a copy of the resolution of the annual meeting's appointing of Trustees to the Society. The same to be signed by the Trustees and the Secretary
- (i) to forward to the Registrar no later than 30 June each year, in accordance with Section 70 of the Act, all annual returns.

11. BRANCHES

11.1. Opening New Branches

Any persons or members wishing to open a branch of the Society shall make application to the Board as set out in Schedule B of these Rules

11.2. Suspension of Branches

In the event of the branch failing to send its returns, or its levies for two consecutive periods, the Board may, after allowing a period of 14 days for the matter to be rectified, immediately suspend such branch and the members thereof; and the branch shall remain suspended until such returns or levies are furnished.

11.3. Amalgamation and De-Registration of Branches

- 11.3.1. Before any amalgamations or transfers of engagements procedures are commenced by branches, guidelines must be obtained from the Secretary of the Society.
- 11.3.2. Should any two or more branches of the Society indicate an intention or wish of amalgamating, each of such branches shall convene a special summoned meeting of the members to consider the advisability of so amalgamating. If 75% of the then financial members of each branch eligible to vote and voting decide to amalgamate, they shall then apply to the Board for permission to do so, and the Board shall have power to veto or sanction such amalgamation.



- 11.3.3. Should any two or more branches of the Society indicate an intention or wish to transfer their engagements, each of such branches shall first gain the approval of the receiving branch and then convene a special summoned meeting of the members to consider the advisability of so transferring. If 75% of the then financial members of each branch eligible to vote and voting decide to transfer engagements, they shall then apply to the Board for permission to do so, and the Board shall have power to veto or sanction such transfer.
- 11.3.4. In the event of the Board refusing to sanction the amalgamation or the transfer of engagements of two or more branches in accordance with the preceding clauses, such branches shall have the right to appeal to an annual meeting.

11.4. Closing of Branches

If a branch has been reduced to fewer than seven members, the Board shall consider action to increase the membership to at least seven. If such action is not successful within a reasonable time, the Board shall report the matter at the next general meeting in order that steps may be taken to close the branch.

11.5. Secession of Branches

- 11.5.1. Any branch of the Society wishing to secede shall first call a special summoned meeting to consider the question. Every member shall have fourteen days' notice of such meeting. If the meeting by a three fourth's majority decides on secession, the name and address of each member of the branch shall be furnished to the Secretary by the branch secretary. The Board shall cause ballot papers, indicating whether a member assents to or dissents from the proposed secession, to be forwarded to all members of the branch. Such ballot papers shall be returnable to the General Manager within 28 days.
- 11.5.2. If three-fourths of the members of the branch are in favour of secession, the measures shall be deemed to have been carried.
- 11.5.3. The whole of the papers, with a statement of accounts, and the names, ages and addresses of members, also the nature of the illness of sick members, shall be sent to the Secretary who shall ascertain the liability of the branch to the Society.
- 11.5.4. The accounts shall be made up to and shall include the date at which such papers were forwarded to the Secretary from which date the financial connection with the Society shall cease.
- 11.5.5. Any member voting against secession shall, if he/her so desires, become attached to some other branch of the Society.
- 11.5.6. No certificate of secession shall be issued until the officers of the seceding branch shall have delivered to the Secretary all books of account and related



records.

11.6. Suspended Branches

- 11.6.1. Transfers from any suspended branch shall not be recognised unless such were issued in good faith prior to the date of such suspension.
- 11.6.2. Delegates or representatives from suspended branches shall not be allowed to take part in any branch, annual or special meeting.

11.7. Funds of Branches Suspended or Ceasing to Exist

- 11.7.1. The Trustees, Treasurer or other custodian of the funds and property of any suspended branch, shall be held accountable to the Society's Trustees for any moneys received by such branch during suspension.
- 11.7.2. Should any branch be expelled from the Society, secede or cease to exist for any reason whatever, the Trustees and officers of such branch shall pay and make over all monies and property of such branch in their hands or vested in them to the Society's Trustees, whose receipt shall be effectual discharge and shall do and execute all acts, assurances matters and things necessary for that purpose.

