

# Rules of the Society for Creative Anachronism (New Zealand) Incorporated

*Original Rules registered on 27th January 2004;  
revised 27th November 2005;  
revised 26th November 2006;  
revised 24th November 2007;  
revised 23rd November 2008;  
revised 22<sup>nd</sup> November 2009;  
revised 12<sup>th</sup> October 2011;  
revised 30<sup>th</sup> November 2012.*

## Part I

### 1 Referencing of Rules

- a. All sections of these rules have each paragraph numbered (a), (b), etc, to facilitate referencing.

### 2 Definitions

- a. In these rules the following definitions shall apply unless otherwise noted:
  1. "the Society" is the Society For Creative Anachronism (New Zealand) Incorporated.
  2. "Committee" is the Committee of management of the Society.
  3. "Committee meeting" is a meeting of the Committee convened in accordance with these rules.
  4. "Member" is an individual registered as a current financial member with the Registrar and whose membership has not been revoked.
  5. "Event-member" is an individual who is not a current financial member, but who has been granted temporary membership with limited privileges for a single event.
  6. "Corporate Officers" are officers of the Society, appointed by, but not members of, the Committee.
  7. "Companies Office" is the New Zealand Companies Office.
  8. "The Act" is the Incorporated Societies Act 1908 with amendments incorporated.
  9. "Registrar" is the Corporate Officer who maintains the register of Society Members.
  10. "The SCA" is The Society for Creative Anachronism Incorporated in California.
  11. "The SCAA" is The Society for Creative Anachronism Ltd
  12. "Organizational Handbook" is the Organizational Handbook of the SCA.
  13. "Rules" are the rules for The Society for Creative Anachronism (New Zealand) Incorporated (this document).
  14. "Branch" is any branch of the Society as defined in section III.C of the Organizationa Handbook.
  15. "Geographical Branch" is any Branch either of shire or greater status or of lesser status than shire but occupying a unique geographical area not encompassed by any other Branch.
  16. "AGM" is an Annual General Meeting of the Society.

## Part II, Rules

### 1 Name

- a. The name of the Society is "The Society for Creative Anachronism (New Zealand) Incorporated".

### 2 Objects and Purposes

- a. This Society is a non- profit educational, sporting and recreational Society whose purposes include:
- b. conducting and promoting research into pre- 17th century Western culture and life; and
- c. presenting activities and events which recreate the environment of said era, such as, but not limited to, tournaments, jousts, feasts, fairs, dances, classes; and

- d. actively pursuing and encouraging the recruitment of new members into the Society; and
- e. undertaking such activities as may be reasonably expected in a society of this nature.

### **3 Affiliated Bodies**

- a. The Society shall be affiliated with the SCAA and the SCA. It is subject to all of the rules and regulations as embodied in the Organisational Handbook save and except those which are replaced by these Rules, which conflict with New Zealand law, or which are deemed by the Committee to be contrary to the interests of the members of the Society.
- b. Where policy decisions are received from outside of New Zealand that may run contrary to New Zealand law or the interests of the membership they need not be implemented but instead shall be immediately referred to the committee for a decision. The committee shall examine the policy and either implement the policy, or notify the SCAA and the SCA of problems with the policy and seek to implement a relevant alternative where possible.
- c. The committee may enter into affiliation agreements with SCA colleges under the auspices of a New Zealand student union, under such mutually agreeable criteria as determined by the committee.

### **4 Membership**

- a. Membership in the Society is open to any interested individual, without restriction, provided they have not been denied membership as per subsection 4.7.
- b. Memberships are not transferable or assignable.

#### **4.1 Classes of Membership**

- a. The classes of membership of the Society are as follows:
  - 1. Subscribing (Paper)
  - 2. Subscribing (Electronic)
  - 3. Event

#### **4.2 Membership**

- a. The privileges and responsibilities of these classes of membership are as follows:
- b. Subscribing membership conveys eligibility to hold office in the Society according to the requirements for office listed in Section 6, the right to vote in polls or in meetings run by the Society, subscriptions to the newsletter of the Kingdom of Lochac and the annual edition of the official newsletter of the Society, and any other privileges designated by the Society or its subdivisions as accruing to sustaining members.
- c. Event membership is required by any individual who is not currently a financial member, attending a Society event. Event membership will be granted for the duration of a single event upon the completion of an Event membership form and payment of any fees that may apply. Event membership does not convey the privileges of a sustaining membership, or the right to vote.
- d. New members of the Society, with the exception of Event members, shall receive the current copy of the annual edition of the official newsletter of the Society.
- e. Every member of the Society, with the exception of Event members, will be eligible for office within the Society, subject to the requirements for such office, and to submit and vote upon motions at meetings of the Society.

