

## **RULES OF SCAFFOLDING & RIGGING NEW ZEALAND INCORPORATED**

### **1. NAME**

The name shall be Scaffolding and Rigging New Zealand Incorporated.

### **2. OFFICE**

The office of the Society shall be at Unit 1, Building C, Hyde Park Complex, 59-61 Marsden Street, Lower Hutt or at any other place the Executive shall from time to time determine.

### **3. INTERPRETATION**

- a. "Year" means the period 1 April to 31 March;
- b. "Scaffolding and Rigging Industry" means a New Zealand industry based society who are principally involved in the supply, manufacture and installation of scaffolding and rigging;
- c. "Member" means an individual or corporate member of the Scaffolding and Rigging Industry of New Zealand;
- d. "Executive" means the executive committee of Scaffolding and Rigging New Zealand Incorporated.
- e. "Special meetings" means general meetings, other than the Annual General Meetings, that may be called from time to time;
- f. "Act" means the Incorporated Societies Act 1908;
- g. "Officer" means the President, Vice President, or Secretary/Treasurer of the Incorporated Society;
- h. In these Rules:
  - i. word referring to persons include firms, partnerships, companies and corporations;
  - ii. where the context permits, words referring to the singular also refer to the plural and vice versa and words importing one gender refer to the other gender.

### **4. OBJECTS**

The objects of the Society shall be to:

- a. promote a consistently safe work environment for industry workers, users and the general public;
- b. participate in and monitor the training of new personnel and the on-going training of personnel within the industry;
- c. monitor the work practices of members to ensure that minimum standards are met or bettered and ensure that information and technical methods are disseminated to the industry;
- d. ensure that the industry is consulted on any statutory matters of legislation that affect members;
- e. communicate technical developments that affect the industry;
- f. promote the following and adoption of the Joint Australia / New Zealand Standards

## 5. MEMBERSHIP

- a. Full membership shall be open to any New Zealand based organisation which is principally involved in the supply, manufacture and/or installation of scaffolding and rigging;
- b. Associate membership shall be open to any organisation which is involved or is interested in or is associated with the supply, manufacture and utilisation of scaffolding and rigging;
- c. To be admitted to the Association an applicant shall provide additional information that relates to their business, such as a health and safety plan, training plan and evidence of public liability insurance. These information requirements may change from time to time.
- d. Those applying for membership to Scaffolding and Rigging New Zealand Inc, shall undertake to adhere to the Best Practice Guidelines for Scaffolding.
- e. Persons trading in partnership or as a corporation constitute one Member. No applicant can be admitted to membership if he or she is an individual purporting to represent such partnership or corporation. An application by a partnership must be signed by all the members of the partnership. A partnership or corporation which is a member of the society must designate one of its partners or directors or permanent officers as its representative to act on its behalf in all matters concerning the Society;

Where an applicant to the Association has directors or shareholders in common to existing members or to other applicants, membership will be accepted by the Association. In this instance only one representative of these organisations can be nominated and elected to the Executive at one time.

- f. The Secretary-Treasurer shall as soon as possible bring such application before a meeting of the Management Committee who shall decide whether such applicant is eligible to join the Society;
- g. To be admitted to the society the application as outlined under c above must receive an affirmative vote of those present at the Management Committee meeting and the membership shall take effect immediately;
- h. Life membership shall be granted to an individual on the unanimous recommendation of the Executive to the Annual General Meeting in recognition of extraordinary contributions made to the furthering of the association and its aims. The rights of a Life member shall not extend to the organisation that they represent.
- i. Every member of the society is deemed to have notice of the Rules and Regulations of the society and will be bound by those documents.

## **6. RESIGNATION FROM MEMBERSHIP**

- a. A member shall be required to give 14 days notice of intention to resign. The resignation of a member shall not extinguish that member's liability for subscriptions, fines and levies which may be payable under the rules. Tendering of the resignation shall not mean automatic exemption from liability in respect of any act or omission while being a member;
- b. Should any member cease to be an employer in the industry to which Rule 5 relates, then membership of this society shall be deemed to be terminated;
- c. Any member of the society who fails in the observance of any law, rule, regulation, bylaw or Code of Ethics of the society which for the time being members are expected to observe, or whose character or business methods are considered by the Executive not to be in the interests of the society or whose business activities do not in the opinion of the Executive entitle the member to continue to be a member may be removed from the society by a resolution at a meeting of the executive.
- d. Any person ceasing to be a member of the society must upon demand from a member of the Executive return to the society any property of the society then in that person's possession or under that person's control. No such person after ceasing to be a member must hold himself, herself or itself out as a member of the society or use any trademark, tradename, logo or other mark of identification of the society, or disclose any confidential information relating to the society or to any other member of the society.

## **7. SUBSCRIPTIONS/LEVIES**

- a. The annual subscriptions and any levy shall be such sums as may be fixed by a General Meeting of members;
- b. Where in the case of extraordinary expenditure occurring, the Executive shall have the right to make a levy on members to meet any such additional expenses.