12. BRANCH OFFICERS

12.1. Officers

- (a) Officers of the branch shall consist of President, Vice-President, Immediate Past President, Secretary, Treasurer (or combined role of Secretary/Treasurer where approved by the Registrar), at least two Trustees, and up to two elected members.
- (b) These officers shall constitute the branch executive.
- (c) Should any officer be absent, without sufficient apology, from three successive meetings of the branch except through sickness or with the consent of his/her branch, his/her office shall be declared vacant.
- (d) Any or all officers of a branch, except Secretary (or Secretary/Treasurer) or a Trustee, may be removed from office if two-thirds of those present at a summoned meeting support a motion to this effect.
- (e) The Secretary (or Secretary/Treasurer) may be removed from office by a vote of the majority of the members present at a special summoned meeting called for that purpose; but shall have power to appeal to the Board of the Society.

12.2. Duties of President or Presiding Officer

- 12.2.1. The duties of the President or presiding officer shall be:
 - (a) to preside over the branch, preserve order, see that justice is fairly administered and attend to the duties as prescribed in the rules
 - (b) to preside over all meetings and committees called by the branch in which he/her is not personally interested and see that the rules are impartially administered



- (c) to see that the branch records and books are kept posted up and take measures to ensure that the returns to the Secretary and government returns are forwarded in due time.

12.3. Duties of Vice-President

The Vice-President shall assist the President to preserve order and decorum in the branch. In the absence of the President, he/she shall be the presiding officer of the branch and be invested with the powers attached to that office for the time being. The Vice-president shall take the open votes and report them to the President who shall announce the same.

12.4. Duties of Secretary

The duties of the Secretary shall be:

- 12.4.1. to attend all branch meetings and audit meetings at the time appointed for opening such meetings
- 12.4.2. at least 14 days prior to quarterly or summoned meetings to notify members of such meetings
- 12.4.3. to notify the Secretary of his/her election as branch secretary and his/her address and of any change thereof; and the name and address of the president and any change thereof
- 12.4.4. to forward within seven days to the Secretary for forwarding to the Registrar, a copy of any branch resolution electing Trustees, signed by the Trustees and the branch secretary. Where the branch owns property, he/she shall notify the Land Transfer Office of such resolution
- 12.4.5. to regularly record particulars of members joining the branch
- 12.4.6. to be an ex officio permanent visiting member to assist the elected Sick Visitors and shall notify them in all cases of sickness
- 12.4.7. to, when directed by the branch, act as Secretary to any committee it may appoint
- 12.4.8. to receive all monies on behalf of the branch and pay them to the Treasurer
- 12.4.9. to ensure that all members are notified of amounts due from time to time as they may be set by the branch at a summoned meeting
- 12.4.10. to keep a record and separate account of the receipts and expenditure of each fund and of all monies invested on mortgage and the interest earned and balance his/her accounts as required
- 12.4.11. to prepare as at 31 March an annual return that shall be forwarded to the Secretary by 15 June
- 12.4.12. to deliver to the Secretary, within 30 days of receipt of request, all returns_ book or documents so required by the Secretary or Registrar in accordance with the Act
- 12.4.13. to supply the Secretary with all the information required to enable a



valuation of the assets and liabilities of the branch to be made in accordance with the Act.

12.5. Duties of Treasurer

Duties of the Treasurer shall include:

- 12.5.1. to bank all branch monies to the branch bank accounts as soon as possible
- 12.5.2. to ensure all payments from the branch made by cheque are signed by at least two individual persons being bearers of the office of at least two of Secretary, Treasurer, President and Trustee, and approved by the following branch meeting
- 12.5.3. to prepare annual financial statements as at 31 March each year and, following any required audit, forward them to the Secretary by 15 June
- 12.5.4. to forward the annual financial statements with all branch account books, vouchers, securities and such other documents under his/her control as may be required for examination by the branch auditors (if appointed).
- 12.5.5. a branch may by resolution at a summoned meeting appoint the same person to hold office of Secretary and Treasurer. The consent of the Registrar must be obtained before effect is given to the resolution.

