

Constitution of The Federation of Polish Organisations in New Zealand Incorporated

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1. NAME AND CHARACTER

- a. The name of the organisation shall be 'The Federation of Polish Organisations in New Zealand', hereafter referred to as 'The Federation'. The Polish name shall be 'Federacja Polskich Organizacji w Nowej Zelandii'.
- b. The Federation shall be a non-profit, voluntary association of Polish community organisations in New Zealand, which upholds the values and principles of democracy, freedom and justice, and respect for human rights.
- c. The Federation shall not in any way support or actively assist any political party.
- d. The Federation shall not in any way establish, form, appoint or finance any Polish group/organisation but represent only those groups/organisations that are registered members i.e. groups/organisations that have been accepted and confirmed by the Executive Committee as per the Membership and Organisation rules stated in this Constitution.

2. AIMS AND OBJECTIVES

The aims and objectives of the Federation shall be:

- a. To represent Polish community organisations in New Zealand that are registered, to defend their rights, and to promote and support their objectives in New Zealand and abroad.
- b. To liaise and co-operate with institutions in New Zealand and international communities, whose character is consistent with the ideological principals of the Federation.
- c. To promote Polish language, Polish tradition and culture in New Zealand.
- d. To promote loyalty to New Zealand within Polish community organisations in New Zealand.
- e. To support New Zealand Polish youth in development and education and to enable them to actively participate in all spheres of New Zealand social and political life.
- f. To act as a forum for the development of the Polish community organisations for better understanding between all communities including Tagata Whanua living in New Zealand.
- g. To monitor national policies affecting Polish people living in New Zealand and when necessary providing the government of New Zealand with advice on the policies effecting Polish community organisations and how to best implement them.
- h. Seek to inform and educate New Zealand public on the matters of Poland and in trade between two countries.
- i. To uphold Christian ethics and values in the New Zealand Polish community organisations.
- j. To do all such other acts and activities as may be necessary to give effect to the objects and general powers of the Federation to best attainment of all objectives.
- k. To not engage in any payment of any money, advantage or benefit, in whatever form, for private pecuniary profit to any person, organisation or other entities.

3. POWERS OF THE FEDERATION

The powers of the Federation of Polish Organisations in New Zealand;

- a. Funds: To raise funds by subscription, levies, appeals, functions, donations, or any other legal way that the Federation may decide for the implementation and maintenance of its objectives.
- b. Donations – acceptance of donations with conditions attached shall be decided by the Executive committee.
- c. To undertake, promote, organise, and aid research, conferences, seminars and any other educational and informative activities to further its objects.
- d. To print, publish, circulate, either by way of sale or otherwise, magazines, journals, articles, circulars, pamphlets or other literature and works of whatever nature and kind as maybe considered to be beneficial to the Federation and approved by the Executive, all cost and income to be prudently evaluated and invested.
- e. To enter into, vary, discharge or terminate any contract or arrangement with any person, firm, syndicate, company or any other organisation.
- f. To hold, purchase, lease, mortgage or otherwise deal with land and any improvement on the land for the benefit of the Federation.
- g. To purchase, operate and maintain such transport facilities as may be considered vital or expedient in order to fulfill the required duties of the Federation.
- h. To employ staff as maybe necessary or expedient salaried or contracted, full or part time, and to determine their remuneration and powers.
- i. To open and operate any bank accounts which are deemed as necessary or expedient for the benefit of the Federation.
- j. To draw, make, accept, endorse, discount, execute, issue and negotiate cheques, bills of exchange, warrants, debentures and other negotiable instruments.
- k. To invest any money not immediately required for fulfilling any of its objects.
- l. To do all such other acts as "Federation": may deem necessary for good of its members.
- m. Subject to clause 4, to borrow or raise or secure the payment of money on such security and in such manner as "Federation" may form from time to time think is necessary to further its course and to further its course and to fulfill the objects.
- n. The Federation may only use money and other assets if:
 - i. It is for the purpose of the Federation;
 - ii. It is not for the sole personal or individual benefit of any member; and
 - iii. That use has been approved by either the Committee or by the majority vote of the Federation.

