

The Church College of New Zealand  
Alumni Association (CCNZAA)

# **Constitution**

This Constitution was formally adopted at a Special General Meeting of The Church College of New Zealand Alumni Association held on 19 July 2003 at Temple View, Hamilton.

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# **The Church College of New Zealand Alumni Association (CCNZAA)**

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## **1 Name and Logo**

- 1.1 The name of the Alumni Association shall be The Church College of New Zealand Alumni Association (hereinafter referred to as the “Alumni Association”).
- 1.2 The Alumni Association shall apply to be registered as a charitable incorporated society.
- 1.3 The logo of the Alumni Association shall be similar to the logo of The Church College of New Zealand (hereinafter referred to as “Church College”) and shall bear the name Alumni Association.
- 1.4 The logo shall remain the property of the Alumni Association and cannot be used by any individual, group or organisation without the prior written permission of the Board.

## **2 Common Seal**

- 2.1 The Alumni Association shall have a common seal which shall bear the words, “The Common Seal of The Church College of New Zealand Alumni Association (CCNZAA)”.
- 2.2 The common seal may be affixed to Alumni Association documents by any two (2) of the President, Vice-President, Treasurer and Secretary. It shall only be affixed to such documents as deemed necessary by a simple majority vote of the Alumni Association’s management committee (hereinafter referred to as “the Board”).
- 2.3 The common seal shall be held in safekeeping by the Secretary or at the Registered Office of the Alumni Association as deemed appropriate by a simple majority vote of the Board.

## **3 Mission Statement**

The mission of the Alumni Association shall be to promote the principles and values of The Church of Jesus Christ of Latter-day Saints and to foster the spirit and purpose of Church College and its alumni.

## **4 Objectives**

The objectives of the Alumni Association shall be to:

- 4.1 Support and foster the educational programmes of Church College and education generally by:
  - 4.1.1 Providing educational scholarships to students and alumni.
  - 4.1.2 Issuing awards which recognise scholarship and sporting excellence amongst students and alumni.

- 4.1.3 Providing memorabilia, services, events and social gatherings designed to raise funds for the purpose of furthering these objectives.
- 4.2 Provide for the spiritual and general wellbeing of all alumni by:
  - 4.2.1 Building an effective network to keep alumni informed of current and upcoming events on the Church College campus, and the like.
  - 4.2.2 Organising gatherings which will provide opportunities to fellowship and support each other as well as to build new friendships.
  - 4.2.3 Holding meetings and conferences which provide opportunities to strengthen faith in Jesus Christ and His teachings and to share these views with others.
  - 4.2.4 Celebrating the special character of the Church College campus, the New Zealand Temple and Visitors Centre by supporting the Labour Missionary Association and fostering the spirit of love and sacrifice with which the Campus, Temple and Visitors Centre were built.

## **5 Registered Office**

The registered office of the Alumni Association shall be at such location as may be determined by the Board. At the date of adoption of this Constitution the registered address shall be at The Church College of New Zealand Campus, 435 Tuhikaramea Road, Temple View, Hamilton. The mailing address shall be Private Bag 3000, Hamilton.

## **6 Administration and Powers**

### **6.1 President and Vice President**

- 6.1.1 The President, Vice-President and Treasurer shall be elected to office at the Annual General Meeting.
- 6.1.2 The President and Vice President must have been enrolled at and have attended Church College as students.
- 6.1.3 The newly elected President and Vice President shall have the responsibility of appointing a secretary.
- 6.1.4 The Vice President shall assume the President's role should the President, for any reason, be unable to execute his or her duties.
- 6.1.5 The President shall have ultimate responsibility for all Alumni Association matters and shall ensure Alumni Association matters are dealt with in accordance with this Constitution.

### **6.2 Alumni Board Positions**

- 6.2.1 The administration of the Alumni Association shall be vested in the Board.
- 6.2.2 The Board shall have no fewer than five (5) members and no more than seven (7) members and shall be comprised of:
  - 6.2.2a the President and Vice President elected at the Annual General Meeting.