12.6. Branch Trustees

- 12.6.1. The election to office of the branch Trustees shall take place at the branch annual meeting or at a summoned meeting if a vacancy occurs. No member under twenty years of age shall be appointed a Trustee. A Trustee may not hold the office of Secretary, Treasurer or auditor of a branch.
- 12.6.2. A Trustee shall not be a borrower of branch funds.
- 12.6.3. A copy of the branch resolution electing Trustees signed by the Trustees and the branch Secretary shall be forwarded within 7 days to the Secretary for forwarding to the Registrar.
- 12.6.4. The Trustees may with the consent of the branch executive or a majority of the members of the branch present and entitled to vote in general meetings lay out and invest so much of the funds of the branch as may not be wanted for immediate use. Such investments must be made in accordance with the provisions of the Trustees Act 1956 for the investment of trust funds.
- 12.6.5. The Trustees shall each year, or at any time when required by resolution of the branch, submit to the auditors (if appointed), or a special committee appointed, the Branch Financial Statements and all books, deeds, documents and securities in their possession belonging to the branch for examination.
- 12.6.6. A branch may by resolution of a summoned meeting empower the branch Trustees to forward to the Society's Trustees any of the branch funds for investment in conformity with the Act.



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- 12.6.7. The Trustees shall meet as often as shall be necessary and when notified by the Secretary and minutes shall be kept of all business transacted.
- 12.6.8. Death, resignation, bankruptcy, committal to a psychiatric hospital or absence from the meetings of the branch for a period of three months or more without permission shall be deemed a vacation of the office of Trustee.
- 12.6.9. All properties and investments shall be vested in the Trustees in accordance with the Act.
- 12.6.10. All documents signed on behalf of the branch shall contain the signatures of at least two of the branch Trustees.
- 12.6.11. Branch Trustees shall have the right to hold, purchase or take on lease any land in New Zealand and may sell, exchange, mortgage, lease or build upon the same, in accordance with the Act.

13. VACATION OF OFFICE

- 13.1. If any officer or member of the Board or branch is or becomes unfinancial, or is for any other reason suspended from benefits his/her office shall become vacant, and another duly qualified member shall be elected in his/her stead by the Board or branch, as the case may be.
- 13.2. The general meeting, Board and branches shall have power to remove from office any of their respective officers whose conduct is deemed detrimental to the interests of the Society. Officers so removed shall have the right of appeal as provided under Rule 20.
- 13.3. No act of any person holding office in the Board or branch, and acting as such officer, shall be invalid in consequence of any defect of his/her qualification to hold office.
- 13.4. Any officer or member who shall make false representation for the purpose of having a new branch opened or using undue influence contrary to these Rules, shall forfeit his/her office or be liable to such other appropriate penalty as the branch or the Society may decide.

14. FIDELITY INSURANCE

The Board shall ensure that it has adequate Fidelity Guarantee Insurance to cover acts of theft, dishonesty or similar occurrences by any of its staff, branch secretaries/treasurers or any other officers or agents of the Society.

15. ACCOUNTS OF THE SOCIETY

15.1. National

- 15.1.1. The Board shall ensure the accounts of the Society are regularly entered in the appropriate books. Separate accounts shall be kept of all monies received or paid on account of any particular fund or benefit by the Society.
- 15.1.2. The books and accounts shall be balanced up to the 31st day of March each year and at any other time as directed by the Board. Once balanced, financial statements using either generally accepted accounting practice (GAAP), or a



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non – GAAP standard, shall be prepared in accordance with section 63 (2) of the Act.

- 15.1.3. Bank accounts shall be kept by the Society at any bank or banks as the Board so authorises. All payments shall be made by cheque or by electronic transfer. Cheques or electronic transfers shall be authorised by any two Trustees. At all times cheques may be signed by a Trustee with one other approved signatory.

15.2. Branches

- 15.2.1. Every branch shall cause its accounts to be made up and balanced to the 31st March of each year.
- 15.2.2. Every branch shall supply, free of charge, or produce for inspection to every member or person interested in its funds either:
- (a) a copy of the last annual return to the Registrar, or
 - (b) financial statements, which have been prepared using either generally accepted accounting practice (GAAP), or a non – GAAP standard, in accordance with section 63 (2) of the Act

15.3. Inspection of Books and Accounts

- 15.3.1. The books of the Society shall be kept at the registered office and all such books shall be open at reasonable times for inspection by any member or person having an interest in the funds of the Society, provided that no member, other than an officer of the Society, shall have the right to inspect the personal accounts of any other member except by the consent in writing of that member.
- 15.3.2. The latest financial statements and auditor's report shall be available for inspection at the registered office of the Society and on application to the Secretary by any member without charge.