#### **4.3 Becoming a Member of the Society**

- a. Membership of the Society can be obtained by sending a correctly completed application form and payment for a minimum of one year's subscription to the Registrar.
- b. Members of the Society shall be classed as those people who are registered as current financial members with the Registrar and whose memberships have not been suspended.
- c. Participants at Society events who have entered their details on a Event membership form shall be considered members for the duration of that event but shall accrue none of the privileges extended to sustaining or associate members.

## **4.4 Payment of Membership Fees**

- a. Memberships are deemed to start on the date on which the Registrar enters that membership on the Society's register.
- b. Memberships are for one year and expire at the end of the calendar month one year from the start of the membership.
- c. Fees for each class of membership may be reviewed at a Committee meeting at the discretion of the Committee. A review need not always result in an adjustment.
- d. The Committee may set different rates within each class of membership using clearly defined criteria, as determined by the Committee.

## **4.5 Obligations of Membership of the Society**

- a. Membership of the Society signals an acceptance of the rules of the society and an agreement to abide by the lawful and reasonable instructions of agents of the Society.

## **4.6 Cessation of Membership of the Society**

- a. Membership can be terminated only by:
  1. lapse following non- payment of dues; or
  2. voluntary resignation of membership; or
  3. suspension or expulsion from the Society or one of its affiliates as per subsection 4.7.

### **4.6.1 Resignation of Membership**

- a. A member may resign from membership of the Society by giving written notice to the Registrar of the Society and enclosing their current membership card. A member so resigning shall not be entitled to a refund of his or her membership fee or any part thereof.

## **4.7 Revocation of Membership**

- a. Membership of the Society may be revoked by action of the Committee in accordance with the provisions of these rules. Any individual having their membership so revoked shall be denied participation in the activities of the Society until their membership is reinstated.
- b. The revocation of membership may be temporary for a period determined by the Committee at the time of the action (suspension), or permanent (denial).
- c. In the case of permanent denial of membership no future membership application will be accepted from the party denied membership.
- d. The following procedures must be followed in the revocation or refusal of an individual's membership of the Society:
  1. a Committee meeting shall be called which the individual in question is invited to attend or submit written grounds to refute the allegations; and
  2. the individual be provided with the full allegations upon which the revocation is based in writing no less than one month in advance of the Committee meeting; and
  3. that individual is to be given the opportunity to defend themselves; and
  4. a vote of the Committee will be taken to decide the issue; and
  5. the individual will be informed in writing of the decision of the Committee; and
  6. in situations where the Committee makes a decision to revoke a membership, this decision and the reasons for it shall be communicated in writing to the governing Committees of the SCAA and to the Registrar of the Society who shall record the revocation in the membership records.
- e. Revocations or denials of membership carried out with due process by the SCA or any of its affiliates and notified to the Society shall be sustained by the Society in accordance with the affiliation agreements between the Society and its affiliates.

## **5 The Committee**

- a. The affairs of the Society shall be managed and controlled exclusively by a Committee which in addition to any powers and authorities conferred by these Rules may exercise all such powers and do all such things as are within the objects of the Society.

- b. The Committee shall have the power to appoint such officers and employees as are required to carry out the objects of the Society.

## **5.1 Structure of the Committee**

- a. The Committee shall be comprised of three members selected from a standing list of nominated candidates. No previous Committee Member shall be eligible for election to the Committee until 12 months after stepping down.
- b. The normal term for Committee members shall be three years, with terms ending at the close of the 3rd AGM following their appointment. In the event that a committee member is elected at an SGM less than six months before an AGM, they may choose to serve until the fourth AGM following their appointment.
- c. In the event of no acceptable nominee being available to replace an outgoing member, and if the outgoing member is willing to continue serving, the term may be extended for a period not to exceed six months by a unanimous vote of the remaining Committee members.
- d. The Committee shall have a Chairman, a Vice-Chairman and a Secretary. The newest member on the Committee shall serve as Secretary, then as Chair, and then as Vice-Chair. The Vice-Chairman may act in place of either the Chair or the Secretary in the event that one of those individuals is temporarily unable to perform their duties.
- e. In the event that two new members shall join the Committee simultaneously, the roles of Secretary and Vice-Chair shall be assigned as the Committee sees fit. The role of Chair shall be assumed by the remaining experienced Committee Member, regardless of which role they would have been otherwise due to assume. In the event that all three Committee members are new, the roles shall be assigned as the Committee sees fit.
- f. All members of the committee must be members of the Society throughout their term of office. All Committee members must be at least 18 years of age and resident in New Zealand for at least one year prior to the start of their term.