- 6.2.2b two (2) Era Representatives (hereinafter referred to as “Era Reps”) appointed by the Alumni Council (hereinafter referred to as “the Council”).
  - 6.2.2c two (2) alumni co-opted by the new Board, who in the opinion of the President and Vice-President have appropriate business, marketing and other personal skills that can best represent and further advance the objectives of the Alumni Association.
  - 6.2.2d the immediate past President as invited by the new Board. He or she may decline the invitation in which case the Board may appoint a person to fill this position.
- 6.2.3 Board members shall serve for a term of five (5) years and are automatically released at the next Annual General Meeting or at any Special General Meeting properly convened for the purpose of reorganising the Board.

### 6.3 **Alumni Board Powers and Duties**

In addition to any powers conferred by law upon the Board, the Board shall have the power to:

- 6.3.1 Manage and control the affairs of the Alumni Association in all matters provided for by the objectives of the Alumni Association including those matters which are not expressly specified in this Constitution.
- 6.3.2 Implement the Alumni Association’s Strategic Plan.
- 6.3.3 Set policies and operating procedures for the Alumni Association.
- 6.3.4 Contribute to a portfolio or portfolios suited to their talents and abilities or as assigned by the President.
- 6.3.5 Co-opt Alumni Association members to various sub-committees to assist in achieving Alumni Associations objectives.
- 6.3.6 Fill any vacancies in the Board.
- 6.3.7 Convene any General or Special General Meeting of the Alumni Association.
- 6.3.8 Convene an Alumni Council Conference and other meetings as required.
- 6.3.9 Work closely with Era Reps in Alumni Association matters.
- 6.3.10 Keep in contact with Area Contacts and Chapter Chairs on combined Alumni Association gatherings and events.
- 6.3.11 Receive, control, expand and invest the funds of the Alumni Association, including presenting an annual budget to the Council for approval at each year’s conference.
- 6.3.12 Seek appropriate donations and make application for community funding to further the objectives of the Alumni Association.
- 6.3.13 Levy fees and/or subscriptions from members.
- 6.3.14 Invite two (2) or three (3) alumni in the legal profession to act as legal advisors and legal representation in appropriate Alumni Association matters.

### 6.4 **Alumni Council and Era Reps**

- 6.4.1 The Council shall consist of two (2) Era Reps from each five-year alumni group commencing from 1958.

- 6.4.2 The two (2) Era Reps from each five-year group shall be selected by alumni of that Era Group, in group meetings scheduled after the Annual General Meeting.
- 6.4.3 Era Reps shall automatically become members of the Alumni Council.
- 6.4.4 The Council shall convene at the invitation of the Board to:
  - 6.4.4a appoint two (2) Era Reps to the Board.
  - 6.4.4b review various alumni proposals.
  - 6.4.4c give input to the Board on Alumni Association matters.
  - 6.4.4d correlate calendared events.
- 6.4.5 The members of the Council shall make themselves available for Board or Council sub-committees.
- 6.4.6 Era Reps shall work with Area Contacts to network with alumni in passing on Alumni Association information and to advertise era gatherings or reunions.
- 6.4.7 When required, two (2) groups of Era Reps may combine to form a Decade Group to plan and organise a decade event or reunion.

## 6.5 **Area Contacts**

- 6.5.1 Area Contacts are alumni nominated by their Era Group or Era Rep to assist in pursuing the objectives of the Alumni Association and to serve their Era Group in their area.
- 6.5.2 Area Contacts operate under the direction of their respective Era Rep.
- 6.3.3 Should there be more than one (1) Area Contact in an area; the Area Contacts shall become members of their Chapter Committee.

## 6.6 **Chapters and Chapter Chairs**

- 6.6.1 Chapters are geographic areas in which alumni reside.
- 6.6.2 Area Contacts appointed by Era Groups form a Chapter Committee and operate only for combined gatherings.
- 6.6.3 A Chapter Chair is an alumnus chosen by the Area Contacts to correlate and coordinate combined gatherings.
- 6.6.4 Where alumni are located in small numbers throughout the world, the Board can co-opt an alumnus in an area to act as Chapter Chair to all alumni. In these cases, the Chapter Chair will be the Area Contact available to all Era Reps.
- 6.6.5 Chapter gatherings can be initiated by Chapter Committees or by the Board, but in all cases with prior Board approval.
- 6.6.6 Any chapter shall abide by such directions as given by the Board from time to time.

