

# ROTARY INTERNATIONAL DISTRICT 9930 INCORPORATED

## CONSTITUTION

01/07/2013

### Preamble

Rotary International has, for administrative purposes, grouped Clubs into Districts. Those Clubs who together constitute District 9930 have, with the approval of Rotary International, resolved to become an Incorporated Society. To ensure good governance of those activities that Rotary International has entrusted to it, a Constitution and accompanying By-laws have been established.

### Definitions

As used in this Constitution, the By-laws, and the Policy and Procedures, unless the context otherwise clearly requires, the words set out below shall have the following meanings:

**Annual General Meeting** – a general meeting of the District usually held at District Conference

**District Levies** – those payable to District by member Clubs as approved from time to time by the member Clubs of District

**Member Club or Rotary Club** – a Club being a member of Rotary International located within the District

**Constitutional Documents** – the current version of the constitution of Rotary International, By-laws of Rotary International and the Standard Rotary Club Constitution

**District** – Rotary International District 9930

**District Board** – the Committee that governs the District

**District Assembly** – the annual training meeting run by the District Governor Elect for incoming member Clubs and District Officers

**District Committees** – are groups of people, even singular, established by the District Governor each year to undertake certain activities of the District

**District Conference** – the annual conference for the District organised by the District Governor in accordance with Rotary International Constitutional Documents

**District Officers** – includes District Board Members, Assistant Governors, and District Chairs

**District Treasurer** – the person appointed by the District Governor as Treasurer of the District

**Elector** – the Rotarian who votes on behalf of a member Club at any General Meeting

**Governor or District Governor** – the current Governor of the District

**District Governor Elect** – the incoming Governor of the District

**District Governor Nominee** – the Governor to follow the District Governor Elect

**District Governor Nominee Designate** – the Governor to follow the District Governor Nominee

**Immediate Past District Governor** – the Past District Governor whose term as District Governor ceased at the immediately preceding 30 June

**Past District Governor** – a past District Governor of any District of Rotary International resident within the District and being a member of a Club within District

**Poll** – a vote whereby each member Club has the number of votes to which it is entitled by the Constitutional Documents

**Rotarian** – an individual member of a member Club

**Rotary Year** – the twelve month period that commences on 1 July

**Special General Meeting** – a general meeting of the District other than an Annual General Meeting

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## **1. NAME**

The name of the society will be **Rotary International District 9930 Incorporated**; in this constitution called "the Society".

## **2. BOUNDARIES**

The boundaries of the District shall be that as described in the First Schedule together with any other area, place or member Club added by Rotary International, less any area, place or member Club removed or transferred to another District by Rotary International as described in the Constitutional documents.

## **3. PURPOSES**

The Society is committed to:

- 3.1 Fostering unity among member Clubs and between the member Clubs and Rotary International.
- 3.2 Strengthening and expanding Rotary throughout the District including the formation of new member Clubs.
- 3.3 Communicating District wide the work of Rotary and The Rotary Foundation and
- 3.4 Providing administration of District affairs.

## **4. OBJECTS**

The objects of the Society, which are limited to New Zealand, are:

- 4.1 To provide for the efficient oversight of the activities of the member Clubs within the District.
- 4.2 To encourage, promote, extend, and supervise Rotary throughout the District.
- 4.3 To help member Clubs within the District advance the Object of Rotary as set out in the second schedule and ensure member Clubs adhere to the constitutional provisions of Rotary International.
- 4.4 To carry out such charitable purposes, in particular, those beneficial to the Community as the District Board may from time to time approve.

## **5. MEMBERSHIP**

- 5.1 The membership of the Society shall be those Rotary Clubs who have applied to and have been approved by the Board of Rotary International for membership of Rotary International and have been grouped by Rotary International into the District. The current membership of the Society is as set out in the First Schedule.
- 5.2 The District Governor shall maintain a register of all the member Clubs within District in accordance with the provisions of the Incorporated Societies Act, 1908 and subsequent enactments.
- 5.3 The register of member Clubs within District shall be published by the District Governor each year.
- 5.4 Membership of the Society shall be terminated:
  - 5.4.1. If the member Club resigns from or ceases to be a member of Rotary International.
  - 5.4.2 If the member Club is moved to another District by Rotary International.
  - 5.4.3 If the member Club fails to pay the semi annual dues to Rotary International and such default results in termination by the Board of Rotary International.