## **5.2 Restrictions on Committee Members**

- g. Committee members may not be:
  - 1. Seneschal of any sized group,
  - 2. Reeve of any group of size barony or above,
  - 3. any Greater officer of any kingdom,
  - 4. Baron or Baroness of any barony,
  - 5. Prince or Princess of any principality,
  - 6. King or Queen of any kingdom.

## **5.3 Nominations to the Committee**

- a. No previous representative shall be eligible for nomination to the Committee until twelve (12) months has passed since the final meeting of their previous term.
- b. Any member of the society may nominate themselves to the committee at any time by submitting their nomination in writing or by email to the committee.
- c. Nominations will stand for 24 months, after which time the nominees name will be removed from the list. Members may re-nominate themselves immediately if this happens. Nominated members may request to be removed from the list at any time, without being required to specify a reason, by making the request in writing or by email to the committee.
- d. The list of current nominations to the committee and the date of expiry of their nomination shall be publicly available on the committee website.

## **5.4 Election of Committee Members**

- a. Only current members of the society are eligible for selection.
- b. When a new committee member is required, there shall be a period of no fewer than two (2) weeks during which nominations are called for from the membership. During this period existing nominees should confirm their willingness to stand for the current (or immediately expected) vacancy.

- c. Selection of a new committee member from the list of nominees shall be made by a vote of the membership of the society. The vote shall be conducted at the Annual General Meeting of the society, or at a Special General Meeting of the society, convened for the purpose of conducting the vote. The nominated member receiving the most votes at the meeting shall be appointed to the committee.
- d. If there is only one eligible member on the list of nominees at the time a new committee member is required, no vote need be held but notice of the appointment will be made to the membership.

## **5.5 Resignations**

- a. A Committee member wishing to resign before the expiry of their term should give the committee not less than 10 weeks advance notice, in writing or by email, whereupon a replacement member shall be selected as per the process set out in subsection 5.4.
- b. If a Committee member misses more than 3 consecutive meetings of the society or committee without apology or reasonable cause, they will be deemed to have resigned their position and will be removed from the Committee. In this case nominations will be called to replace them as soon as practical.

## **5.6 Disqualification of Committee Members**

- a. The Office of Committee member shall become vacant if a Committee member is:
  1. disqualified under the Act; or
  2. expelled by the Committee for violation of these rules; or
  3. removed by the Committee following an impeachment.
- b. Impeachment of a Committee member shall only be considered where every avenue of resolution via the grievance procedures of the SCA have been attempted and failed.
- c. A Committee member can be impeached by:
  1. a letter signed by three (3) Committee members and/or Corporate Officers, or
  2. 25% of the current Membership.
- d. The removal of a Committee member shall be acted upon by the Committee at its next regular meeting after an impeachment is filed, or at a special meeting called as per section 8. An impeached member may not vote at this meeting.

## **6 Corporate Officers**

- a. A Registrar and a Treasurer shall be appointed as Corporate Officers of the Society by 2/3 majority vote of the Committee. Committee members may not hold the office of Treasurer or Registrar of the Society. A Corporate Officer may be removed for specific and stated just reasons, including but not limited to failure to carry out their specified duties, subject to 2/3-majority vote of the Committee.
- b. Corporate officers shall be appointed for a term of two years, and may be reappointed for a subsequent term, or a new officer appointed, at the discretion of the committee.

### **6.1 Duties of the Corporate Officers**

#### **6.1.1 Registrar**

- a. The Society Registrar shall:
  1. Receive all subscriptions and applications for membership, process them promptly and supply each new member with the latest issue of the Society's annual publication and a membership card; and
  2. Keep a list of all members, containing their name, address, occupation and date of membership and any subsequent changes to these, as per section 22 of the Act, and submit this list to the Companies Office if requested to do so; and
  3. Maintain the registered address of the Society, and notify any change to Companies Office, as required by the Act.
  4. Report to the Committee and its affiliates according to guidelines that may be set by the Committee from time to time.

#### **6.1.2 Treasurer**

- a. the Society Treasurer shall

1. keep such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the Society; and
2. compile an end of year account and present this, either in person or by proxy, at the AGM; and
3. report to the Committee and its affiliates according to guidelines that may be set by the Committee from time to time.

## **7 Financial Reporting**

- a. Branches of the Society will report to the Treasurer or their appointed representative according to guidelines that may be set by the Treasurer from time to time. Failure to so report without appropriate explanation is grounds for suspension of the responsible officer in that branch. Failure to so report within a further month without appropriate explanation is grounds for the suspension of that branch.
- b. As required by section 23 of the Act, the Society Treasurer or their appointed representative shall present the end- of- year accounts to the AGM of the Society for approval by the membership, a copy of which is to be forwarded to the Companies Office within four (4) weeks of that meeting accompanied by a certificate stating they have been approved by a general meeting of the membership.

