

THE CONSTITUTION AND RULES

OF A SOCIETY TO BE INCORPORATED AS

A CHARITABLE TRUST BOARD

UNDER THE CHARITABLE TRUSTS ACT 1957

1 THE name of the Society is THE AUCKLAND DISTRICT KIDNEY SOCIETY (INCORPORATED) The Society shall be incorporated as a Board under the provisions of The CHARITABLE TRUSTS ACT, 1957

2 THE objects for which the Society is established are

- (a) To provide a meeting place for sufferers of Renal disease and their supporters
- (b) To foster mutual assistance, fellowship, and social activities conducive to the well-being and therapeutic progress of members, and fellow sufferers
- (c) To compile a list of such people and invite membership of the society.
- (d) To consult with, and co-operate with the expert Renal and Medical opinion which is, and may in the future be available to the Society.
- (e) To provide such equipment and property for the relief, rehabilitation, entertainment, comfort and peace of members, as the funds of the Society will from time to time provide.
- (f) To engage upon such activities and enterprises as the Society from time to time may deem advisable, to raise funds for the promotion of the Aims and Objects of the Society

- (g) To foster and promote Public awareness, and interest in the problems of, and research into the causes and treatment of Renal disease
- (h) The promotion of research and the exchanging and propagating of information relating to Renal Disease and to deliberate upon and consider all questions, problems and measures, legislative or otherwise connected therewith
- (i) To maintain and promote closer relationship with all persons and organisations interested in the aforesaid matter and to provide such facilities as might be possible or practicable for delegations or individual members from such persons or organisations visiting New Zealand.
- (j) To provide support and encourage visits to overseas countries for training, educational or other purposes of therapists or other officers of the Society and to establish scholarship funds and research funds for any of the purposes of the Society
- (k) To establish centres for the treatment of Renal Disease sufferers and hostel or other accommodation to facilitate the effective treatment of such sufferers
- (l) To apply for and obtain any Act of Parliament for the purpose of carrying out any of the objects of the Society and to enter into any arrangements with any Government, Municipal, Local or other authority that may seem conducive to the Society's objects or any of them and to obtain from such Government, Municipal, Local or other authority any rights, privileges or concessions which

the Society may think it desirable to obtain and to carry out, exercise and comply with any such arrangements, rights, privileges or concessions

- (m) To enter into agreements with and to subscribe to and promote the aims and objects of any society or association having similar objects to all or any of the objects of this Society
- (n) To do all things as may be conducive to the extension of or incidental to the attainment of the above objects
- (o) GENERALLY to exercise all the powers and to undertake all matters and to do all acts and things which a person of full age and capacity can exercise, undertake and do according to law and generally to do all things whatsoever necessary directly or incidental to these objects or any of them or which may be conducive to the attainment thereof or calculated directly or indirectly to enhance the value of any of the matters property or rights of the Society or its members and to carry out these objects in as full and ample a manner and to construe the objects contained in this rule in as wide a manner as they would be if each separate paragraph defined objects of a separate and independent organisation and so that such objects shall not in any way be limited or restricted by reference or inference from the terms of any other paragraph

3 MEMBERSHIP

*Amended
7 7 81*

- (a) ANY person of any age suffering from or engaged or interested in the discovery of the causes of and the cure for Renal disease may become a member of the Society
- (b) ANY association, club, body or organisation

which is engaged or interested in the discovery of the causes of and the cure for Renal disease may become an affiliated society to the Society.

- (c) EVERY application for membership accompanied by the prescribed annual subscription shall be made in writing in the prescribed form which shall be signed by the applicant and delivered to the Secretary or Secretary/Treasurer.
- (d) THE applications for membership shall be considered at a meeting of the Committee and the applicant shall be notified whether or not his application has been granted.
- (e) THE Committee may by resolution suspend or expel any member of affiliated association from membership of the society for any reason it may deem fit PROVIDED HOWEVER that such member may within one month of suspension or expulsion give notice in writing to the Secretary or Secretary/Treasurer of his intention to appeal from such decision and the Committee shall then appoint three members to hear and determine such appeal and shall give notice of the time and place of the hearing of such appeal
- (f) IF the annual subscription of any member is in arrear the Committee may, at its discretion, advise such member (or affiliated association) that his her or its membership has ceased, and such membership shall cease accordingly
- (g) ANY member including any affiliated association may by notice in writing sent to the Secretary or Secretary/Treasurer at the registered office of the Society resign from membership Unless such notice is received by the Secretary by the end of the financial year the member shall incur liability for the ensuing year's subscription
- (h) SUSPENSION or cancellation of membership,

voluntary resignation or other cessation of membership shall not release any person or affiliated association from any pecuniary obligations to the Society previously incurred

