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10059114677

Certificate - Alteration of rules

Section 21 Incorporated Societies Act 1908

1. Name of society

CYCLING ADVOCATES' NETWORK INC.

2. Society number

CC 36909

I certify that the alteration has been made in accordance with the rules of the society.

Name

SOLVEIG ELISABETH MIKKELSEN

Position

TREASURER

Signature

Date

14 / 5 / 2010

3. Complete this checklist before filing your application

Tick all options that apply to this alteration of rules

- This certification has been completed by an officer of or a solicitor for the society.
- A copy of the rule alteration(s) is attached. **Note** | This can either be a complete copy of the updated rules with the alterations underlined or in bold type, or a copy of the particular rule(s) that were altered.
- The copy of the alteration to rules has been signed by three members of the society.

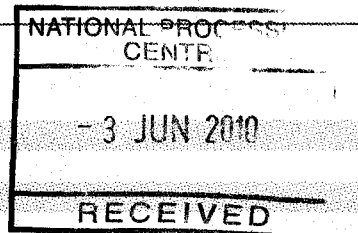
For society name changes —

- This rule alteration also includes a name change for the society, and
- We have checked that the new name of the society is available by conducting Register Searches at both www.societies.govt.nz and www.companies.govt.nz.

What must be included in your rules?

Section 6 of the Incorporated Societies Act 1908 requires that a society's rules include the following:

- The name of the society (ending with the word Incorporated)
- The objects for which the society is established
- How people become members of the society and cease being members of the society
- How meetings of the society will be called and held and how voting will take place
- How officers of the society will be appointed
- Control and use of the common seal
- How the society's funds will be controlled and invested
- The powers (if any) that the society has to borrow money
- How any property of the society will be distributed in the event of the society being wound up
- How the rules of the society can be altered



4. Your contact details

Name and postal address

ELISABETH MIKKELSEN
5 Kowhai ST
OTAKI

Telephone

Email

Rules Of The Cycling Advocates' Network (Incorporated)

as amended on 2 May 2010

1. Name and Registered Office

1.1 The name of this society shall be "Cycling Advocates' Network Incorporated". In these Rules "CAN" means "Cycling Advocates' Network Incorporated"

1.1 The office of CAN shall be at the office of the secretary or such office as the Committee may from time to time determine. The Registrar of Incorporated Societies must be notified of each change.

2. Objects

2.1 To increase public and official recognition of the benefits of more cycling

2.2 To increase safety for cyclists by educating cyclists and other road users and by improving provision for cyclists in transport planning and engineering.

2.3 To promote the development of a cycling environment that is:

_ convenient

_ accessible

_ safe

_ pleasant

_ comprehensive

_ connected

_ constructed to standards reflecting international best practice

2.4 To develop cycle advocacy and cycle action

2.5 To encourage cycle tourism

2.6 To promote the integration of cycle and transport planning with planning in areas like housing, land use, education, health and the environment

2.7 To do all such other things as are conducive to or incidental to the attainment of any of the above objects.

3. Membership of CAN

3.1 Any person or organisation may become a Member of CAN upon application and payment of the applicable subscription fee and agreeing to further the Objects of CAN.

3.2 Classes of Membership

3.2.1 Individual Membership - Individual Membership of CAN shall be open to any person who satisfies the secretary their intention is to further the objects of CAN. Individual Membership subscriptions may be different for waged and unwaged Members

3.2.2 Affiliated organisation Membership - Affiliated organisation Membership of CAN shall be open to any organisation that satisfies the secretary their intention is to further the objects of CAN. Members of affiliated organisations have the same rights as individual members of CAN and shall be known as affiliated members.

3.2.3 Supporting organisation Membership - Supporting organisation Membership of CAN shall be open to any organisation that satisfies the secretary their intention is to support the objects of CAN. A supporting organisation shall delegate one person to represent them who shall have the same rights as an individual member of CAN.

3.2.4 Family Membership - Family Membership of CAN shall be open to any family who satisfies the secretary their intention is to further the objects of CAN. A Family Membership entitles holders to the same rights as a maximum of 2 individual Members

3.3 Subscription fees and the date on which they shall be payable shall be determined at each Annual General Meeting for the ensuing year. The date subscriptions are due for Affiliated Membership may be set to coincide with the subscription date of the Affiliated Organisation.

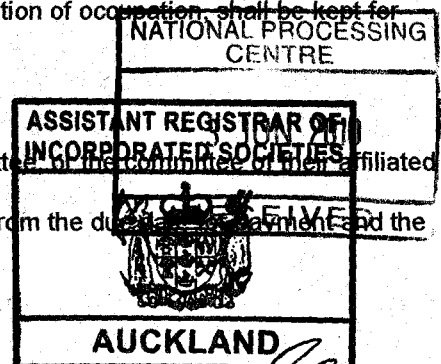
3.4 Register of Members CAN shall keep a register showing the name, address, email address, and date of joining for each Member organisation. A similar register, with the addition of occupation, shall be kept for individual and family Members.