4. EXERCISE OF BORROWING POWERS

The power of Federation to borrow as referred in clause 3 of this constitution shall be exercised by a resolution passed by a simple majority of the members at a Special General Meeting called specifically for the purpose to effect the loan. At the meeting the resolution shall specify the amount of principal and the amount of interest and all relevant terms and conditions to this act must be provided.

5. MEMBERSHIP AND QUALIFICATION

- a. Membership shall be open to all registered Polish community organisations based in New Zealand, whose aims and objectives are consistent with the principles of the Federation.
- b. There will be no individual person membership available.
- c. To qualify for membership, an organisation must apply in writing to the Executive Committee of the Federation, which will have the power to accept or reject the application.
- d. Each organisation shall have the opportunity to have two representatives on the board of the Federation Executive Committee.
- e. An organisation applying for membership shall include with their application its Constitution, a copy of minutes from the meeting of which the motion for membership was carried, together with their membership statement and their membership fee. Should the applicant not be admitted to the Federation the membership fee shall be refunded in full.
- f. The Executive of the Federation shall notify the applicant organisation, in writing, of its decision within one month from the date of that decision.
- g. In the case of refusal of the membership, the applicant shall have the right to apply a second time, and if rejected the decision shall be final.
- h. All members (and Committee members) shall promote the purpose of the Federation and shall do nothing to bring it into disrepute.

6. RIGHTS OF THE MEMBER

- a. Every member newly admitted to the "Federation" shall acquire full rights in the Federation from the moment its application is confirmed in writing.
- b. A member organisation shall retain the right to self-government of its own affairs in accordance with its own constitution.
- c. A member organisation has equal rights to participation and to send delegates to all the meetings and decision making of the Federation.
- d. All member organisations shall co-operate in achieving the aims of the Federation, and will comply with the constitution of the Federation.

7. MEMBERSHIP FEES

Membership Fees shall be decided and reviewed at each Annual General Meeting and will take effect immediately and payable twelve months in advance.

8. RESIGNATION OF A MEMBERSHIP

A member organisation may resign from membership of the Federation, but only after discharging all its financial and other obligations to the Federation. It must also produce a resolution to the fact passed in accordance with its own organisation constitution in writing.

The resignation will take effect only after Federation is satisfied that all obligations have been met.

9. REMOVAL OF A MEMBERSHIP

A member of the Federation may be removed by the Executive of the Federation on the recommendation to the Annual General Meeting on the following grounds.

- a. For activities which are in conflict with the constitution and aims of the Federation.
- b. In the case of the actual dissolution of a member's own organisation, that membership shall be removed from the Register of Members.

10. PROCESS FOR THE REMOVAL OF A MEMBERSHIP

The process for the removal of a member organisation shall be as follows:

- a. The Executive of the Federation must inform the member in writing of the decision to remove/expel the member and the reason for its decision. The member shall be given opportunity to right of reply and to defend its action within fourteen days of such notice.
- b. Prior notice of the intention to consider any such removal/expulsion at a General Meeting must be given in writing to all members and to the member concerned at least 21 days prior to the meeting.
- c. The concerned member shall have the right to explanation and defence. To pass a resolution to expel the member, the written resolution must pass with two thirds majority of those members present at the General Meeting.
- d. If the resolution to expel is passed by the members in accordance with this constitution, the membership of the member shall cease immediately and that member name shall be removed from the Register of Members.
- e. If the resolution to expel is not passed by the Members of the Federation in accordance with this constitution, the membership of the member shall be reinstated with immediate effect.

