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The Incorporated Societies Act 1908

CONSTITUTION AND RULES

-of-

SEXUAL ABUSE THERAPY AND REHABILITATION
TEAM SOCIETY INCORPORATED

NAME

1. THE name of the Society shall be the Sexual Abuse Therapy and Rehabilitation Team Society Incorporated (START).

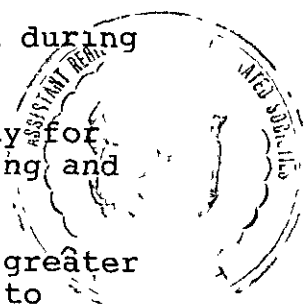
AREA

2. THE Society shall operate its services in the provincial district of Canterbury and adjacent areas.

OBJECTS

3. THE objects for which the Society is established are:-

- (a) to establish an integrated centre to deal with the full range of sexual abuse issues and to act as a backup facility for existing agencies and groups.
- (b) to establish an integrated centre that will:-
 - (1) Promote the absolute protection of children.
 - (11) Provide a safe and positive environment for all clients.
 - (111) Have an active multicultural orientation.
 - (iv) Provide appropriate therapeutic backup for individual, family and social rehabilitation during and after crisis.
 - (v) Provide a central, safe, comfortable facility for assessments, medical examinations, counselling and therapy.
 - (vi) To promote through educational programmes a greater public awareness of sexual abuse issues and to promote personal responsibility and protective behaviours in the community.



- (c) to work and liaise with centres offering assessments for all offenders, rehabilitation and treatment programmes where appropriate at out of centre venues.
- (d) to establish an outreach service.
- (e) to liaise with other community organisations in the sexual abuse area and assist where appropriate staff and volunteer training programmes.
- (f) to provide a support system and information updating programme for workers in the sexual abuse area.
- (g) to generate and collate information and research for pro-active planning and sharing with other organisations.
- (h) to make submissions both nationally and locally.
- (i) to print, publish and circulate any material periodicals or other literature relating to the furtherance of the Society's objects.
- (j) to do all other lawful things as may be deemed incidental or conducive to the attainment of the foregoing objects or any one of them.

POWERS

4. TO enable the Society to fulfil and carry out the foregoing objects or any of them, the Society, in addition to all other powers which shall be conferred upon it by law or by these rules, is hereby authorised and empowered to exercise all or any of the following powers and rights:-

- (a) to produce publish and distribute any newspapers, magazines, books, leaflets or any other form of literature for the promotion of the Society's objects or any of them.
- (b) to purchase, lease, bail, hire or otherwise acquire and hold lands, buildings and real and/or personal property of any description or any interest in the same respectively.
- (c) to erect maintain and alter any buildings upon any land held by or belonging to or leased to the Society and to provide or furnish the same with all proper and necessary fixtures, furniture, fittings, apparatus, appliances, conveniences and accommodation.

- (d) to sell, improve, manage, develop, lease, mortgage, exchange, dispose of, turn to account or otherwise deal with all or any part of the property and rights for the time being of the Society.
- (e) to borrow or raise money by way of bonds, debentures, debenture stock, bills of exchange, promissory notes, bank overdraft or other obligations or securities of the Society, or upon mortgage hypothecation or charge of the property of the Society or otherwise in such manner as may seem expedient.
- (f) to receive any gift legacy or devise of property real or personal whether subject to any special trust or not but so that the Society may nevertheless decline and refuse to accept any gift or donation.
- (g) to invest and deal with any moneys of the Society not immediately required for any of the objects aforesaid, in such manner as the Society may think fit.
- (h) to make grants gratuities or advances to any person or persons.
- (i) to manufacture, buy, sell, supply and deal in goods of all kinds calculated to further the objects of the Society.
- (j) to institute conduct defend or compromise any proceedings at law by or against the Society or the officers or employees thereof.
- (k) to do all or any of the above things as principal trustee agent or otherwise and either alone or in conjunction with or through or by means of any other trust corporate body or person.
- (l) in furtherance of the objects of the Society to provide gratuitously or otherwise for the training of counsellors and other assistants in any activity carried on by the Society.
- (m) to employ executive officers, secretaries, clerks and other servants agents and workmen and from time to time dismiss, suspend or re-employ such employees and to pay them in return for services rendered to the Society, salaries, wages, allowances or fees.
- (n) to receive fees in respect of counselling, therapy, training and any other professional services provided by the Society.