16. AUDITORS

16.1. National

- 16.1.1. If required under section 64A of the Act, or by resolution of the Annual Meeting, Qualified Auditors, (as defined by section 36 of the Financial Reporting Act 2013), shall be appointed to undertake an audit of the Society's Financial Statements and be subject to confirmation in office at subsequent annual meetings.
- 16.1.2. The appointment and dismissal of auditors shall be in accordance with Sections 65, 66 & 67 of the Act.
- 16.1.3. An audit shall take place annually and shall be completed by 31 May and at such other times as the Board may require.
- 16.1.4. The auditors shall examine the accounts of the Society and satisfy themselves that the accounts fairly represent the position of the Society and results of the Society's financial activities at balance date.



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- 16.1.5. The auditors shall also satisfy themselves that the records of the Society have been properly kept.
- 16.1.6. The auditors shall provide an audit report which complies with the requirements of all applicable auditing and assurance standards.
- 16.1.7. Should the auditors furnish an adverse report to the Society, it shall be obligatory for the auditors to be present at the next annual or special meeting called to consider the report.

16.2. Branches

- 16.2.1. If required under section 64A of the Act or by resolution of the Branch Annual meeting, Qualified Auditors shall be elected at the branch annual meeting to audit the Branch Financial Statements. The appointment and dismissal of auditors shall be in accordance with Sections 65, 66 & 67 of the Act
- 16.2.2. The auditors shall have power to demand at any audit the production of any book or document relating to or belonging to the branch in the possession or control of any member. The auditors shall prepare an audit report which complies with the requirements of all applicable auditing and assurance standards.

17. VALUATION OF SOCIETY'S ASSETS AND LIABILITIES

At least once in every five years a valuation of the assets and liabilities of the Society shall be made in accordance with the provisions of the Act and the copy forwarded to the Registrar.

18. INVESTMENT OF THE SOCIETY'S FUNDS

18.1. Investments

So much of the funds of the Society that are not required for immediate use to meet accruing liabilities may, with the consent of the Board, or of a majority of the members of the Society present and entitled to vote in general meeting, be invested by the Trustees. Such investments must be made in accordance with the provisions of the Trustees Act 1956 for the investment of trust funds.

18.2. Powers of the Society or Branch With Respect to Land

The Society and/or its branches may in accordance with the Act:

- (a) hold, purchase, acquire by gift, devise, bequest, or otherwise, or take on lease, any land in the names of the Trustees of the Society or branch
- (b) sell, exchange, mortgage, or lease that land
- (c) erect, alter, pull down, or rebuild buildings on that land
- (d) provide, equip, furnish, and maintain on any such land holiday accommodation for its members and their families
- (e) establish and conduct convalescent homes for the aged
- (f) enter into any arrangements to purchase, build, take on lease, or otherwise provide, and equip, furnish, alter, and maintain such land and buildings for the



purpose of conducting its business therein

19. SOCIETY'S RULES

19.1. Rules Available to Members

- 19.1.1. A copy of Society's rules will be made available, upon request, to members or persons having an interest in the funds of the Society. A charge not exceeding the amount specified in Section 27 of the Act may be made for this service.
- 19.1.2. Branches shall be subject to the rules of the Society.

19.2. Interpretation of Rules

- 19.2.1. In the event of any error, manifest mistake, ambiguity or discrepancy occurring in the reissue, re-print or consolidation of the Society's Rules, the Board may by resolution interpret such rule and must advise branches accordingly. These Rules must thereupon be amended.
- 19.2.2. The Board shall submit this for confirmation at the following annual or special meeting.

