

\*10046482430\*

Registrar's Form

# Incorporated Society Rules Statutory Declaration



The Incorporated Societies Act 1908 (Sections 7 and 21)  
This form is available online at [www.societies.med.govt.nz](http://www.societies.med.govt.nz)

Use this form when submitting an application to incorporate a society OR when a society files an alteration to its rules.

Name of Society: Health Promotion Forum of New Zealand Inc.  
Runanga Whakapiki Ake i Te Hauora O Aotearoa Inc.

Society Number: AK 401629

I, Dallas Kay Harey (name of person making declaration)  
of 62 Ayrshire Dr, Hamilton (residential address)

do solemnly and sincerely declare that:

- I am a member of / ~~solicitor~~ (delete one) the above society, and
- The ~~attached rules~~ / alteration to the rules (delete one) comply with section 6 of the Incorporated Societies Act 1908 (see next page for list of criteria), and  
Either (this option applies to applications to incorporate a society ñ delete if not applicable)
- The majority of members of the society consent to this application for incorporation  
Or (this option applies for alterations to existing rules of an incorporated society ñ delete if not applicable)
- The alteration to the rules has been made in accordance with the rules of the society

And I make the solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Oaths and Declarations Act 1957.

Declared at Auckland (place)  
this 9th (day) name of society member / ~~solicitor~~ Dallas Kay Harey  
day of September (month) signature of society member / ~~solicitor~~ [Signature]  
20 04 (year)

before me: JENNIFER LAMM Solicitor / Justice of the Peace / other person authorised to take a Statutory Declaration

Completed by: \_\_\_\_\_  
Name and postal address:  
Health Promotion Forum of NZ  
PO Box 99 064  
Newmarket  
Auckland

Other details

Telephone: 09 520 3973

Email: \_\_\_\_\_

Post to: Registrar of Incorporated Societies  
Ministry of Economic Development  
Private Bag 92061  
Auckland Mail Centre 1020

**NATIONAL PROCESSING CENTRE**  
**10 SEP 2004**  
**RECEIVED**

**P# 04**  
**13 SEP 2004**

**RULES OF THE**  
**HEALTH PROMOTION FORUM OF NEW ZEALAND**  
**Runanga Whakapiki ake i te Hauora o Aotearoa**

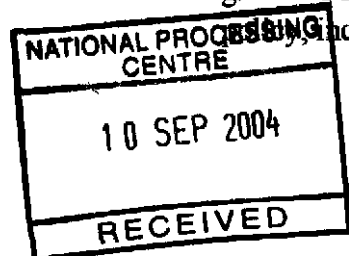
1. NAME

The name of the Society shall be "HEALTH PROMOTION FORUM OF NEW ZEALAND- **RUNANGA WHAKAPIKI AKE I TE HAUORA O AOTEAROA INCORPORATED**". The Forum is committed to **te Tiriti O Waitangi and a Tiriti based framework shall underpin all its activities.**

2. OBJECTS

The objects of the Forum shall be:

- a. To provide a forum for national organisations, statutory agencies, community groups and others to discuss, plan, co-ordinate and initiate appropriate strategies for the promotion of health, and share the benefits of pooling knowledge and experience.
- b. To act as an advocate for health promotion policies by encouraging certain strategies as platforms for action.
- c. To advocate the participation of all New Zealanders, community groups and national organisation in health promotion policy, planning, service decisions and processes.
- d. To promote equity in health.
- e. **To promote te Tiriti o Waitangi based practice and establish working partnerships with Maori organisations addressing Maori health aspirations.**
- f. To promote cultural perspectives and respect for health values of all cultures and ethnic groups within New Zealand society.
- g. To heighten public awareness of the health implications of all government decisions, including local government policy decisions.



h. To encourage the development of national health and health promotion goals and priorities.

i. To encourage the development and adoption of health promotion policy and practices by:

- providing information and advice on health issues, policies and decision making processes
- facilitating stronger relationships, communication, co-operation and coordination between voluntary and statutory bodies at local and national levels
- assisting in the establishment of networks of groups concerned with health promotion
- convening workshops and seminars, developing publications and projects.

j. To assist with the effective dissemination of research findings and promote the use of research in the formulation of healthy public policy.

k. To advocate publicly for measures which will contribute to achieving the Forum's objectives.