## 6.7 **Sub-Committees**

- 6.7.1 The Board may establish sub-committees and appoint convenors of such sub-committees to assist the Board in the pursuit and management of Alumni Association objectives. For example and by way of illustration only, sub-committees may be established to assist with events, recognition and achievement,

public relations, office management, finance and budget, website, journalism, merchandising, legal advice and reunions.

6.7.2 Expressions of interest in serving on sub-committees shall be sought by the Board. The Board shall determine the process of sub-committee appointment as it deems appropriate, using members of the Council and other alumni as required.

6.7.3 Board members may convene sub-committees provided there is no conflict of interest in executing such duties.

## 6.8 **Paid Positions**

6.8.1 The Board shall be empowered to employ or contract such individuals as it deems fit that will assist the Board in the administration of its role and in its pursuit of the Alumni Association's objectives.

6.8.2 Any employed or contracted individuals shall be responsible to and report directly to the Board.

6.8.3 The Board shall determine the job description and shall fix and decide on the employment conditions relating to terms of employment, with assistance from the Legal Team.

## 6.9 **Legal Team**

6.9.1 The Legal Team shall be comprised of up to three (3) suitable legal professionals with one (1) of the Legal Team designated as the Lead Advisor. The Legal Team shall be co-opted by the Board. The Legal Team at the incorporation of the Alumni Association shall be Gordon Matenga, Brandt Shortland and Moana Graham, with Gordon Matenga designated as the Lead Advisor.

6.9.2 The duties of the Legal Team shall include:

6.9.2a advising on constitutional matters.

6.9.2b providing legal representation as required.

6.9.2c assisting at any Annual General or Special General Meeting as required.

6.9.2d assisting with employment and other such contracts entered into by the Board.

6.9.2e providing general legal advice to the Board as may be required.

6.9.3 Members of the Legal Team may resign from the team by giving fourteen (14) days written notice to the Board. The Board may remove any member of the Legal Team by giving that member fourteen (14) days written notice. The Board shall not be required to give its reason.

6.9.4 The Lead Advisor shall be responsible for organising the Legal Team, chairing Legal Team meetings and ensuring that such advice as sought by the Board is provided in a timely manner.

## 6.10 **Quorum**

6.10.1 At any Board meeting there shall be at least four (4) Board members present to form a quorum, one of which must be the President or Vice President.

6.10.2 In the absence of the President, the Vice President shall chair meetings.

6.10.3 At any Annual General or Special General Meeting, a quorum shall consist of a simple majority of any number of registered Alumni Association members present at the meeting.

## **7 Membership and Subscription**

7.1 The following persons shall be eligible for Alumni Association membership:

7.1.1 An alumnus (past student) of Church College.

7.1.2 All past and present employees of Church College.

7.1.3 Any alumni of the Mori Agricultural College.

7.1.4 The current spouse of an alumnus.

7.2 A yearly membership subscription may be required as deemed appropriate by the Board.

## **8 Life Membership**

8.1 The Board and/or any member of the Alumni Association may nominate any person to be a Life Member who has made an outstanding contribution to the Alumni Association.

8.2 Nominations for Life Membership must be submitted to the Secretary in writing, no less than four (4) weeks before the Annual General Meeting at which the nomination is to be put.

8.3 A Life Member may only be elected at an Annual General Meeting by a majority of three quarters ( $\frac{3}{4}$ ) of the votes cast.

8.4 A Life Member shall not be liable for the payment of membership, registration or event fees of the Alumni Association which includes major reunions. Life members will however be expected to pay for activities sponsored by his or her Era Group.

8.5 A Life Member may attend any Annual General or Special General Meeting and shall have the rights of any other ordinary member at such meetings.

8.6 A General Meeting of the Association may terminate the membership of a Life Member provided such a motion is carried by a majority of three quarters ( $\frac{3}{4}$ ) of the votes cast.

## **9 Finance**

9.1 For the purposes of the Annual General Meeting, the financial period of the Alumni Association shall be from 1 April in the year of a reunion to 31 March of the next major reunion held every five (5) years.

9.2 For the purposes of funding applications and financial statements, the financial year shall be from 1 January to 31 December each year.

9.3 All monies received by the Alumni Association shall be deposited into an account set up by the Board following correct protocols of banking and auditing with appropriate signatories.