## **8 Proceedings of the Committee**

### **8.1 Meetings**

- a. A quorum for a meeting of the Committee shall be two-thirds of the number of sitting Committee members.
- b. Meetings may be held at a location designated when the meeting is called, or via conference telephone or similar real-time communications equipment. Meetings may also be conducted via email in such a manner as shall be agreed upon by the Committee.

### **8.2 Notification**

- a. General meetings of the Committee may be called by the Chairperson or by two other Committee members. Notice of such a meeting, including the agenda, must be published to the members not less than four (4) weeks prior to the date of the meeting, such that feedback from the membership may be offered to the Committee. Agendas shall be worded in such a way as to protect the privacy of any individuals to be discussed.
- b. Special meetings of the Committee may be called by the Chairperson or by two other Committee members at any time. Notice of the time and place of a special meeting shall be given to all Committee members by telephone, fax, email, personal delivery or ordinary prepaid mail. In the case of mailing, notice must be postmarked at least 10 working days prior to the day of the meeting. In the case of fax, email or telephone, or personal delivery, notice must be given at least five working days prior to the meeting being held. Prior to the commencement of the meeting, notification of the meeting shall be made to the members by the fastest means possible, such as notice to the electronic mailing lists of branches.
- c. Where a notice is sent by post, service of notice shall be deemed to be effected if it is properly addressed and posted to the member by ordinary prepaid mail.

### **8.3 Conflict of Interest**

- a. A member of the Committee having a pecuniary interest in a contract with the Society must disclose that interest to the Committee as required by the Act, and shall not vote with respect to that contract.
- b. If either a Committee member declares a point of discussion to be a conflict of interest or the other members of the Committee adopt a motion that a point of discussion is a possible conflict of interest, the Committee member may remove themselves from the discussion and shall remove themselves from the vote on the matter in question. A Committee member standing aside from a discussion and/or vote shall not be counted in assessing a majority but does not reduce the numbers as regard to a quorum at the meeting.

## **8.4 Minutes**

- a. Proper minutes of all proceedings of meetings of the Committee shall be entered within one month after the relevant meeting in minute books kept for the purpose by the Society Secretary.
- b. The minutes kept pursuant to this rule shall be signed by the Chairperson of the meeting at which the proceedings took place or by the chairperson of the next succeeding meeting.
- c. Where minutes are entered and signed they shall, until the contrary is proved, be evidence that the meeting was convened and duly held, and that all proceedings held at the meeting shall be deemed to have been duly held, and that appointments made at a meeting shall be deemed to be valid.
- d. Minutes of the meetings shall be made available to the Registrar for publication on the official Internet site of the Society, should it exist, not less than four (4) weeks after the date of the meeting. Hard copies of the minutes will be made available to members by postal mail on receipt by the Registrar of a prepaid self-addressed envelope.
- e. Any letter or document sent to the Committee and cited in the minutes shall be considered public, and may be obtained from the Secretary by a written request so long as this request can be considered a public document. The Committee will honor requests for privacy and rights of authorship. If the author of a communication stipulates at the time that it be kept private, it will not be cited in the minutes or distributed outside the Committee or the officers of the Society unless the author's permission has been obtained first.
- f. The Committee will not receive, consider or act on anonymous communications.

## **9 Meetings of the Society**

- a. Meetings of the Society may be held in order to change the rules or conduct other business requiring voting by the populace as deemed necessary by the committee. Any interested party may attend meetings of the Society, however only eligible members may submit motions or vote.
- b. The committee may elect to hold any Society Meeting as a Postal meeting, wherein all voting shall be done by either electronic or postal mail. In such a case, the Location of the Meeting shall be published as "Postal" and no actual physical meeting of members shall be required to be convened.
- c. Quorum for a physical meeting of the Society shall be 2/3 of the sitting Committee, plus an equal number of Society members. Either the chairperson of the committee or the Society secretary must attend the meeting. The chairperson of the committee will chair the meeting. In their absence the Society secretary will chair the meeting.
- d. Quorum for a Postal meeting of the Society shall be determined on a motion-by-motion basis by the number of valid votes cast for that motion, and shall be the greater of 10 or 10% of the number of current members of the Society as determined at the beginning of day on which the meeting date was announced. Two scrutineers selected by the committee who are not themselves members of the committee or corporate officers must be present when the votes are counted. The names of these people shall be published to the members with the agenda for the meeting.
- e. Notice of the time and place of the meeting, including the agenda, must be published to the members not less than six (6) weeks prior to the date of the meeting. The agenda may not be changed within six (6) weeks of the meeting, but may be altered prior to this as long as the agenda is republished.