### 3. MEMBERSHIP

a. The number of members of the Forum is unlimited and may include any corporate body with aims and objectives consistent with those of the Forum.

b. An applicant for membership of the Forum shall lodge a written application with the Council, but shall not be admitted to membership until the initial subscription (if any) prescribed in these Rules has been received and the application approved by the Council OR their delegated authority. The Council has the discretion to propose different levels of membership or categories of subscription.

c. Upon approval, the **Forum Secretariat** shall ensure that:

(i) the applicant's name and address (and such further particulars as are prescribed in the Rules hereunder) are entered in a register of members; and

(ii) the applicant is notified accordingly and is provided with a copy of these Rules.

- d. Each member organisation shall be entitled to one vote at general meetings as provided for in these Rules.
- e. A member shall cease to be a member of the Forum:
- (i) If the member gives to the **Forum Secretariat** notice in writing of intention to resign
  - (ii) If a simple majority of those present and voting at a General Meeting of the Forum approve a recommendation of the Council that any member's name be removed from the membership list for conduct inimical to the interests of the Forum, then that member's name shall be removed from the membership list.
  - (iii) If the member fails to pay the annual subscription within six (6) months of its due date.
- f. A member organisation ceasing to be a member of the Society as aforesaid shall immediately cease to hold any office in the Forum or be entitled to any privileges of membership thereof.
- g. Upon the Council resolving to expel a member from the Forum the member shall be given at least 28 days' notice before the meeting at which such resolution for expulsion is moved and shall have an opportunity of attending such meeting and of giving any explanation or defense.
- h. In the event of a resolution being passed removing a member's name from the membership list, the member so affected shall have a right of appeal against that removal.

#### 4. SUBSCRIPTION

The annual subscription shall not exceed an amount recommended by the Council prior to the Annual General Meeting but subject thereto shall be fixed at the Annual General Meeting and shall be payable to the **Forum Secretariat** within four (4) months of such meeting.

## 5. ALTERATION OF RULES

The rules of the Society or any of them may be altered, added to, rescinded or substituted by a simple majority of those present and entitled to vote at a General Meeting of that Society on the motion of any financial member PROVIDED THAT notice of such motion shall be in the hands of the **Forum Secretariat** 42 days prior to the said General Meeting and the **Forum Secretariat** shall have circulated to the members notice of such motion at least twenty eight (28) days before the date of such General Meeting, and PROVIDED THAT no addition, alteration OR revocation shall detract from the charitable nature of the society.

## 6. GENERAL MEETINGS

a. The Forum shall call an Annual General Meeting once in every calendar year to be held within six months of the end of the last financial year for the purpose of presenting accounts, annual reports, election of officers and Council, and such other business as is required by these rules to be done in Annual General Meeting.

b. If requested in writing so to do by a resolution of the Council or by any ten (10) financial members the **Chairperson** shall call a General Meeting of the Forum at any time.

c. Members shall receive at least twenty one (21) days notice by circular of all General Meetings whether Annual General Meetings or otherwise PROVIDED THAT General Meetings may be held not less than three days after actual notification (whether written OR oral) to a simple majority of the financial members of such meeting and attempted notification thereof to the other financial members. No business other than that of which notice has been given shall be brought forward at such meeting.

d. No business shall be transacted at any general meeting unless a quorum of ten (10) financial members is present at the commencement of such business.

e. All financial members shall be entitled to one vote at General Meetings. The right to vote shall be exercised in person or by proxy and voting shall be by a show of hands except in the case of an election of officers provided for by Rule 8(c). In the event of an equality of votes under Rule 15 the Chairperson shall have a second or casting vote.

f. Except as provided in Rule 5 and Rule 15, hereof resolutions at General Meetings shall be passed by approval by a simple majority of those voting at such meetings.