- 5.5 If a member Club fails to pay the District Levies and such default has continued for twelve months, then the District Board may resolve to forward the name(s) of the delinquent club(s) to the Rotary International Board, which has the power to suspend the Club(s) until the District Levies are paid.

## **6. GENERAL MEETINGS**

"General Meeting" refers to both Annual General Meeting and Special General Meeting, unless otherwise specified. Meetings shall be conducted in accordance with the provisions of the By-laws.

## **7. ANNUAL GENERAL MEETINGS**

The Annual General Meeting may be held during the annual District Conference. In the absence of a District Conference in the second half of the Rotary year, a separate Annual General Meeting shall be held at a time set by the District Governor.

## **8. SPECIAL GENERAL MEETINGS**

- 8.1 Special General Meetings may be called by the District Governor or by a written request made by at least five member Clubs and delivered to the District Governor. Where the meeting has been called on the written request of five member Clubs it will be called within forty days of the delivery of that request to the District Governor.
- 8.2 A Special General Meeting will only consider business related to the reason for which it is called, as notified to the member Clubs.

## **9. ELECTORS**

Each member Club shall select, certify, and send to any general meeting one Elector for every twenty five, or major fraction of twenty five of its' members, honorary members excepted, based on the number of members in the member Club as of the most recently filed semi-annual payments to Rotary International preceding the convening of the meeting. The District Governor will send to each member Club prior to the meeting, a form of certification to be completed by the member Club Officers, and submitted as credentials by the Electors on arrival at the meeting.

Only electors shall vote on those matters detailed in the Rotary International By-laws Article 15, Section 15.050.2 and when a poll is called.

## **10. DISTRICT GOVERNOR**

The Governor is an Officer of Rotary International functioning under the general control and supervision of the Rotary International Board and is responsible for furthering the object of Rotary by providing leadership and supervision of the Clubs in the District. The Governor, who is the highest officer of the District, whose appointment is confirmed by Rotary International, will be selected in accordance with the provisions of the Society's and Rotary International's By-laws.

## **11. DISTRICT TREASURER**

The District Treasurer who shall be a member of a member Club and a Rotarian of good standing, familiar with the keeping of books of account, shall be appointed by the District Governor.

## **12. DISTRICT BOARD**

The District Board, which shall manage the affairs of the District, will be composed of:

- District Governor
- Immediate Past District Governor
- District Governor Elect
- District Governor Nominee
- District Treasurer appointed by the District Governor
- Three Past Governors appointed by the District Governor

The appointment of the three Past Governors and the conduct of the affairs of the Board shall be in accord with the By-laws.

## **13. OFFICERS ROTARIANS**

All Officers of the District shall be Rotarians who are active members of member Clubs in good standing in the District.

## **14. DISTRICT LEVIES**

The District shall be funded by all member Clubs in the District by way of a per capita (Club member) District Levy as provided for in the By-laws

## **15. PAYMENT TO MEMBERS**

- 15.1 Subject to the payment of an honoraria to the District Governor, District Governor Elect, District Governor Nominee, and District Treasurer, no Rotarian, or person associated with a member Club of the District, shall derive any income, benefit or advantage from the District where they can materially influence the payment of the income, benefit or advantage.
- 15.2 Professional services to the District rendered in the course of business are to be charged at no greater rate than current market rates.
- 15.3 Interest paid on money lent will be at no greater rate than current market rates.

## **16. COMMON SEAL**

- 16.1 The Common Seal of the Society will be kept in the custody and control of the District Treasurer.
- 16.2 When required, the Common Seal will be affixed to any document following a resolution of the District Board and will be signed by the District Governor and either the District Treasurer or another person appointed by the District Board.

## **17. SERVICE OF NOTICES**

A notice may be served by or on behalf of the District on any member Club by sending it by post or e-mail to the member Club at its address shown in the Register of member Clubs.