### **9.1 Annual General Meetings**

- a. An AGM shall be held for the purposes of obtaining the members' approval of the end- of-year accounts as required by section 23 (2) of the Act. The AGM shall be held within the period 4 weeks either side of the 15th November and hosted by alternating Geographical Branches as determined by the committee. The Society Treasurer must be present either in person or by proxy. If the meeting is a Postal meeting, then the requirement for Geographical Branch hosting is removed, and the Society Treasurer shall make the end-of-year accounts available to the members before or at the time the agenda is published, and shall make reasonable efforts to answer member's queries regarding the accounts prior to the cut-off date for the receipt of votes.
- b. Notice of the date and location for the AGM shall be published to the members not less than ten (10) weeks prior to the date of the meeting, and shall be accompanied by a call for motions.
- c. Motions for the AGM may be submitted by any member. Such motions must be submitted to the Committee for inclusion in the agenda not later than eight (8) weeks prior to the AGM.
- d. Notices of motion for the AGM may be submitted by any eligible member and must be submitted to the Committee for inclusion in the agenda not later than ten (10) weeks prior to the AGM.

## **9.2 Voting at a Meeting of the Society**

- a. All eligible members may vote on business at a meeting of the Society, either by registering their vote by postal mail or electronic mail to the Registrar not less than one (1) week prior to the date of the meeting, or by attending the meeting in person (unless the meeting is a Postal meeting)
- b. Method of voting shall be by show of hands or secret ballot at the discretion of the chair. Postal and email votes will be included in the count regardless of the method of the vote.
- c. Postal and email votes must be counted by the Registrar and noted in a confidential manner prior to the opening of the meeting. The count of postal or email votes must not be disclosed prior to the open vote on a given item. All postal and email votes must be accompanied by the voter's full name and membership number.

## **10 The seal**

- a. the Society shall have a common seal upon which its corporate name shall appear in legible characters.
- b. The seal shall not be used without the express authorization of the Committee, and every use of the seal shall be recorded in the minute book of the Society.
- c. The affixing of the seal shall be witnessed by either two Committee members or a Committee member and a designated officer of the Society.
- d. The seal shall be kept in the custody of the Chairman or other such Committee member, or Corporate Officer as the Committee may from time to time decide.

## **11 Accounts**

- a. Bank accounts held in the name of the Society or any of its branches shall be operated in accordance with guidelines that may be set by the treasurer from time to time.
- b. The Society bank account shall be held in the name of "The SCA New Zealand Inc."
- c. All branch bank accounts shall be held in the name of "The SCA New Zealand Inc. - <name of branch>".

## **12 Borrowing Powers**

- a. The Society may not borrow money, nor shall its branches borrow money in the name of the Society.

## **13 Winding Up**

- a. The Society may be wound up in the manner provided for in sections 24-26 and 28 of the Act.

### **13.1 Application of Surplus Assets**

- a. If upon the winding up or dissolution of the Society there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed among the members of the Society but shall be given or transferred to some other organisation or body having objects similar to the objects of the first organisation, or to some other charitable organisation, within New Zealand

## **14 Changes to the Rules of the Society**

- a. These rules may be altered (including an alteration to name), or be rescinded and replaced with substituted rules by a motion passed by a 2/3 majority of the members voting at a meeting of the society.
- b. Any proposed rule changes, the date, and location of the meeting at which those changes will be voted on must be published to the members of the Society no less than six (6) weeks in advance of that meeting. These shall be accompanied by a request for feedback from the membership to be returned to the Committee not less than one (1) week prior to the date of the meeting.



- c. Such an alteration shall not come into effect until the altered rules have been registered with, and accepted by the registrar of incorporated societies as required by the Act, the rules updated on the SCANZ website, and the members notified of the date and content of the change.
- d. No addition to or alteration or recession of the rules shall be made if it affects the non- profit aims, personal benefit clause, the winding up clause, or this clause.

## Affirmation of Changes

We the undersigned certify that these rules are a true and accurate representation of the rules of The Society for Creative Anachronism (New Zealand) Incorporated and the changes made at the November October 2011 AGM.

Name:

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Address:

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Membership No.:

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Signature:

Date:

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Name:

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Address:

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Membership No.:

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Signature:

Date:

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Name:

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Address:

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Membership No.:

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Signature:

Date:

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