(i) THE Society may elect to life membership without payment of further subscriptions any person who has rendered signal service to the Society and who has been recommended or life membership by resolution of the Committee

(j) THE Committee may admit to honorary membership of the Society any persons who in its opinion have rendered or shall be capable of rendering special services to the Society and such members shall be permitted to enjoy the same rights and privileges as an ordinary member save that they shall not be permitted to vote at any annual or special general meeting of the Society, nor shall they be liable to pay any subscription to the Society

4 THE signatories to these rules shall be the first members.

5 THE first members each shall on or before the 30th day of September 1979 and every new member shall upon application as aforesaid pay to the Society an entrance fee of ONE DOLLAR (\$1-00).

6 (a) EVERY member shall on or before the 30th day of September in every year and forthwith upon his/her election to the Society in the case of a new member pay to the Society in addition to his/her entrance fee an annual subscription of FIVE DOLLARS (\$5-00) or such other amount as shall from time to time be fixed by resolution in general meeting

(b) IN respect of each and every full subscription there shall exist the right of Associate Membership which shall apply to members of a subscribers family or organisation. The Associate Membership entrance and subscription fee

shall at all times be one half of that paid by full members. Associate Members may vote at the Annual and Ordinary General Meetings but may not hold executive position.

7 EVERY member shall in addition to all other monies payable by him/her forthwith pay to the Society all and every sum or sums of money or further subscriptions or levies not exceeding the sum of TEN DOLLARS (\$10-00) at any one time which shall by resolution passed by a three-fourth's majority of those present at a general meeting of which fourteen (14) days' notice has been given be levied upon his/her as a member and which the Society shall consider necessary or expedient for the purpose of furthering the attainment of the objects of the Society

8 (1) THESE rules may be altered added to rescinded or otherwise amended by resolution passed by a three-fourths' majority of those present at a general meeting of which fourteen days' notice has been given

(11) EVERY such notice shall set forth the purport of the proposed alteration addition rescission or other amendment

(111) DUPLICATE copies of every such alteration addition rescission or amendment shall forthwith be delivered to the Registrar in accordance with the requirements of the Act

9 THE Annual General Meeting shall be held in the month of April in every year upon a date and at a time and place to be fixed by the Chairperson or in his/her default absence or inability the Committee for the following purposes -

(1) TO receive from the Committee a report balance sheet and statement of accounts for the preceding year and an estimate of the receipts and expenditure of the current year

(11) TO fill the vacancies in the Committee and to appoint an auditor for the ensuing year

(111) TO decide on any resolution which may be duly submitted to the Meeting.

10 THE Chairperson or in his/her absence or inability any other Member of the Committee may at any time for any special purpose call at special general meeting and he/she shall do so forthwith upon the requisition in writing of any ten (10) members stating the purposes for which the meeting is required.

Amended 4 7 81
11. AN ordinary general meeting shall be held quarterly at such times and places as the Chairperson or in his/her absence or inability any other member of the Committee shall direct for the purposes of transacting the business of the Society and deciding upon such resolutions as shall be duly submitted to the Meeting.

12 ONE clear day before a special General Meeting twenty clear days before the Annual General Meeting and two clear days before any other General Meeting a notice thereof and of the business to be transacted there at together with a copy of the report and balance sheet in the case of the Annual General Meeting shall be sent to every member and no business other than that of which notice has been so given shall be brought forward at such meeting

13 EVERY notice required to be given to the members or any of them shall be deemed to have been duly delivered if posted to him in a prepaid letter addressed to him at his last known place of business, or his last known place of abode.

14 AT all General Meetings the Chairperson and in his/her absence any other duly elected Chairperson shall take the Chair and every member shall be entitled on every motion to one vote exercised in person by proxy or in writing and in the case of equality of votes the Chairperson shall have a casting as well as a deliberative vote

15 AT all General Meetings fifteen (15) members shall constitute a quorum.

16 AT the first Meeting of the Society and at every Annual General Meeting held thereafter the Society shall elect a President, Vice-Presidents (to a maximum number of five (5)),

and an executive Committee of the following Officers, namely - a Chairperson, a Deputy Chairperson, a Secretary, a Treasurer, and and five Committee members who shall hold office until retirement or removal from office by election of successors to office, and one "ex Officio" from the Renal Unit of Auckland Hospital or such other Hospital Renal Unit as may be agreed upon. Three Committee members shall retire at each Annual General Meeting, by lot or by rotation as the Committee shall decide, but all or any of the retiring Committee members shall be eligible for re-election.