- (o) to do all such other things as are incidental to or conducive to the attainment of the above objects or any of them.

MEMBERSHIP

5. APPLICATION for membership of the Society shall be made to the Secretary in such written form as shall be approved by the Management Committee must be supported by the written nomination of one existing member of the Society. All such applications shall be approved by a majority of the Management Committee of the Society, and upon the granting of such approval the applicant shall become a member of the Society.

6. SUBSCRIPTION

- (1) The subscription for members shall be set each year at the the Annual General Meeting of the Society by a majority of members present at the meeting.
- (ii) If any member shall fail to pay the annual subscription within six calender months after it has become due, each member shall, if the Management Committee so decides, cease to have the right to the privileges of membership and if his or her annual subscription remains unpaid at the expiry of twelve months after it has become due, the member concerned shall cease to be a member of the Society.

TERMINATION OF MEMBERSHIP

7. A person shall cease to be a member of the Society:-

- (a) By death
- (b) Upon delivering to the Secretary of the Society his or her resignation in writing.
- (c) If such member in the opinion of a majority of the Management Committee members present at a duly constituted meeting of the Management Committee of the Society, has been guilty of acts or conduct prejudicial to the interests of the Society.

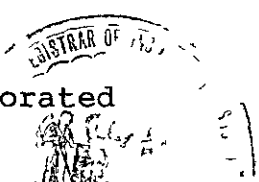
MANAGEMENT

8.

- (a) The management and control of and responsibility for the activities and affairs of the Society shall be vested in a Management Committee which shall be elected at the

Annual General Meeting of the Society and which shall consist of a minimum of nine members and a maximum of twelve members, at least one of whom shall be a staff member. The Management Committee may exercise all the powers of the Society as are not by law or by these Rules required to be exercised only by the Society in General Meeting. A quorum of the Management Committee is two thirds of the members of that committee.

- (b) The members of the Management Committee shall hold office for one year until the termination of the next annual general meeting of the Society when the Management Committee shall resign but shall be eligible for re-election. In the event of a committee member resigning from office or ceasing to be a member of the Society under the foregoing rules during the course of any financial year, the Management Committee shall, on the motion of any one of the Management Committee, appoint any member of the Society to the Management Committee and such person shall hold office until the next ensuing Annual Meeting of the Society.
- (c) The Management Committee shall elect from its membership a convener, secretary and treasurer.
- (d) The convener shall chair the Management Committee meeting.
- (d) The Secretary shall:-
 - (1) Keep the minutes of all executive and general meetings and to conduct such correspondence as may be required by the executive.
 - (11) Keep a register of members containing such information as is required under the Incorporated Society Act 1908.
 - (111) Give notices of meetings as required by these Rules and distribute written copies of the minutes of previous meetings and those of any sub-committee meeting three clear days prior to the next meeting.
- (f) The Treasurer shall:-
 - (1) Receive all moneys on behalf of the Society and to lodge all such moneys to the credit of the Society at such bank or financial institutions as the Executive shall decide from time to time.



- (11) Keep account of financial transactions made by or on behalf of the Society and to prepare an annual statement of account and a balance sheet for presentation to the Annual General Meeting.
- (g) Each member of the Management Committee shall have one vote.
- (h) If more than three members of the Management Committee shall resign or cease to be members of the Society during the course of a financial year, a special General Meeting of the Society shall be called by the Management Committee for the purpose of electing officers in their place.
- (i) Two thirds of members of the Management Committee shall be personally present and shall be a quorum for a meeting of the Management Committee.
- (j) The Management Committee shall meet at least six times per year and it is expected that all members of the committee attend all of the meetings. If a member is absent from three meetings without the prior consent of the Management Committee he or she would be obliged to resign from the Management Committee.
- (k) The Management Committee shall be responsible for the appointment, co-ordination and functioning of the sub-committees of the Society as constituted from time to time and shall delegate any of its rights, powers and functions as required. The Secretary of each sub-committee shall keep minutes of meetings and forward them to the Secretary of the Society.