4. Cessation of Membership

4.1 A Member shall cease to be a Member of CAN if -

_ the Member gives oral or written notice of resignation to the Committee or the Committee of their affiliated organisation.

_ the Member's subscription remains unpaid for more than 3 months from the due date and the Committee resolves that the Membership shall lapse; or



the Committee resolves by a majority of two thirds of its Members that the Member has brought CAN into disrepute by their actions, and that the continued Membership of the Member is not in the best interests of CAN, and that the Member's Membership of CAN shall be terminated, provided that before termination under this clause the Committee shall call upon the Member for an explanation and shall hear what the Member may wish to put in their defence.

5. General Meetings

- 5.1 An Annual General meeting shall be held each year within 12 months of CAN's balance date.
- 5.2 The treasurer shall present to the membership an audited statement of CAN's accounts for the preceding calendar year, and those accounts shall be confirmed at the Annual General Meeting.
- 5.3 The Annual Conference, which shall be a General Meeting, shall be held each calendar year for the election of Officers, Auditor and Members of the Committee.
- 5.4 At the Annual Conference, the chairperson shall present a report of CAN's activities over the previous year, and the Treasurer shall present a statement of CAN's accounts for the year ending 31 December, duly audited
- 5.5 A General Meeting may be called by the Committee at any time or upon request in writing by 5 Members to the Committee, specifying the subject to be discussed at such a meeting. Notice of the meeting shall be sent out within 21 days of the date that the request is received by the Committee.
- 5.6 Members shall be given at least 14 days' notice by post or email, of the place and time of a Annual or Special General Meeting, with Affiliated and Supporting Organisations given 28 days notice.
- 5.7 As Members are geographically spread throughout New Zealand, each Member must be informed of the issues relating to each resolution, with the notice of the Annual or Special General Meeting. Members will be able to cast their vote in person, by fax, by mail, by e-mail or by a conference call link. Only votes received in time for each resolution will be counted. Voting by those present shall be by show of hands, but any Member may demand a secret ballot.
- 5.8 Except by resolution of the meeting passed by two-thirds majority of those present or linked by conference call, no business shall be transacted at a Annual or Special General Meeting, except that which notice shall have been given as described above. If any non-notified general business other than purely routine business is transacted, the resolution, or resolutions shall not be effective until 14 days after all members have been notified of the resolution. If within that period any 5 Members not present at the meeting shall have forwarded to the Secretary an objection in writing to such resolution or resolutions, the Secretary shall call a further meeting at which such resolution or resolutions shall be confirmed or otherwise, and the resolution or resolutions objected to shall not be effective until such further meeting is held.
- 5.9 Only financial Members of CAN are eligible to vote at an Annual or Special General Meeting or at the Annual Conference.
- 5.10 All decisions of any Annual or Special General Meeting, except for the introduction of non-notified business and Rule changes, shall be decided by a majority of the votes of financial Members cast. Each eligible Member shall have one vote and in the case of equality of votes, the Chairperson of the Annual or Special General Meeting shall have a second vote in addition to their vote as a Member.
- 5.11 The quorum for Annual or Special General Meeting decisions shall be 7 Members either present or linked by conference call.

6. Amendment of Rules

- 6.1 The rules may be amended, added to, or rescinded by a two-thirds majority of Members present at an Annual General Meeting or Special General Meeting where 14 days' notice of such amendment, addition or rescinding motion has been given to every financial Member of CAN.
- 6.2 No addition to or alteration of the Rules shall be approved if it affects the non-profit aims, personal benefit clause or the winding up clause.
- 6.3 A change of Rules does not come into effect until approved by the Registrar.

7. Officers and Management

- 7.1 The officers of CAN shall be a chairperson, a treasurer and a secretary.
- 7.2 CAN shall be administered by a Committee consisting of the officers plus at least three and not more than five elected Committee Members. The quorum for Committee decisions shall be five Members, either present or linked by conference call.
- 7.3 The Officers and the elective Members of the Committee shall be elected by the Annual Conference and shall hold office until the next succeeding Annual Conference. Officers and Committee Members may be re-elected. The Annual Conference may co-opt additional Members with special skills to act on the Committee from time to time.

- 7.4 If during the year a vacancy occurs on the Committee, the Committee may fill the vacancy and may in addition from time to time co-opt a maximum of three additional Members to act on the Committee.
- 7.5 The Committee shall publish a newsletter regularly through the year. Where items for Committee policy resolutions are known in advance, they shall be notified to Members in the newsletter with the date by which any comments regarding the resolution must be made.
- 7.6 Where the Committee is to consider a submission to be made by CAN to a third party, where practical all financial Members must be notified of the subject of the submission and the date by which any comments regarding the submission must be made.