g. Every notice required to be given to the members or any of them shall be deemed to have been duly delivered if posted to the member in a prepaid letter addressed to members at their last known addresses or places of business.

h. The instruments appointing proxies shall be in writing under the hand of the members or their attorneys duly authorised in writing or if the appointer is a corporation either under seal or under the hand of an officer of the Company. The proxy shall be delivered or left at the registered office of the Forum not less than 24 hours before the time for holding the meeting at which the member named in the instrument proposes to vote. Any proxy given by a member who is or who proposes to go overseas shall be valid (unless sooner revoked such member by notice in writing delivered to or left at the registered office of the Forum for a period of one year from the date it is delivered to or left at the office of the Forum.

## 7 BYLAWS

The Forum may from time to time by resolution in General Meeting make, amend or rescind regulations or bylaws for the conduct and management of the Forum, provided that such bylaws and regulations shall not be inconsistent with these rules or with the law. The enforcement of any such regulations or bylaws shall be the responsibility of the Council.

## 8. APPOINTMENT OF OFFICERS

a. All financial members of the Forum shall be eligible for any office of the Forum.

b. The officers of the Forum shall be:

(i) The Chairperson

(ii) The Council which shall consist of ten (10) members (including the Chairperson) to be elected by an Annual General Meeting; such Council shall be responsible for the management and control of the Forum.

(iii) A Treasurer of the Forum (not being the Chairperson) to be appointed by the Council

**(iv) The Council shall comprise at least fifty per cent (50%) Maori membership, such Maori members forming the Council's te Komiti Maori.**

(v) **Should the required 50% Maori membership not be reached by election then notwithstanding the provisions of clause 8 b (ii) te Komiti Maori shall use the powers at (viii) and (ix) below to make any additional appointments necessary to reach the required composition. Where no Maori members are elected the function of appointing Maori members shall be the responsibility of the outgoing Komiti Maori.**

(vi) **It is desired that the Council shall include Pacific Peoples' representation. Where no Pacific Peoples' organization is elected the Council shall ensure such representation.**

(vii) The Council shall have the power to make decisions concerning the management of the Forum including the power to appoint a Management Committee which shall have such financial and other powers as the Council shall delegate to the committee.

(viii) Such sub-committees as the Council shall from time to time deem it expedient to appoint. Such sub-committees shall have the power to co-opt **and other powers as the Council shall delegate.**

(ix) The Council shall have the power to appoint organisations/ corporate bodies ex officio to the Council where deemed appropriate, **such ex officio members to have the same voting rights as elected members.**

c. The Chairperson and Council shall be elected at **an** Annual General Meeting by a show of hands or otherwise as deemed expedient and the officers aforesaid shall hold office for a two (2) year term. Officers of the Forum shall be eligible for re-election at successive Annual General Meetings **every two years.**

d. If at any Annual General Meeting there are more nominations for positions on the Council than there are positions to be filled, the Chairperson shall cause to be made a record of the votes received by the unsuccessful candidates. If a member of the Council shall resign or cease to be a member as aforesaid the unsuccessful candidate with the highest number of votes shall thereupon become a member of the Council. This rule shall apply in the case of each succeeding vacancy. If two unsuccessful candidates receive the same number of votes at the Annual General Meeting then notwithstanding the provisions of clause 8 b (ii) both shall become members of the Council if one of them would pursuant to this sub-paragraph (d) have become a member had the other received fewer votes at the Annual General Meeting.

e. If the office of the Chairperson of the Forum becomes vacant, the Council shall elect one of its number to fill the vacancy until the next Annual General Meeting. If any other member of the Council resigns from the Council or ceases to be a member of the Forum pursuant to sub-paragraph 8(d) hereof the Council shall have power to co-opt or appoint any financial member of the Forum until the next Annual General Meeting.

f. The Council shall meet as and when required by any three (3) members thereof and shall have power and authority to do all things in the management and control of the Forum as are not required by these rules or by law to be done in General Meeting. The quorum for Council Meetings shall not be less than **six (6)** Council members from time to time. Any members of the Council shall ipso facto vacate their offices if they are absent from three consecutive meetings of the Council without its leave. Each member of Council shall have one vote and in a case of an equality of votes the motion shall be lost.

g. A resolution determined on, without any meeting of the Council and evidenced in writing by all the members thereof shall be valid and effectual as a resolution duly passed at a meeting of the Council.

h. **The Forum Secretariat** shall be responsible for the keeping of minutes of all the meetings of the Forum and of the Council and shall keep the register of members.

i. The Forum may at each Annual General Meeting appoint a Solicitor, an Auditor and such other officers as it deems expedient from time to time.