- 9.4 The Board shall approve all expenditure in advance of payment being made.
- 9.5 A chartered accountant approved by the Board shall audit the accounts of the Alumni Association.
- 9.6 The income of the Alumni Association shall be applied only towards the promotion of the objectives of the Association as set out in Clause 4 of this Constitution.
- 9.7 An application for funds or scholarships shall follow the protocols determined by the Board. The Board shall advise successful applicants, in writing, that they have been awarded a scholarship in writing.
- 9.8 The funds of the Alumni Association shall be invested by the Treasurer using investment protocols, when not being used for activities.
- 9.9 All cheques, bills of exchange and the like shall be signed by any two (2) authorised signatories. The authorised signatories shall be the President, Vice President, Treasurer and any other member of the Board who may be duly authorised by the Board from time to time.

## **10 Meetings**

### **10.1 Annual General Meeting**

- 10.1.1 The Annual General Meeting of the Alumni Association shall be held at each five (5) year reunion gathering.
- 10.1.2 The business of the Annual General Meeting shall be to.
- 10.1.2a receive the annual reports.
  - 10.1.2b receive the financial statement.
  - 10.1.2c elect nominated candidates for the positions of President, Vice President and Treasurer as set out in Clause 11 of this Constitution.
  - 10.1.2d conduct any other business including notices of motion
- 10.1.3 In the event that no nomination is received for any of these positions, then nominations shall be called from the floor of the Annual General Meeting and if necessary, a vote shall be passed by a majority of raised hands.
- 10.1.4 Notices of motion for the Annual General Meeting must be in the hands of the Board at least seven (7) days prior to the date of the Annual General Meeting.

### **10.2 Special General Meetings**

- 10.2.1 A Special General Meeting of the Alumni Association may be summoned by the President, of which at least fourteen (14) days notice must be given in writing (electronic or website notice is deemed to be in writing).
- 10.2.2 A Special General Meeting of the Alumni Association may be convened by the President at the discretion of the majority of the Board, of which at least fourteen (14) days notice must be given in writing (electronic or website notice is deemed to be in writing).

## **11 Elections and Voting**

- 11.1 The election of officers shall be conducted in accordance with this Constitution.
- 11.2 An Election Officer appointed by the Board shall conduct the election process at the Annual General Meeting.
- 11.3 The election of officers shall take place every five (5) years at the Annual General Meeting.
- 11.4 Elections at the Annual General Meeting shall be for the positions of:
  - 11.4.1 President.
  - 11.4.2 Vice President.
  - 11.4.3 Treasurer.
- 11.5 The Election Officer shall seek nominations to these positions prior to the Annual General Meeting and will provide candidate briefs to registered Alumni Association members prior to the Annual General Meeting.
- 11.6 Registered Alumni Association members may nominate alumni to these positions by giving the Election Officer his or her written nomination no less than seven (7) days before the Annual General Meeting. A nomination shall be deemed valid if it has been signed by the nominator, a seconder and the nominee.
- 11.7 If only one (1) nomination has been received in accordance with Clause 11.6 of this Constitution, the nominee shall be deemed to be elected. If more than one (1) nomination has been received in accordance with Clause 11.6 of this Constitution, only those nominees will be deemed nominated candidates.
- 11.8 All eligible alumni as defined in Clause 7.1 of this Constitution, shall be entitled to vote at Annual General and Special General Meetings.
- 11.9 Only the votes of those present at the Annual General Meeting shall be counted as valid.
- 11.10 Voting shall be by a show of hands at the meeting and the outcome determined by a majority vote.
- 11.11 The Election Office shall appoint scrutineers at the meeting if deemed appropriate.
- 11.12 All motions at meetings of the Alumni Association shall be decided by a simple majority of those present either by a show of hands or by voice.
- 11.13 The chairman of any meeting shall have a deliberate vote and may exercise a casting vote should there arise an equality of votes.