8. Committee Meetings

- 8.1 The Committee shall make decisions by resolution. Resolutions shall be carried out by consensus. Where consensus is not attained, resolution shall be by majority vote.
- 8.2 As Committee Members are geographically spread throughout New Zealand, each Committee Member must be informed of the issues relating to each resolution, normally by e-mail or phone. Committee Members will be able to cast their vote in person, by conference phone linkup, by fax, by mail or return e-mail or any other process agreed by the Committee. Where practical, at least 5 days will be allowed for votes to be received.
- 8.3 At least 3 days clear notice shall be given to Committee members of any Committee meeting. The Committee and any sub-committees may regulate their meetings and proceedings as they see fit.

9. By-Laws

- 9.1 The Committee shall have the power to make from time to time such By-Laws not being inconsistent with these Rules as they may deem to be necessary for the well being of CAN, and may vary and rescind such By-Laws and such By-Laws shall be binding on every Member until set aside at a Annual or Special General Meeting.

10. Control and investment of CAN funds

- 10.1 CAN shall operate a bank account or accounts with any bank approved by the Committee. Cheques drawn on a CAN account must be signed by any two of the following:
 - _ the secretary;
 - _ the treasurer;
 - _ such other Member as the Committee may approve.
- 10.2 All funds of CAN shall be paid into the CAN bank account or accounts. Any part thereof may, if the Committee so determine be invested.
- 10.3 Usual operating payments of under \$50.00 may be made on the authority of the Secretary and the Treasurer. All other due accounts shall be submitted to the Committee for approval before payment is made, except in emergency, where payment may be made on the authority of the Secretary and the Treasurer. Where payment is not approved by the Committee prior to being made, the payment shall be ratified by the Committee within three months of payment.
- 10.4 The financial year of the CAN shall be 1 July to 30 June
- 10.5 No Member or person associated with a Member of CAN shall derive any income, benefit or advantage from CAN where they can materially influence the payment of the income, benefit or advantage; except where that income, benefit or advantage is derived from professional services to CAN rendered in the course of business charged at no greater rate than current market rates.
- 10.6 CAN shall deliver annually to the Registrar, following approval by the Annual General Meeting, a statement containing at least the following particulars:
 - (a) the income and expenditure of the society during the society's last financial year
 - (b) the assets and liabilities of the society at the close of the said year

11. Powers of CAN to borrow money

- 11.1 CAN shall not have the power to borrow money.

12. Auditor

- 12.1 An auditor, who shall not be a Member of the Committee, shall be appointed annually by the Members of CAN at the Annual Conference. The Auditor's remuneration shall be determined by the Committee.
- 12.2 Should the position of auditor become vacant the Committee may appoint a replacement for the balance of the appointment.

13. Common seal of CAN



13.1 The Committee shall obtain a Common Seal for CAN and such seal shall be kept by the Secretary and shall not be used except by the previously given authority of the Committee. Every instrument to which the seal is affixed must be signed by the Secretary and countersigned by the Treasurer or other Member of the Committee appointed for that purpose.

14. Interpretation

14.1 If at any time any matter shall arise which is not provided for in these Rules or in the interpretation of these Rules, the same shall be determined where appropriate by the Committee, whose decision shall be final.

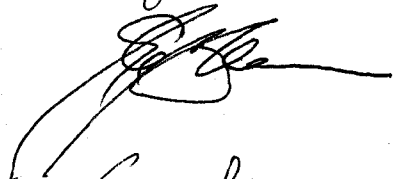
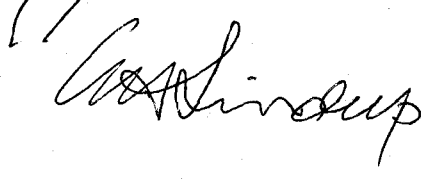
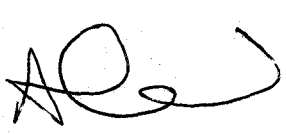
15. Winding up of CAN

15.1 CAN may be wound up voluntarily if-

15.2 CAN, at a duly called General Meeting of its Members, passes a resolution to appoint a liquidator; and

15.3 in accordance with section 24 of the Incorporated Societies Act 1908, the resolution is confirmed by a simple majority of votes at a subsequent General Meeting of CAN duly called for that purpose, and held not earlier than 30 days after the date the first resolution was passed.

15.4 If upon the liquidation of CAN there remains, after satisfaction of all debts and liabilities, any property or funds, the same shall be transferred to any other society with objects similar to CAN, to be determined by Members of the Committee at or before the time of winding up.

Signature	Position	NAME		
	TREASURER	E. Mikkelsen	14 / 5	/ 2010
	CHAIR	G.H. LINDUP	25 / 5	/ 2010
	SECRETARY	ADRIAN CROUCHER	2 / 6	/ 2010