CONSULTANTS

9. THE Management Committee shall be empowered to appoint such Consultants as the Management Committee shall think fit.

DIRECTOR

10. THE Management Committee may appoint a person with suitable qualifications to be a full time director of the Society on such terms and conditions as it thinks fit.

ANNUAL GENERAL MEETINGS

11. THE Society shall hold a General Meeting in the month of May in each year as its Annual General Meeting on such date and at such place as shall be determined by the Management Committee. The business of the Annual General Meeting shall be the receiving of the Annual Report of the



Management Committee and the statement of accounts for the financial year of the Society which shall terminate on the 31st March in each year, the election of officers required to be elected under these Rules, the appointment of Auditors and to conduct any other matters of business in relation to the affairs of the Society.

SPECIAL GENERAL MEETINGS

12. A Special General Meeting shall be called within fourteen days of the receipt by the Secretary of the Society of a requisition signed by not less than six members of the Society and setting out the purpose for which such meeting is to be called.

NOTICE OF GENERAL MEETINGS

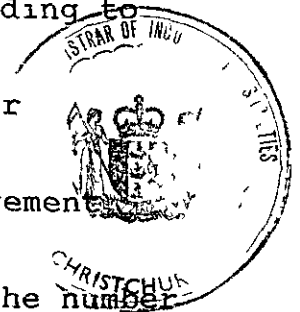
13. THREE clear days notice of every annual or special general meeting of the Society (exclusive in every case of the day for which it is given) specifying the place, the day and the hour of the meeting and in the case of special business, the general nature of that business shall be given to every member of the Society.

The accidental omission to give notice of a meeting within the prescribed time or the non-receipt of such notice by any person entitled to secure notice thereof shall not by itself invalidate any resolution passed or proceeding had at any meeting.

ELECTION OF MANAGEMENT COMMITTEE

14. ELECTION of the Management Committee of the Society at each Annual General Meeting shall be conducted according to the following provisions:-

- (a) All members of the Society shall be eligible for election to the Management Committee.
- (b) All members may vote in elections for the Management Committee.
- (c) If the number of candidates nominated exceeds the number of vacancies, election shall be by secret ballot, at the Annual General Meeting.
- (d) Persons elected to the Management Committee shall take office as from the termination of the Annual General Meeting at which such election is made.



CONDUCT OF MEETINGS

15.

- (a) No business shall be transacted at a General Meeting of the Society unless a quorum is present when the meeting proceeds to business.
- (b) The convenor for the time being shall preside at any General Meeting. In the absence of the convenor the Management Committee shall elect one of their number to preside at such meeting.
- (c) The convenor of any such General Meeting may with the consent of any meeting at which a quorum is present (and shall if so directed by the meeting), adjourn a General Meeting from time to time and from place to place.
- (d) Every member present shall have one vote. At all General Meetings unless otherwise provided in these rules, a resolution put to the meeting shall be decided on the voices or if the convenor shall determine or any member shall so request, by a show of hands. The convenor shall have only a deliberative vote. Unless a poll is demanded, a declaration by the convenor of the meeting that a resolution has been carried or lost and an entry in the Minute Book of the Society shall be conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (e) If a poll is demanded by the convenor or at least three persons present in person at any General Meeting, it shall be taken in such manner as the convenor of the meeting shall direct and the result of the poll shall be accepted as the resolution of the meeting in which the poll was demanded.

FINANCE

16.

- (a) The general funds of the Society shall be under the control of the Management Committee.
- (b) All monies received by or for the Society shall be deposited in such bank or financial institution as the Management Committee from time to time shall determine. Withdrawals from any such bank shall be made any two of the Management Committee.