19.3. Amendment and Alteration of Rules

- 19.3.1. The Board and branches shall have the power to propose any new rule or rules, amendment or amendments, or to propose the revocation of any existing rule or rules.
- 19.3.2. The Board may, by giving at least twenty-eight days notice to all branches, bring forward at an annual or special meeting any notice for the alteration or repeal of any existing rule, or the formation of any new rules. Such notice shall be printed with the agenda paper for the meeting at which notice was given.
- 19.3.3. Any branch proposing a new rule or the alteration or repeal of an existing rule shall call a summoned meeting to consider the proposal. If agreed to by such meeting, the proposal shall then be forwarded so as to reach the Secretary at least three months before the next annual or special meeting.
- 19.3.4. All amendments or alterations of rules shall, unless otherwise expressly stated therein, take effect from the date of their registration and shall apply to all members, whether present or future, and whether actually in receipt of benefit at the time of such registration or not.
- 19.3.5. While being discussed at an annual meeting, any proposed new rule, or alteration to an existing rule may, with the consent of the meeting, be altered in any way providing the basic intent of the original motion remains.

20. DISPUTES

- 20.1. Any disputes between members, or members and officers of branches, shall first be considered by a meeting of the branch. Failing settlement, any party may refer the matter to the Board for a decision. Such decision shall be final, subject to the right of appeal to an annual or special meeting.
- 20.2. Any disputes between a member or branch and the Society, or an officer of the Society, shall be referred to an annual meeting or special meeting for a decision. Such decision



shall be final subject to the right of appeal to the Registrar in accordance with Section 79 of the Act.

21. VOLUNTARY DISSOLUTION

21.1. National

In accordance with Section 93 of the Act the Society may at any time be dissolved by consent of not less than 75% of total membership testified by their signatures to an instrument of dissolution in the form provided by the requirements of the Act.

21.2. Branches

- 21.2.1. In accordance with Section 93 of the Act any branch of the Society may at any time be dissolved by consent of not less than 75% of total branch membership testified by their signatures to an instrument of dissolution in the form provided by the requirements of the Act. Such action to be carried out by postal vote under the control of the Secretary. If 75% of the members are in favour of dissolution the measure shall be deemed to have been carried.
- 21.2.2. Any branch wishing to dissolve shall vote on same at a special summoned meeting to which all members have been given at least 21 days notice of the intention.
- 21.2.3. Should any branch cease to exist for any reason whatsoever, the Trustees of such branch shall pay and make over all assets and information of the branch to the Society's Trustees in accordance with the requirements of the Act.
- 21.2.4. Before dissolution of the branch, Trustees shall ensure all lawful debts are met including all charges due to the Society.

22. APPLICATION FOR INSPECTION, SPECIAL MEETING OR DISSOLUTION

In accordance with Section 89 of the Act, the prescribed members of the Society or branch, as the case may be, may, by application in writing to the Registrar and signed by them:

- (a) apply for the appointment of one or more Inspectors to examine the affairs of the Society/branch and to report thereon
- (b) apply for the summoning of a special meeting of the Society/branch
- (c) either of such applications are to be made upon such notice to the Society/branch and to be supported by such evidence for the purpose of showing that the applicants have good reason for requiring an investigation or a special meeting as the case may be, and they are not actuated by malice in making such application, as the Registrar shall direct
- (d) apply for investigation in to the affairs of the Society/branch with a view to the dissolution thereof The application must allege and produce evidence that the funds of the Society/branch are insufficient to meet the existing claims thereon, or that the rates of contributions are insufficient to cover the benefits assured and the grounds upon which insufficiency is alleged.

23. TRANSITIONAL FUND



23.1. The Fund

Benefits of the Society to its Members arising from previous interests in the Society's Assurance and Funeral Benefit Funds shall be held in a Fund to be known as the Transitional Fund.

23.2. Payment from the Fund

The Board shall delegate to the Trustees the power to determine from time to time the timing of the payments of the benefit to any member or all members or payments of money owing to former members from the Transitional Fund, taking into account at their discretion the availability of funds to meet such payments, the probable future availability of funds to meet such payments, any request for payment by such member or former member, the liabilities of the Fund including potential and contingent liabilities of the Fund, and the circumstances of the member or former member.

23.3. Equity

The Trustees in applying their discretion under Rule 23.2 may take such actuarial, accounting and legal advice as they deem necessary or desirable, but shall apply principles of fairness and equity between the members and former members affected by the Transitional Fund.