## **18. COMPLIANCE WITH THE CONSTITUTION AND BY-LAWS OF ROTARY INTERNATIONAL**

Where any provisions of this Constitution are not in conformity with the Constitutional Documents of Rotary International the latter shall prevail. This Constitution is not to be read as derogating in any way from the authority of Rotary International or the District Governor under the Constitutional Documents of Rotary International.

## **19. ALTERATION OF CONSTITUTION**

The constitution of the Society may only be amended by a three quarters majority of eligible member Clubs personally present at a Special General Meeting called specifically for that purpose and for which at least 30 days' notice has been given.

## **20. BY-LAWS**

The District may adopt by-laws that are consistent with the Constitution and By-laws of Rotary International, and with this Constitution. Such By-laws may be amended from time to time by a simple majority of member Clubs present and eligible to vote in General Meeting.

## **21. DISPOSITION OF SURPLUS ASSETS**

- 21.1 The District may be put into liquidation if a resolution appointing a liquidator shall have been passed by a two thirds majority of the member Clubs through their Electors at a Special General Meeting convened for the purpose of considering such a resolution. If the District receives a directive from the Rotary International Board the District shall immediately initiate the aforesaid process.
- 21.2 The resolution to put the District into liquidation must be confirmed at a further General Meeting of which notice is to be given. That General Meeting must be held not earlier than 30 days after the date on which the first resolution was passed and must be passed by a two thirds majority of the Electors present and entitled to vote.
- 21.3 In lieu of calling a Special General Meeting required by Clauses 21.1 and 21.2 the ballot-by-mail procedure can be authorised by the District Board.
- 21.4 On the liquidation of the District in accordance with this constitution any monies and property remaining after the due settlement of the affairs of the District and the payment of all debts and claims, shall not be paid to or distributed amongst the member Clubs of the District or amongst individual members of a member Club but shall be paid to such other charitable organisations in New Zealand having similar objects to the District or such charitable purposes in New Zealand as directed by Rotary International.
- 21.5 The Governor shall send to the Rotary International Board reports on the liquidation process. The first one once the confirming resolution referred to in Clause 21.1 has been passed, and a final report when the liquidation has been completed.

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## FIRST SCHEDULE

Those Clubs within the geographical area bounded by the blue lines on the map of the North Island attached from Coromandel in the north to Cape Turnagain in the south and shall comprise the Rotary Clubs grouped by Rotary International into the administrative unit known as District 9930.

These presently are:

Ahuriri  
Fairfield  
Gisborne West  
Hamilton East  
Havelock North  
Kawerau  
Matamata  
Napier  
Otumoetai  
Putaruru  
Rotorua North  
Stortford Lodge  
Taupo  
Tauranga  
Te Aroha  
Te Puke  
Tokoroa  
Waipukurau  
Whakatane West

Ahuriri Sunrise  
Frankton  
Greenmeadows  
Hastings  
Huntly  
Kihikihi  
Morrinsville  
Opotiki  
Paeroa  
Rotorua  
Rotorua Sunrise  
Taradale  
Taupo Expresso  
Tauranga Sunrise  
Te Awamutu  
Te Rapa  
Turangi  
Wairoa

Cambridge  
Gisborne  
Hamilton  
Hastings Karamu  
Katikati  
Maketu  
Mount Maunganui  
Otorohanga  
Papamoa  
Rotorua Lakes  
Rotorua West  
Taumarunui  
Taupo Moana  
Tauranga Te Papa  
Te Kuiti  
Thames  
Waikato Sunrise  
Whakatane



## **SECOND SCHEDULE**

**The Object of Rotary** is to encourage and foster the ideal of service as a basis of worthy enterprise and, in particular, to encourage and foster:

**First**

The development of acquaintance as an opportunity for service

**Second**

High Ethical standards in business and professions; the recognition of the worthiness of all useful occupations; and the dignifying of each Rotarian's occupation as an opportunity to serve society

**Third**

The application of the ideal of service in each Rotarian's personal, business and community life

**Fourth**

The advancement of international understanding, goodwill, and peace through a world fellowship of business and professional persons united in the ideal of service