11. CONTROLLING BODY

The controlling bodies of the Federation shall be:

- a. The General Meeting.
 - iv. The General Meeting is the highest controlling body of the Federation, and elects other controlling bodies of the Federation. The General Meeting shall be chaired by the President and in his/her absence by a member of the executive nominated by him/her.
 - v. The General Meeting makes its decisions with an open voting (by show of hands) by simple majority provided that a particular article of these Rules does not state otherwise. In case of an equality of votes (tie), the Chairperson will have a casting vote which will be final. All delegates of the Federation shall be notified in writing of any General Meetings whether they should be annual or special, at least ten days before the date of the meeting.
 - vi. Any delegate unable to attend those meetings may vote by written proxy, and sent by mail to the Chairperson, or given to any member attending the meeting and shall be presented at the meeting on his/her behalf.
 - vii. Only one proxy per one voting member attending the meeting will be allowed.
 - viii. One third paid up delegates shall form a quorum of the General Meeting in the first term of the scheduled meeting, if the quorum is not met, then the quorum shall be reduced to

one quarter of the paid up members with the stipulation that the General Meeting in the second term cannot begin earlier than half-an-hour after the first term.

- ix. A delegate shall not be entitled to vote at any General Meeting unless all subscriptions due by member are paid in full.

b. The Executive.

- i. The management of the Federation is vested in the Executive.
- ii. To help formulate the programme and activities of the Federation and to supervise their execution.
- iii. To co-opt as necessary from time to time required personnel for a specific duty, for a specific time as necessary and desirable in the opinion of the Executive.
- iv. To do all such things as may be deemed necessary for the benefit of the Federation.
- v. The President and Secretary sign the minutes of the Executive Committee meetings as being true and accurate record of the Committee decisions.

c. The Audit Committee.

- i. The Audit Committee shall consist of a Chairperson, Deputy Chairperson and 2 members, all totally independent from the Executive, and is elected at the General Meeting by the Executive for a term of two years. Should the Chairperson be unable to discharge his/her duties, due to any reason whatsoever, these duties shall be carried out by the Deputy Chairperson.
- ii. The Audit Committee shall have the power to:
 - Audit and check the financial affairs and statements of the Executive Committee.
 - Present reports on the Executive Committee's financial management.
 - Propose the motion to accept the financial statements of the outgoing Executive.
 - Conduct audits of funds, foundations and other financial bodies under the control of the Executive Committee.
 - Assess the purposefulness of financial transactions of the Executive Committee and present their findings to the membership.
 - The audit report must bear signatures of at least two members of the Audit Committee.

d. The Arbitration Committee.

- i. The Arbitration Committee shall consist of a Chairperson, Deputy Chairperson and 1 member, all totally independent from the Executive, and is elected at the General Meeting by the Executive for a term of two years. Should the Chairperson be unable to discharge his/her duties, due to any reason whatsoever, these duties shall be carried out by the Deputy Chairperson. The Arbitration Committee shall inform the Executive Committee of all matters with which it deals.
- ii. The Arbitration Committee shall have the power to:
 - Report, when directed to do so by the Executive Committee, on the activities of member organisations, which appear to be in conflict with the Federation's Constitution.

- Arbitrate in disputes between member organisations when requested through the Executive Committee by either disputing party.
- Arbitrate in disputes between the Executive Committee, member organisations and other bodies appointed by the Executive when requested.
- Should a dispute arise over the interpretation of the Constitution, such dispute shall be referred to the Arbitration Committee and the interpretation of the Arbitration Committee shall be final and binding.

12. AMENDING THE RULES OF THIS CONSTITUTION

- a. The Federation may alter or replace these rules at a Special Meeting by a resolution passed by a two-thirds majority of those members present and voting.
- b. Any proposed motion to amend or replace these rules shall be signed by the majority of eligible members and given in writing to the Secretary at least 28 days before the meeting at which the motion is to be considered, and accompanied by a written explanation of the reasons for the proposal.
- c. At least 14 days before the General Meeting at which any rule change is to be considered, the Secretary shall give to all members, written notice of the proposed motion, the reason for the proposal, and any recommendations the committee has.
- d. When a rule change is approved by a General Meeting no rule change shall take effect until the Secretary has filed the changes with the Charities Commission.

13. GENERAL MEETINGS

A General Meeting may be:

- a. Annual
- b. Special

14. ANNUAL GENERAL MEETING

The Annual General Meeting is called annually by the sitting President, as early as possible but not later than one month after the audit of the financial books of the Federation. The Financial year of the Federation shall end on the 30th of June each year.

The agenda for Annual General Meeting should consist of:

- a. Receiving report on activities of the Executive.
- b. Financial Statement (Audited)
- c. Report from the Audit members
- d. Presentation and approving proposed budget for the following year.