- (c) The Treasurer shall present to the Annual General Meeting of the Society a properly drawn up statement of income and expenditure for the preceding financial year and a balance sheet as at the end of such financial year. Such statement of accounts and balance sheet shall be audited by an Auditor elected by the Society at its Annual General Meeting.
- (d) The Treasurer shall cause proper books of accounts to be kept to record:-
 - (i) All sums of money received and expended by the Society and the matters in respect of which such receipt and expenditure take place.
 - (ii) All sales and purchases of goods by the Society.
 - (iii) The assets and liabilities of the Society.
- (e) The Society shall annually appoint one or more Auditor or Auditors who shall audit the accounts of the Society once every year and such Auditor or auditors shall have access at all reasonable times to the books and accounts of the Society and shall make a report to the Management Committee of the accounts and state whether the same exhibit a true and correct record and view of the affairs of the Society.

MINUTES

17. THE Secretary shall cause minutes to be duly entered in the books provided for that purposes:-

- (a) Of all appointments of officers and other persons under the provisions of these Rules.
- (b) Of the names of the persons at each meeting of the Management Committee.
- (c) Of all resolution and proceedings of general council meetings and meetings of the Management Committee.

Any such minutes of any meeting of the Management Committee if purporting to be confirmed at and signed by the convenor of the next succeeding meeting shall be receivable as prime facie evidence of the matters stated in such minutes.



NOTICES

18. A notice may be served by the Society upon any member either personally or by sending it through the post addressed to such member at his registered address. Any notice served by post shall be deemed to have been served on the third day following that on which such notice is posted.

REGISTERED OFFICE

19. THE registered office of the Society shall be at Christchurch or any such place or places in New Zealand from time to time as the Society may determine.

COMMON SEAL

20. THE Society shall have a common seal with power from time to time to destroy the same and substitute a new seal in lieu thereof and the common seal for the time being of the Society shall be kept under such custody and control as the Society or the Management Committee shall from time to time prescribe and in the absence of any prescription in that behalf shall be kept in the custody of the Secretary.

21. THE common seal of the Society shall not be used except in pursuance of a resolution of the Management Committee. Any deed document debenture security or other contract which is required to be under the common seal of the Society by Section 15 of the Incorporated Societies Act 1908 or which the Management Committee may by resolution determine shall be under the common seal of the Society shall have the common seal affixed thereto in the presence of any officer of the Society and any two other members of the Management Committee as may be authorised in that behalf by resolution of the Management Committee.

AMENDMENTS TO THE CONSTITUTION

22.

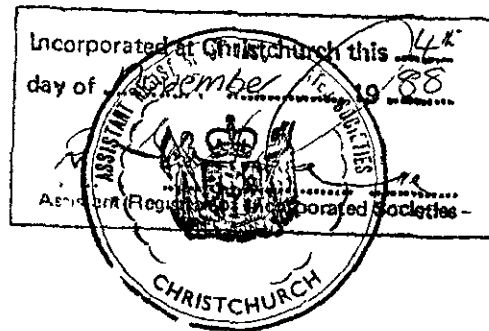
- (a) The constitution of the Society shall not be altered or added to or rescinded except at a General Meeting of the Society. Alterations to the Constitution shall be passed by two thirds majority of the members present at that meeting.
- (b) Notice of motion to alter, add to or rescind the Constitution of the Society shall be given in writing to the Secretary not less than 21 days before the General Meeting to which such motion is to be submitted.



(c) If any alteration to the Constitution is made then it must not alter the charitable nature of the Society.

WINDING UP

23. IN accordance with Section 24 of the Incorporated Societies Act 1908 the Society shall be wound up or dissolved voluntarily whenever a resolution to wind up or dissolve has been passed by a two thirds majority at a General Meeting. Such resolution shall be confirmed by a resolution passed by two thirds majority at a subsequent General Meeting called for that purpose and held not earlier than 30 days after the meeting which the resolution so to be confirmed was passed. There must be a further resolution in respect of the distribution of any surplus funds of the Society. Any surplus funds must be distributed to a charity approved by a two thirds majority of the General Meeting.



THIS is the document marked "A" referred to in the annexed declaration of JILL LOUISE PENGELLY Solicitor of Christchurch made at Christchurch this 3rd day of November 1988 before me:-

A Solicitor of the High Court of New Zealand