## **8. EXECUTIVE**

- a. There shall be an Executive comprising a maximum of eight members, with at least one representative from the following geographical regions:
  - i. Northern (Northern North Island);
  - ii. Central (Southern North Island);
  - iii. Southern (South Island);

The Executive shall elect the President and Vice President of the society from members of the Executive;
- b. Only one member, joint shareholder or Director of any organisations or partnerships that are members of SARNZ, as outlined in 5(d) may serve on the Executive at any one time; and only one associate member may serve on the Executive at any one time.
- c. The affairs of the society shall be administered on a day to day basis by the Executive or such other as the Executive may delegate;
- d. Members of the Executive must have been full or associate members of the Association for a minimum period of one year and shall, subject to Rule 12, hold their office and positions until they resign or their successors are appointed, whichever shall first occur;
- e. The Executive has power to appoint a financial member to fill any casual vacancy on the Executive until the next Annual General Meeting, however the financial member so appointed may not be a member outlined in 5(d) if a member so defined is currently a representative on the Executive. Any member so appointed to the Executive must retire at the next Annual General Meeting together with the rest of the executive but all or any of the retiring Executive are eligible for re-election;
- f. Three shall form a quorum at meetings of the Executive;
- g. Any member of the Executive may appoint a deputy to attend and vote at any meeting which the member cannot conveniently attend;

- h. Executive meetings may be called at any time either by the President on his/her own motion, or by requisition of members;
- i. In addition to any power conferred by these Rules the Executive has the following powers and authorities:
  - i. To co-operate with all interested parties in public relations in promotion of the objects of the society;
  - ii. To enter into any arrangement with any institution or organisation which has objects similar to those of the society;
  - iii. To solicit donations, gifts and bequests to the society for promotion of the objects of the society;
  - iv. To spend any money in pursuance of and incidental to any of the objects of the society;
  - v. To recommend the printing of publications and their issue to members of the society and others;
  - vi. To do all things as are incidental or conducive to the attainment of the above powers and authorities or any of them.

## **9. PRESIDENT AND VICE PRESIDENT**

The duties of the President shall be to preside at meetings of the Executive, to preserve order, and give an impartial report upon votes.

The Vice-President shall assist the President and in his/her absence shall act in his/her stead, and while so acting shall have all the power of the President.

The term of President shall be for a maximum period of two years, and the President shall not be eligible for re-election for a second consecutive term.

## **10. SECRETARY-TREASURER**

The Executive shall appoint a Secretary-Treasurer. The duties of the Secretary-Treasurer shall include keeping a register of members with the dates of their joining the society and of their withdrawal, attendance at meetings and keeping the minutes, receiving and paying out monies and keeping a true account of them, preparing statements of the finances of the society and furnishing returns as required by the Act.

## **11. ANNUAL FINANCIAL STATEMENT**

Subject always to the provision of Section 23 of the Act the society shall deliver annually to the Registrar of Incorporated Societies, in such form and at such time as requested, a statement containing the following particulars:

- a. The income and expenditure of the society during the last financial year;
- b. The assets and liabilities of the society at the close of the said year;
- c. All mortgages, changes and securities of any description affecting any of the property of the society at the close of the said year.

The said statement shall be accompanied by a certificate signed by some officer of the society to the effect that the statement has been submitted to and approved by the members of the society at a general meeting.

## **12.REMOVAL OF OFFICERS**

Subject to any other rule, an officer or member of the Executive may be removed from office or position or suspended only on a resolution passed at a meeting of the Executive or at a general meeting of the society.

## **13.EXPULSION OF MEMBERS**

A member of the society may be expelled or suspended from membership if the subscription for the current financial year has not been paid within three (3) months of the invoice being issued, by a resolution at a meeting of the executive.

## **14.ANNUAL GENERAL MEETING OF THE SOCIETY**

- a. The Annual General Meeting shall be held each year on such date and at such time and place as the Executive shall decide;
- b. Every Annual General Meeting shall be called by the Secretary at least 14 days prior to the date of the meeting, whose notice shall state the nature of the business proposed to be conducted at that Annual General Meeting;
- c. Every question at a meeting shall be decided by a majority of votes cast by full members present and voting thereon;
- d. Full members only are eligible to vote (as per Rule 5a). Voting shall be by show of hands; provided that should any members request that any question be decided by secret ballot of members present, such a ballot shall then be taken under the direction of the Chairman;

- e. Five shall form a quorum at any Annual General Meeting;
- f. The meeting must be called for the following purposes:
  - i. To receive from the Executive a report, balance sheet and statement of account for the preceding year.
  - ii. To elect the Executive committee for the ensuing year and to appoint an auditor.
  - iii. To fix the annual membership subscription and entrance fee (if any) for the ensuing year.
  - iv. To decide on any resolution which must have been duly submitted to the Secretary not less than 21 days prior to the date of such meeting.

