

**NEW ZEALAND ASSOCIATION OF INTERMEDIATE  
AND MIDDLE SCHOOLS INCORPORATED**

**CONSTITUTION**

AS REGISTERED [2003] Amended [2009]

**1. NAME**

- a. The name of the organisation shall be 'New Zealand Association of Intermediate and Middle Schools Incorporated' hereafter called the 'Association'.

**2. OBJECTIVES**

- a. To promote and develop Intermediate School and Middle Level education in New Zealand.
- b. To act as an Advisory Body on matters pertaining to the education of Emerging Adolescents.

**3. REGISTERED OFFICE**

- a. The registered office shall be at such place in New Zealand as the Executive may from time to time decide.

**4. COMMON SEAL**

- a. The Common Seal of the Association shall be that adopted by the Executive which shall be responsible for its safe custody and control.
- b. Whenever the Common Seal of the Association is required to be affixed to any deed, document or other instrument, the seal shall be affixed to a resolution of the Executive or of a general meeting of the Association, by any two members of the Executive.

**5. WINDING UP**

- a. In the event of the Association being wound up, the surplus assets after payment of the Association's liabilities and the expenses of the winding up shall be given or transferred to a charitable organisation within New Zealand whose objects are for the benefit and advancement of education.

**6. MEMBERSHIP**

a. Full Membership

Criteria for membership shall be: -

- i] The payment of an annual subscription
- ii] The Principal, Head Teacher or Director or their nominee of any state, integrated or private school in New Zealand with student enrolment in any combination, Year 7, 8, 9 or 10 – hereafter referred to as members.
- iii] Full membership is for one person at a school, i.e – the Principal or Head Teacher or Director or nominee. Membership will be in the name of the school with the full member also named.
- iv] Application for Full Membership shall be made in writing to the Executive.

- v] Any member wishing to resign from the Association shall give notice in writing to the Executive to that effect and shall pay all subscriptions and levies due up to the date of such notice.
  - vi] The Executive shall have power by resolution to remove from the Register of Members any member whose subscription is six months in arrears or any members who has ceased to meet the membership criteria as set out in 6a (i) to 6a (iii) above.
- b. Associate Membership
- i] Associate membership of NZAIMS is open to all interested parties with all member privileges excepting the ability to hold a National Executive office bearing position and being able to vote at annual or special general meetings. The Associate Membership fee shall be 25% of the annual full membership fee.
  - ii] Application for Associate membership shall be made in writing to the Executive.
  - iii] Any member wishing to resign from the Association shall give notice in writing to the Executive to that effect and shall pay all subscriptions and levies due up to the date of such notice.
  - iv] The Executive shall have power by resolution to remove from the Register of Members any associate member whose subscription is six months in arrears or any members who has ceased to meet the membership criteria as set out in 6b (i) above.

## **7. OFFICERS**

- a. The National Executive of the New Zealand Association of Intermediate and Middle Schools shall consist of the President, Past President, Vice President and no more than 6 National Executive Members. All office holders shall hold office for two years.
- b. The Senior Vice President shall be the immediate Past President.
- c. In the event of the President being unable to continue duties, the Vice President will assume that role until the next Annual General Meeting.
- d. That the position of Immediate Past President be for one year.

## **8. VOTING**

- a. Election of the National Executive will be carried out by postal voting.
- b. Only full and financial members are entitled to vote.
- c. The voting system shall be FPP [First Past the Post].
- d. Members will be entitled to vote for 1 candidate if for President or Vice President elections and 6 candidates if for the executive election.
- e. For the executive election where six votes are not used the ballot paper will be declared invalid.

## **9. NATIONAL EXECUTIVE AND CONFERENCE COMMITTEE**

- a. The National Executive shall consist of the National President, Vice President and no more than 6 members. The National Executive shall be responsible for the management of the Association's affairs and finances, including the convening of the Annual General Meeting and Conference.

### Conference Committee

- i] The National Executive shall have the power to establish a Conference Committee which will be responsible for the organisation of the Annual Conference. The conference committee will be responsible to the National Executive.

## **10. MEETINGS**

### a. National Executive Meetings

- i] The National President has the responsibility to call National Executive meetings three times a year.

### b. National Executive Members

- i] Elected members shall liaise, inform and report on issues affecting middle years of schooling.

### c. Power to Co-opt to National Executive

- i] The National Executive shall have the right at any time, and for any such period as it may desire, to 'co-opt' to the Executive a Principal or persons/s who have the special skills required to further the objectives of the NZAIMS.