The Presidential position shall be positions of Honorary Membership, except that the President may, if he or she should so wish, chair the Annual or any Ordinary General Meeting

At the Annual Meeting the Society shall also appoint an honorary auditor and an honorary solicitor, and shall invite a person (recommended by the Committee) to be Patron of the Society

17 THE Committee shall have the power to co-opt extra members for any special purpose Such members shall not exceed five (5) in number, shall be full members of the Committee, and shall retire at the end of the term of that Committee.

The Committee may appoint a Sub-Committee consisting of members of the Society for any special purpose Any such Sub-Committee shall not engage in any activities without the approval of the Executive Committee

The Committee shall also have power to appoint a member to fill any casual vacancy on the Committee until the next Annual General Meeting and any member so appointed shall retire at the next Annual General Meeting

18. IT shall be the duty of the Committee generally to conduct the affairs of the Society to keep usual and proper books of account property posted up and other records of the business of the Society and to notify members of intended meetings and the business to be transacted thereat and to prepare and submit to the Annual General Meeting a report, balance sheet and statement of accounts for the preceding year Meetings of the Committee may be convened by circular

letter at such times and places as the Chairperson or in the case of his/her absence inability or refusal to act the Secretary shall appoint and five shall be a quorum

19. THE Common Seal of the Society shall be that appointed by the Committee who shall be responsible for the safe custody and control thereof

20 WHENEVER the Common Seal of the Society is required to be affixed to any Deed, document, writing or other instrument the Seal shall be affixed pursuant to a Resolution of the Committee or of the Society by the Chairperson and any one other member of the Committee thereby authorised to affix the Seal and the persons so affixing the Seal shall at the same time sign the document to which the Seal is so affixed

21 ALL monies received by or on behalf of the Society shall forthwith be paid to the credit of the Society in an account with the Bank of New Zealand and the Auckland Savings Bank, at Auckland and/or other Bank or Savings Bank from time to time to be fixed by the Society and all cheques or withdrawal slips drawn on the account shall be signed by the Chairperson and the Treasurer or in the alternative by either of these together with two Committee members for the time being

22 THE Society may from time to time invest and re-invest in such securities and upon such terms as it shall think fit the whole or any part of its funds which shall not be required for the immediate business of the Society.

23. THE Society shall in addition to the other powers vested in it have a power to borrow or raise money from time to time by the issue of debentures, bonds, mortgages or any other securities founded or based on all or any of the property and/or rights of the Society or without any such Security and upon such terms as to priority and otherwise as the Society shall think fit but the powers of so borrowing or raising money shall not be exercised except pursuant to a Resolution of the Society passed by a three-fourths' majority of those present in General Meeting

24 IN the event of the Society being wound up the surplus

assets after payment of the Society's liability and the expenses of the winding up shall be disposed of as may be directed by the Court under the provisions of Section 27 of the Act

25 THE Society may from time to time by Resolution in General Meeting make amend or rescind regulations not inconsistent with these rules governing procedure at its Meetings and publication (if any) of reports thereof and of the business of the Society in the press.

26 THE registered office of the Society shall be situated at 73 Eskdale Road, Birkdale, Auckland 10. or at such other place for the time being as shall be decided by the Committee Notice of every change of situation of the registered office shall be duly sent to the Registrar

27 IN these rules except where a different intention appears

"Act" means The Charitable Trusts Act 1957

"Society" means The Auckland District Kidney Society incorporated under these rules

"Chairperson" "Secretary" and "Committee member" means respectively the Chairperson Secretary and Committee members of the Society

"Meeting" means a meeting of the Society.