15. ELECTION OF THE EXECUTIVE

Election of the Executive Officers for the Term of two years. The election of the officers will be on bi-annual basis.

- a. A copy of the audited financial reports, together with a copy of the Audit report and the Agenda, shall be sent to all members of the Federation who are entitled to receive such notice, no less than ten days before the date of the Federation Annual General Meeting.

A Special Meeting can be called by a resolution of the members of Executive or on written request by at least two membership of the Federation.

In such case the Executive shall call such meeting in writing stating the purpose for such meeting not later than fourteen days from the time receiving request. The Special Meeting shall deal only with the purpose that the meeting was called.

- b. Election of the Executive of the Federation.

The Annual General Meeting shall be held every year (annually) but the election of Executive Officers shall be for the term of 2 years, with the right of re-election. The election shall take place on bi-annual basis.

The Executive Officers shall consist of:

- iii. President
- iv. Vice President
- v. Secretary
- vi. Treasurer
- vii. and appoints an Auditor/s

All these positions to be elected by secret ballot.

16. POWERS OF THE PRESIDENT

- a. The President or in his/her absence, the Vice President, is the official spokesperson of the Federation. No other member of the Executive shall make public statement unless specifically authorised by the President.
- b. The President chairs all meetings of the Federation, in his/her absence the Vice President shall chair.
- c. The President shall call all Executive's to a meeting, in his/her absence the Vice President.
- d. The President of the Federation organises all the activities, supervises their execution and represents the Federation as necessary.

17. ROLE OF THE SECRETARY

- a. Takes and maintains minutes of all Executive meetings.
- b. Maintains an accurate and up to date membership register.
- c. Attends to the ordinary administrative decisions of the Executive council, but shall not make decisions committing the Executive in any way.
- d. Attends to the correspondence of the Executive Council under the direction of a President and the Executive Council whose decision shall be carried out at all times.
- e. Maintains the Federation correspondence and other records in a proper and orderly manner and makes them available at reasonable times for inspection by the Auditor or Internal Auditing Committee and members of the Executive of the Federation.

18. ROLE OF THE TREASURER

- a. Maintains the Federation's accounts, in orderly manner.
- b. Presents the financial statement at every meeting of the Federation.
- c. Makes all books available for inspection as and when directed by the Executive Committee of the Federation.
- d. All money received shall be acknowledged by receipt and banked promptly into the Federation bank account.
- e. A proper register shall be kept of all assets, both tangible and non-tangible acquired by the Federation.
- f. All expenditure shall be confirmed by the Executive at the General Meetings. All payments are affected by the means of cheques signed by the President and the Treasurer. The Executive shall keep strict security of all its assets.

19. COMMON SEAL

The Federation shall have a Common Seal which shall be kept in the custody of the President, and which shall not be affixed to any document or implements except pursuant to a resolution of the Executive of the Federation and in the presence of the President and the Secretary or the Treasurer, who shall sign every deed implement to which the seal is affixed.

20. DISSOLUTION OF THE FEDERATION

- a. The Federation may be dissolved if this is decided under the rules of Extraordinary General Meeting as provided by the Section 24 of the Incorporated Societies Act 1908.
- b. At the same the Extraordinary General Meeting shall authorise the disposal of all and any funds and property of the Federation, remaining after satisfaction of all its debts and liabilities, to another approved charitable organisation in New Zealand.

21. CHARITABLE OBJECT

No addition to or alteration of the Charitable Objects. The personal benefits clause or the winding up shall be effected, without the Inland Revenue Department approval.

22. INTERPRETATION OF RULES

Interpretation of these rules is prerogative of the Executive of the Federation, but individual have the right to question the interpretation at the General Meeting whose decision shall be final and binding on all parties.

23. DEFINITION

Any words purporting the masculine shall be deemed to include the feminine and vice-versa.

24. DATE OF THESE RULES

These rules shall operate and be in force from the date of their registration with the Charities Commission.

Passed at a Special Meeting

Registered and issued on

Secretary



Treasurer



President