### d. Powers and Duties of the National Executive

- i] The National Executive, having due regard to the Membership, shall carry out the policy of the Association as directed by the members at the Annual General Meeting.
- ii] The minutes of Executive Meetings shall be forwarded to all financial members of the Association.
- iii] The National Executive will foster the publication of researched information and programmes appropriate to Middle Level Education.
- iv] The National Executive has the responsibility to act as an 'Advisory body' to NZEI Policy development.
- v] The National Executive will update annually the National Register of members following resignations and appointments.
- vi] The National Executive will be responsible for the promotion of the middle years of schooling.
- vii] At all meetings of the Executive, the President, or in his/her absence the Vice President, shall take the chair. The Chairperson for each meeting shall have one deliberative and also one casting vote. Voting shall be by show of hands unless otherwise called for and agreed to by a majority at the meeting.
- viii] Five elected members shall be a quorum at all meetings of the Executive. At least fourteen days notice shall be given to all members of the Executive of any meeting unless the Office Holders deem business to be of significant importance to warrant an Emergency Meeting.

ix] A meeting of the Executive shall be held within one month of the receipt by the president of a notice, signed by at least 5 members of the Executive, calling for the meeting.

e. Annual General Meeting

i] The Annual General Meeting shall be held in each year at a date and place to be fixed by the Executive for the following purposes.

1. To receive from the Executive a report and audited balance sheet and statement of accounts for the preceding year.
2. To elect the office holders of the Executive for the ensuing 2 years or to elect the President and Vice President in the alternate year.
3. To consider and conduct such other business as may properly be brought forward.
4. To consider resolutions from the annual conference on policy matters.

ii] Association and full members can attend. Only full members can vote.

f. General Meetings and Special General Meetings

i] At all meetings each full member present shall have one vote and voting shall be by a show of hands unless otherwise called for and agreed to by a majority at the meeting.

ii] General Meetings, Special General Meetings or referenda of the Association may be called at any time by the Executive and shall otherwise be called by the Secretary upon the requisition in writing of twenty members of the Association stating the purpose of which the meeting or referendum is required. Any such meeting or referendum, shall be held within two months of the date of such requisition.

iii] The Secretary shall give at least 21 days notice to all members, regarding the holding of a General Meeting. Special General Meeting or referendum and such notice shall specify the nature of the business to be transacted or poll to be taken.

iv] At all General Meetings or Special General Meetings, the President, or in his/her absence the vice President, shall take the chair and if both shall be absent, a Chairperson shall be appointed from the Executive present. The Chairperson of the meeting, shall have a deliberative and also a casting vote.

v] One-fifth of the full members of the Association shall constitute a quorum at the Annual General Meeting and any other general meeting or Special General Meeting.

## **11. SUBSCRIPTIONS**

a. The subscriptions shall be determined by Annual General Meeting.

## **12. FINANCES**

a. All monies received shall be deposited in the Association's Bank Account. Cheques on this to be signed by any two of the President, Vice President, Secretary and Treasurer.

- b. The Accounts of the Association shall be audited by an Auditor appointed by the National Executive who shall not hold any other office in the Association.
- c. An audited financial statement covering the previous year's transactions shall be presented at each Annual General Meeting.
- d. Any income, benefit or advantage shall be applied to the objectives of the organisation. No member of the organisation or any person associated with a member shall participate in or materially influence any decision made by the organisation in respect of payment to or on behalf of that member or associated person of any income, benefit, of advantage whatsoever. Any such income shall be reasonable and relative to that which would be paid in an arms length transaction [being open market value].
- e. The financial year shall run from 1<sup>st</sup> January to 31<sup>st</sup> December of the calendar year.
- f. In the event of the NAIMS being wound up or ceasing to operate, the financial assets of the Association shall be disposed of in accordance with the 'Winding up' clause, stated above.

### **13.AMENDMENTS**

- a. Amendments to the Constitution will be considered at an Annual General Meeting. Proposed amendments must be in writing to the National Secretary twenty-eight days before the Annual General Meeting and all full members are to be notified fourteen days beforehand.
- b. If an Annual General Meeting cannot be held within twelve months of the previous one, the National Executive has the power to recommend to full members, provided twenty-eight days notice is given, amendments to the Constitution.
- c. Copies of every such alteration, addition, rescission or amendment shall be delivered to the Registrar of Incorporated Societies in accordance with the provision of the Act.
- d. No addition or alteration to the Constitution or Rules can be made which alter the exclusively charitable nature of the Association.