"Member" means a member of the Society

WE HEREBY CERTIFY that the foregoing rules were adopted as The Constitution and Rules of The Auckland District Kidney Society to be incorporated under the provisions of The Charitable Trusts Act, 1957, by Resolution duly passed at a properly constituted and notified General Meeting of the Society held at *Auckland* on the *30th* day of *September* 1979

J. Kennedy Chairperson

W. J. Baer Secretary

THE CHARITABLE TRUSTS ACT, 1957

APPLICATION FOR INCORPORATION OF A SOCIETY AS A BOARD

1. WE hereby apply for the incorporation of THE AUCKLAND DISTRICT KIDNEY SOCIETY (INCORPORATED) (being a Society for charitable purposes which is not yet incorporated and which does not have any incorporated trustees for its general purposes) under the provisions of The Charitable Trusts Act 1957.

2. WE make this application as members of the Society.

3. IT is desired that upon incorporation the name of the Society should be as shown above

4. THE registered office of the Society is to be at.

72 Eskdale Road,
Birkdale,
Auckland 10

5. THIS application is made with the consent of the Society given as follows.-

By the signing of this application by the first members of the Society.

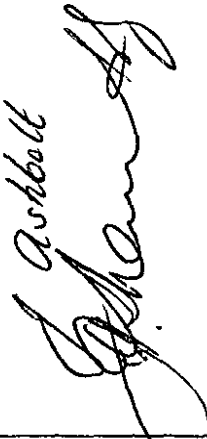
6. THE following documents are attached to this application -

- (a) A copy of the Constitution and Rules of the Society,
- (b) Approval of name from Registrar of Incorporated Societies,
- (c) Copy of Resolution of first members upon formation of the Society,
- (d) Statutory Declaration by Secretary of the Society.

<u>SIGNATURES</u>	<u>DESCRIPTION</u>	<u>ADDRESS</u>
<p> <u>Ed. Bud</u> <u>Bentley</u> <u>Pharis</u> <u>AS arrow clay</u> <u>Curie,</u> <u>J. J. Thompson</u> <u>G. E. Humphrey.</u> </p>	<p> Teacher Technician Home Analysis Lab's Production Manager Coy. Curie Admin. System Retired Housewife. Retired Social Worker. </p>	<p> 12 ESKDAHE RD SURABAYA 251 Sunatama No. Sekeloa 21 Jordan Road, Mangrove Co. ... 27 SUTAWANA AVE ... 13 Surya Permai ... 50 Pak of Rd ... 6 Slanggan ... 13 Hill Road Pakwang ... 5 Waditama Rd ... 80 Sunnybrook Rd East 11 Belora Rd ... </p>

WITNESS to all the above signatures

NAME
 N. H. Krustensen
ADDRESS
 2. Ramur Rd
 Ramura
DESCRIPTION
 Legal Secretary

<u>SIGNATURES</u>	<u>DESCRIPTION</u>	<u>ADDRESS</u>
<p><i>J. Howard</i> <i>R. Ramanam</i> <i>J. Ashtott</i> </p>	<p><i>Nurse</i> <i>Charlene Dickson</i> <i>Schoolteacher</i> <i>Chartered Acct.</i></p>	<p><i>53 NEWINGTON RD HENKERTON</i> <i>560 Beach Road Pellyway Bay Over 10</i> <i>158 Birkensson Rd, Sitganga</i> <i>6 Glasgow Rd, Auckland</i></p>

WITNESS to all the above signatures

NAME *A. K. Kristensen*

ADDRESS *2 Rami Rd.*

..... *Rennora*

DESCRIPTION *Legal Secretary*

FOUNDATION GENERAL MEETING OF THE MEMBERS OF

A Society to be known as

THE AUCKLAND DISTRICT KIDNEY SOCIETY (INCORPORATED)

A Society to be incorporated as a Board under

the provisions of Part II of

THE CHARITABLE TRUSTS ACT 1957.

HELD the 30th day of September 1979.

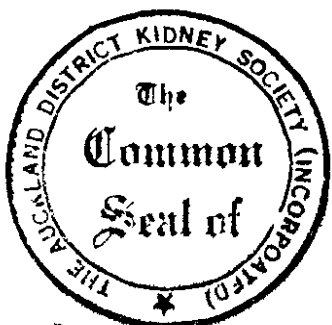
PRESENT D. Roud, T Maarschalkerweerd, P. Mellville,
P Murphy, M. Murphy, J. Ashbolt, O. Ball,
A. Harris, D Enticknap, C. Barrowclough,
C. Whiu, W Reihana, J. Thompson,
R Bawden, V. Bently,

RESOLVED THAT we the under-signed do hereby form a Society to be known as THE AUCKLAND DISTRICT KIDNEY SOCIETY (INCORPORATED) for the purpose of providing aid, assistance, fellowship and social opportunity to any person who suffers from Renal Disease or failure or has had a Renal Transplant.