#### **15.SPECIAL GENERAL MEETINGS OF THE SOCIETY**

- a. It shall be the duty of the Secretary to call a Special General Meeting for such time and place as he/she may be directed:
  - i. by the President;
  - ii. as required by these rules;
- b. Every Special General Meeting shall be called by the Secretary at least 14 days prior to the date of the meeting, whose notice shall state the nature of the business proposed to be conducted at that Special General Meeting;
- c. Every question at the meeting shall be decided by a majority of votes cast by those full members present and voting thereon;
- d. Full members only are eligible to vote (as per Rule 5a). Voting shall be by show of hands; provided that should any members request that any question be decided by secret ballot of members present, such a ballot shall then be taken under the direction of the President;
- e. Five shall form a quorum at any Special General Meeting.

#### **16.FUNDS**

- a. The funds of the society are to be devoted solely to the furtherance of the objects of the Society as set out in these Rules and are to be under the control of the Executive;

- b. The society's bank account shall be operated by the Secretary-Treasurer in conjunction with either the President or the Vice-President or such other person as may be authorised by the Executive;
- c. The Executive may invest surplus funds in the name of the society as may be allowed by law.

## **17.APPLICATION OF PROFITS**

The income and property of the society from wherever derived, are to be applied solely towards the promotion of the objects of the society as set forth in these rules and no portion of such income or property is to be paid or transferred directly or indirectly by way of profit to the members of the society.

## **18.ALTERATION OF RULES**

- a. Any new rules or amendments to rules shall be adopted by a majority vote of a special general meeting of the society after prior advice of the nature of the proposed rule or rules or amendment or amendments has been distributed to members;
- b. These rules shall not be amended or revised except by majority vote of a Special General Meeting or the Annual General Meeting after prior advice of the nature of the proposed revised rules or amendments has been distributed to members;
- c. Every alteration will be in writing, signed or sealed in duplicate by at least three members of the society;
- d. Documents (signed and sealed) must be delivered to the Registrar of Incorporated Societies, accompanied by a statutory declaration made by a solicitor or at least one member to the effect that the alteration was made in accordance with the rules of the society;
- e. Any new rule or any amendment shall come into force when registered by the Registrar of Incorporated Societies.

## **19.PURGING THE REGISTER**

- a. At the direction of the Executive the Secretary-Treasurer shall from time to time purge the registrar of members by striking off the name of any member in arrears of dues for 12 months, and thereupon such member shall cease to be a member of the society.

## **20. SEAL**

- a. There shall be a seal of the society which shall be kept in the custody of the Secretary and shall not be affixed to any document except by authority of a resolution of the Executive, and in the presence of the President and Secretary, or other person aforesaid shall sign every document to which the seal of the society is fixed in their presence;
- b. The seal may be altered only by resolution of a special meeting of the society, or a meeting of the Executive.

## **21. INSPECTION OF BOOKS**

Persons duly authorised by the Executive having an interest in the funds of the society may inspect the books, accounts and the register of members of the society, at the office, at any reasonable time upon making application to the Secretary-Treasurer.

## **22. AUDITOR**

- a. The books of the society must be audited annually and reported upon by an auditor appointed at the annual general meeting of the society;
- b. Such auditor cannot hold any other office in the society and is to receive such fee as may be fixed from time to time by the Executive. If a vacancy occurs in the office of the auditor during any year, the Executive is to appoint an auditor to hold office until the next annual general meeting.

## **23. DISSOLUTION**

- a. If a majority of members at any time resolve to cancel the registration of the society the Secretary-Treasurer shall forthwith make application to the Registrar of Incorporated Societies to dissolve the society;
- b. Before such cancellation has been affected the Executive shall realise all the available assets, and shall discharge all the liabilities of the society;
- c. The surplus funds of the society, if any, shall thereupon be disposed of in such manner in pursuance of the objects specified in Rule 4 as the Executive may think fit;
- d. The society shall be deemed to be dissolved when its registration is cancelled by the Registrar.

## **24. REPRESENTATION AND EXECUTION OF DOCUMENTS**

- a. Subject to the provisions of the Act, the society may be represented before an employment tribunal or employment court by such person or persons as the society may appoint in that behalf;
- b. The execution of documents, other than those executed by seal, shall be in the manner authorised or prescribed by the Executive.

## **25. CONFIDENTIALITY**

All information in any way relating to the affairs of the society or any member of the society which is received by a member is to be treated as secret and confidential. The obligation of secrecy and confidence continues indefinitely notwithstanding the termination of such member's membership of the society.

## **26. INDEMNITY**

No action in law or other claim may be taken by members or their executors or administrators against any member of the society or Executive or officer in pursuance of the provisions of these Rules notwithstanding any irregularity or informality occurring in or about the doing or omitting or suffering of any act, matter or thing. No member of the Executive is liable for any loss or expenses of the society or any member unless it occurs as a result of wilful default.

## **27. LIABILITY OF MEMBERS**

No member is under any liability in respect of any contract, debit or other obligation made or incurred by the Society

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*President*

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*Secretary*