23.4. Offset and Forfeiture

Any benefit of a member from the Transitional Fund or payment to a former member from the Transitional Fund shall first be applied to meeting any debt of that member or former member to the Society including any Branch, including overdue dues. A member or former member may agree or may be deemed by that member's or former member's conduct to have agreed to forfeit in whole or in part that member's benefit or the payment due to that former member from the Transitional Fund.

23.5. Management Charges

The Society's Management Fund may each year have allocated to it from the Transitional Fund an amount as set by the Board from time to time, assessed as a proportion of the Society's total administration expenditure, to cover the cost of administration of the Transitional Fund.

23.6. Surplus

At any time after 31 March 2017 and from time to time, the Board shall allocate any surplus in the Transitional Fund beyond its liabilities, to the Society's Benevolent Fund.

23.7. Shortfall

In allocating profits and losses of the Society to its Funds the Board shall attempt as far as possible to ensure that the total allocated to the Transitional Fund at all times equals the liabilities of the Transitional Fund. Members who are entitled to a benefit from the Transitional Fund shall be entitled to have that benefit increased by an allocation of the profits of the Society. Likewise, the Society may reduce that benefit in the event of any losses. In the event of a shortfall in the Transitional Fund at any time, and from time to time, the Board may reduce members' values in the Transitional Fund or allocate assets from other Funds of the Society to meet any shortfall in the Transitional Fund in meeting its liabilities. In making any reduction of values or allocation under this Rule the Board must



apply principles of fairness and equity between the members affected by the Transitional Fund and members of the Society as a whole.

24. SOCIETY'S TERTIARY BURSARY AND RETRAINING FUNDS

24.1. The Fund

Notwithstanding any other provision of these Rules or the Rules prior to this amendment, the Society's Tertiary Bursary Fund and Retraining Fund shall be terminated at midnight on 20 March 2016, and no further benefits shall be paid to Members in relation to those Funds from that date, except payments under Rule 24.3

24.2. Members' Benefit

The Tertiary Bursary and the Retraining Fund and the Members' benefits under those Funds shall be valued as at 20 March 2016

24.3. Members' Interest

The benefit of each Member from Tertiary Bursary (a full refund of contributions will be made if contributions have been maintained for five years or more. In addition interest shall be paid at the rate of 4%pa, subject to sufficiency of income.) and the Retraining Fund as determined by the valuation referred to in Rule 24.2 shall be paid to the member.

25. SOCIETY'S BENEVOLENT FUND

25.1. There shall be a fund to be known as The Society's Benevolent Fund established for the purpose of granting financial assistance to members in need and of assisting towards payment of contributions.

25.2. The Society's Management Fund may each year have transferred to it from the Benevolent Fund an amount as set by the Board from time to time, assessed as a proportion of the Society's total administration expenditure, to cover the cost of administration of the Benevolent Fund. The Board shall disclose in the annual financial accounts the formula or other basis used to calculate the charge.

26. BRANCH BENEVOLENT FUND

All branches shall establish a Benevolent Fund and shall adopt regulations for the government thereof and fix the amount each member shall contribute thereto. A sum or sums may be donated from such fund to a member in need or to any fund of the branch or to any purpose connected with the registered objects of the Society.

27. SOCIETY'S MANAGEMENT FUND

27.1. Each branch shall pay to the Society's Management Fund, for each of its members, a sum as determined from time to time by the annual meeting.

27.2. Such sum shall be invoiced as determined by the Board.

27.3. Should the amount expended in management exceed the contributions paid to that fund a levy with the prior approval of an annual or special meeting, may be made equally upon all members to make up the deficiency.

27.4. The Secretary shall notify branches the date by which such levy is to be paid and



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branches shall pay the same from their Management Fund.

27.5. The Board shall be empowered to pay, from the gross interest earned each year by the accumulated funds of the Society, such portion of the Society's expenses as they consider to have been incurred during the year in the administration of the investment of the said accumulated funds.

27.6. At the end of each financial period, the total of expenses paid during that period from the Management Fund shall be apportioned by the Board in an equitable manner between the various funds of the Society. The method of apportionment shall take into account the financial status of the funds.

28. BRANCH MANAGEMENT FUND

28.1. Every branch shall establish a Management Fund and keep a separate account thereof.

28.2. No branch shall use the Management Fund except for expenses incurred in the management of its affairs under the Rules.