THAT we the under-signed shall be the first members of the said Society

THAT the Constitution and Rules now presented to this meeting a copy of which is annexed hereto be and the same are hereby adopted as the Constitution and Rules of the said Society.

THAT the Common Seal presented to this meeting an impression of which appears in the margin hereof be and the same is hereby adopted as the Common Seal of the Society.



THAT the Society be incorporated forthwith as a Board under the provisions of Part II of The Charitable Trusts Act, 1957.

THAT the registered office of the Society be at: 72 Eskdale Road, Birkdale, Auckland 10.

THAT the following be appointed in accordance with the rules of the Society -

PATRON Mr J.D.K. North

PRESIDENT. Dr. P.B. Doak

VICE-PRESIDENTS. Professor P.J. Scott
Mrs. M. Murphy

CHAIRPERSON Mr. J.P. Murphy

DEPUTY CHAIRPERSON: Mr. A.J. Harris

SECRETARY Mr. O.J. Ball

TREASURER. Mr. R.R. Bawden

FIVE COMMITTEE MEMBERS

J. Ashbolt, D. Roud, C. Whiu,
T. Maarschalkerveerd, W. Reihana

HONORARY AUDITOR Mr. A.M. Murdoch

HONORARY SOLICITOR Mr. J. Armstrong

THAT the Committee be and the same is hereby authorised to do all things necessary including the affixing of the Common Seal of the Society to any document or papers as may be necessary to open and operate Bank accounts in the name of the Society at The Bank of New Zealand and Auckland Savings Bank and that the Committee be and the same is hereby authorised to make such arrangements for the signing of cheques, instruments and bills of exchange as it may see fit.

THAT a Banking Account for the Society be opened with the Bank of New Zealand and Auckland Savings Bank and that the said Banks be and are hereby empowered to honour cheques, bills of exchange, and promissory notes, drawn, accepted, or made on behalf of the Society, so long as its account shall be in credit or in the Banks' discretion even if it shall be thereby or is already overdrawn, by the Committee or others duly authorised in that behalf and to act on any instructions so given relating to the account or transaction of the Society.

THAT the costs of formation and incorporation of the Society be paid forthwith.

<u>SIGNATURES</u>	<u>DESCRIPTION</u>	<u>ADDRESS</u>
<p><i>Alvin J. Ball</i> <i>Wentley</i> <i>Bob arrow clay</i> <i>W. H. H. H.</i></p>	<p>Teacher Technician Cont. Executive Prod. Manager</p>	<p>72 E. SHADY RD OVID, CO 251 Shadyside to Lakewood 23 SHADYSIDE AVE OVID 21 Jones low murray Co</p>
<p><i>W. H. H. H.</i> <i>W. H. H. H.</i> <i>W. H. H. H.</i> <i>W. H. H. H.</i></p>	<p>Admin. Inquiries RETIRED RETIRED 11 Bellvue Rd Retired Farmer Retired Genl. Manager</p>	<p>13 Avery Park Tower 80 Sunnybrook Rd East. 50 N. 1st St & 1st St 6 S. 1st St & 1st St 13 Hill View Park 5 W. 1st St & 1st St</p>
<p><i>A. J. J. J.</i> <i>W. H. H. H.</i></p>	<p>Retired Worker Social Worker</p>	<p>13 Hill View Park 5 W. 1st St & 1st St</p>

NK Kustanose
2 Rommi Rd
Remuera
Legal Secretary

<u>SIGNATURES</u>	<u>DESCRIPTION</u>	<u>ADDRESS</u>
<p><i>Handwritten signatures:</i> <i>W. H. Anderson</i> <i>J. Ashbalt</i> <i>J. Murphy</i></p>	<p><i>Nurse</i> <i>Chartered Accountant</i> <i>School teacher</i> <i>Chartered Acct.</i></p>	<p><i>53 NEWINGTON RD HENDERSON</i> <i>560 Beach Road, Railway Bay, Ayr 10</i> <i>158, Ayrshire Rd, Duntreath</i> <i>6 Glasgow WTC, Glasgow</i></p>

WITNESS to all the above signatures.

NAME

W. H. Anderson

ADDRESS

2, Ramni Rd

DESCRIPTION:

Remora 5

Legal Secretary