## **12 Standing Orders**

At any meeting of the Alumni Association the following Standing Orders shall be deemed to apply for the conduct of the meeting and the dispatch of business:

- 12.1 The Chairperson's decision on all questions concerning the interpretation of rules, standing orders or points of order shall be final, provided that it shall be competent for any member to move that the meeting disagrees with such ruling, which being seconded, shall be put to the meeting without further discussion.
- 12.2 No motion, including a motion or remit of which written notice has been given, shall be discussed before it has been proposed and seconded.
- 12.3 Any member, other than the mover and seconder of the motion under discussion, may move an amendment thereto, provided that such an amendment is not directly opposed to the motion, and on being seconded, such amendment is open for discussion.
- 12.4 The Chairperson shall receive no further amendments until the amendment already before the meeting is disposed of, but it shall be competent for any member during the discussion of an amendment to give notice of his or her intention to move a further amendment.
- 12.5 All amendments to motions shall be put to the meeting before the motion is addressed.
- 12.6 Each member may speak once on all matters or questions before the meeting except for the mover of a motion or amendment, who shall have the right of reply, save as set out in Clause 12.7 of this Constitution.
- 12.7 Should a member desire to speak to a motion or amendment after having previously spoken thereon, application shall be made to the Chairperson for permission to speak again. The Chairperson shall use his or her discretion on the matter.
- 12.8 All questions shall be asked through the Chairperson.
- 12.9 Voting shall be conducted as set out in Clause 11 of this Constitution.
- 12.10 No motion shall be carried and rescinded at the same meeting.
- 12.11 The Chairperson shall be vested with the authority to preserve order and due observance of these Standing Orders. The Chairperson may order a member to leave a meeting if that member disobeys any ruling from the Chair, or is guilty of misconduct at a meeting, or otherwise commits a breach which might be deemed to bring the Alumni Association into disrepute.
- 12.12 A motion to suspend or vary these standing orders must be supported by at least two thirds (  ) of those present at the meeting and entitled to vote.

### **13 Resignations and Vacancies**

- 13.1 The resignation of a Board or Council member shall be made in writing and handed or posted to the President.
- 13.2 Vacancies on the Board shall be filled as follows:
- 13.2.1 In the event of the resignation of the President, the Vice President shall assume the President's position.

- 13.2.2 Should both the President and Vice President resign, the Board shall inform the Legal Team. The Legal Advisor shall assume the role and powers of the President for the sole purpose of calling a Special General Meeting for the election of a new President and Vice President.
- 13.2.3 Should one (1) Era Rep resign the vacancy shall remain unfilled until the next available Annual General or Special General Meeting at which the Board is being reorganised.
- 13.2.4 Should both Era Reps resign, the Council shall appoint two (2) Era Reps to the Board to fill the vacancy until the next available Annual General or Special General Meeting at which the Board is being reorganised.
- 13.2.5 Should one (1) or both of the co-opted alumni resign, the Board shall co-opt one (1) or two (2) alumni at such a time as it deems necessary, until the next available Annual General or Special General Meeting at which the Board is being reorganised.

## **14 Amendments to the Rules**

- 14.1 Any of the rules contained in this Constitution may be altered, added to or rescinded by seventy five percent (75%) of the Alumni Association present at an Annual General or Special General Meeting. The President shall not have a casting vote when a motion to amend the rules has been put to the meeting.
- 14.2 Notice of motion to alter, add to or rescind these rules must be received by the President at least fourteen (14) days before the Annual General or Special General Meeting and must clearly set out the alterations, additions and rescissions being proposed.
- 14.3 No motions to amend the pecuniary gain clause contained in Clause 15 of this Constitution can be put to meetings without receiving the prior written approval of the Inland Revenue Department.
- 14.4 Notwithstanding Clauses 14.1, 14.2 and 14.3 of this Constitution, the Board may by unanimous resolution, amend the Constitution if required to do so by the Inland Revenue Department in order to achieve charitable status without reference to registered Alumni Association members.

## **15 Dissolution**

- 15.1 The Alumni Association shall not be dissolved unless a motion to that effect has been passed by a simple majority vote of the members present at a Special General Meeting convened for that purpose.
- 15.2 Upon the dissolution of the Alumni Association, any surplus monies remaining after payment of all liabilities shall be transferred to Church College for the purpose of providing scholarships as deemed appropriate by the Church College administration.
- 15.3 All or part of the surplus monies that Church College may be unable to receive for any reason, shall be deposited into The Church of Jesus Christ of Latter-day Saints "Perpetual Education Fund".