29. BRANCH SOCIAL FUND

Any branch may by resolution at a summoned meeting establish a Social Fund. In such cases branches shall adopt regulations for the government thereof and fix the amount each member shall contribute thereto. This fund shall be used for the social activities of members or to transfer funds to any other fund of the branch or to make donations for charitable or cultural purposes.

30. SOCIETY'S MEDICAL ASSISTANCE FUND

30.1. Closure of Fund

Notwithstanding any other provision of these Rules or the Rules prior to this amendment, the Society's Medical Assistance Fund shall be terminated at midnight on 31 July 2014 and no further payments shall be made from that fund except as provided in Rules 34.2 and 34.4.

30.2. Distribution of Fund

30.2.1. On approval, by the Board, of rules submitted by a branch or group of branches for a Medical Assistance Scheme, the branch or group of branches shall be paid a sum from the Medical Assistance Fund proportionate to its membership of the Society as at 31 July 2014.

30.2.2. If after 1 April 2016, there remains a balance in the fund, the board may make a further distribution to branches with Medical Assistance Schemes approved by the Board or may transfer the balance to the Society's Benevolent Fund.

30.3. Management charge

The Society's Management fund may have each year transferred to it from the Medical Assistance Scheme an amount set by the Board from time to time, assessed as proportion of the Society's total administration expenditure to disclose in the annual financial accounts the formula or other basis used to calculate the charge

31. OTHER BRANCH FUNDS



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- 31.1.** Any Branch may by a resolution passed at a summoned or special meeting, notice of which meeting included the nature of the business to be considered, establish a Fund other than those otherwise specified in these Rules, to provide benefits for its members. Any fund established under this Rule must be in accord with the objects of the Branch and the Society as set out under Rule 4, and shall not be contrary to any relevant legislation.
- 31.2.** Any Branch establishing a fund under this Rule shall adopt regulations for the governance of that fund and shall from time to time by resolution fix the amount each member shall contribute thereto.
- 31.3.** Any Branch may by resolution at a summoned or special meeting, notice of which meeting included the nature of the business to be considered, transfer such funds as it may deem necessary from an existing Branch fund in order to fund or establish a fund created under Rule 31.1. Such transfer may be either a loan or grant as the Branch deems fit.
- 31.4.** Any Branch establishing a fund under this Rule shall promptly advise the Secretary of the establishment of that fund, and of any regulations for the governance of that fund, including any amendments to such regulations.



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SCHEDULE A CLEARANCE CERTIFICATE

Issued by-..... Branch No.....

Situated at.....

Particulars of Members to whom this Clearance is issued:

Name in full

Occupation.....

Date of Initiation.....

Name of Initiating Branch.....

Age when Initiatedyears. Actual Date of Birth

Date admitted to this Branch by Clearance

Name of Branch which granted Clearance.....

Date to which all dues are paid, and from which this clearance is granted.....

NOTE: Delete the lines not applicable, so as to leave the meaning clear.

wife/husband of.....

was duly registered in accordance with the Rules of the Society on the
..... day of 20.....

Date

Notice of the acceptance of this Clearance must be sent to this Branch
by the Branch accepting same, within three months. Please send this
Clearance to the Society's secretary and complete the details below:

Future Private Address.....

and/or Future Place of Employment.....

Secretary of the Society



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SCHEDULE B APPLICATION TO ESTABLISH A BRANCH

To the Board of Management,

The Hibernian Catholic Benefit Society:

We, the persons whose names are hereunto subscribed, being eligible to become benefit members of The Hibernian Catholic Benefit Society, hereby make application for a dispensation to establish a branch of the society within New Zealand.

Dated at the day of 20

(Signatures in full)

Christian Name and Surname in full

Date of Birth

Married or Single

Occupation

Postal Address

At a meeting of Catholics held at on the day of 20
it was resolved that a Dispensation be applied for to open a Branch of the
Society at the above named place to be called the
Branch.

The above dispensation was granted at a meeting of the Board on the
day of

NZ President

NZ Vice-President

NZ Secretary

NOTE: Every application must be signed by at least ten intending benefit members.