## 9. SPOKESPERSON FOR THE FORUM

a. The Spokesperson for the Forum will be the Chairperson or the Director in consultation with one other Council member. No other members may speak for the Forum collectively without prior agreement.

## 10. THE COMMON SEAL

The common seal of the Forum shall be in the custody of the **Forum Secretariat** and shall be affixed to any document requiring the same only pursuant to the resolution of the Council and shall be attested by the signature of the Chairperson and any one other member of the Council.



#### 11. BANK ACCOUNT

The Bank Account of the Forum shall be operated as to signature and endorsement of cheques, signatures of withdrawal, receipts and all other matters by **the Treasurer, the Chairperson and the Forum Director or by any one of them** and one other member of the Council on behalf of the Forum.

#### 12. INVESTMENT OF FUNDS

The Council may invest any moneys of the Forum not required for immediate use in any investments approved by the Management Committee.

#### 13. BORROWING POWERS

The Forum shall have the power to borrow money from any bank or other body, institution or person with or without security whether by overdraft or mortgage or debentures or promissory note or otherwise at such rate of interest and on such terms and conditions as the Committee shall think fit and to give security over any property whether real or personal now or hereafter belonging to the Forum for the repayment of such moneys and the interest thereon in such forms as the Council shall think fit, provided that payments by way of interest on monies borrowed from any Council member shall not exceed commercial interest rates.

#### 14. POWERS OF SALE

The Forum shall have the power to sell all or any of the assets of the Forum either for cash or on such terms as the Council shall approve and the proceeds from all such sales shall be applied towards the general purposes of the Forum or otherwise in accordance with these rules.

#### 15. WINDING UP

a. The Forum may be wound up voluntarily if the Forum at a General Meeting of its members passes a resolution by a simple majority requiring the Society so to be wound up and the resolution is confirmed by a simple majority at a subsequent General meeting called together for that purpose and held not earlier than thirty (30) days after the date on which the resolution so to be confirmed was passed.

b. In the event of the Forum being wound up or on its dissolution by the Registrar then (in the absence of any directions from the Registrar of the High Court) after all costs, debts, liabilities and commitments of the Forum have been paid and satisfied, the balance of the Forum's funds and assets shall be applied in such manner as the Council shall decide towards the furtherance of such charitable purposes within New Zealand which are of a nature similar or complementary to the purposes of this Forum.

#### 16. ZONE OF INFLUENCE

The zone of influence of the Forum shall be the whole of New Zealand.

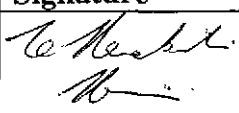
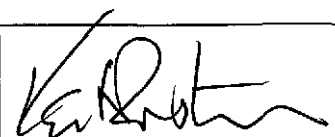
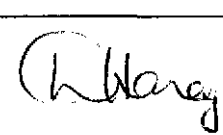
#### 17. GENERAL

Nothing expressed or implied in these rules shall permit the activities of the members to be carried on for the private pecuniary profit of any individual except that the Council may pay from income/profit and for monies owned or earned by it

(i) any reasonable remuneration to an officer for special work done by that person in the society's business; and (ii) out of pocket expenses incurred by an officer in connection with the society's administration and business.

If any circumstance shall arise which is not provided for in these Rules then the matter shall be determined and dealt with by the Council in such manner as it shall deem fit.

Amended Constitution – AGM 11/4/02

Name	Signature	Office
Des Herekiele Herekiele		Chair of Council for the Health Promotion Forum.
KEITH PRESTON		Treasurer.
Jillies Honey		Council Members