

*Certified copy, original sighted
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CONSTITUTION OF

Probasee Bengalee Association of New Zealand Incorporated

1. NAME

The name of the Society shall be **Probasee Bengalee Association of New Zealand Incorporated**, hereinafter referred to as the 'Association'.

2. OBJECTIVES

- (a) To promote better communication and liaison between the Bengali speaking people in New Zealand.
- (b) To promote better communication and understanding between the Association and the Government of New Zealand and its various departments, local authorities, other groups and individuals for the benefit of Bengali speaking people residing in New Zealand.
- (c) To promote and encourage Bengalees to be proud of their custom, language, culture and values.
- (d) To nourish the language and culture of Bengalee community by running a language school, a Bengali magazine and organising cultural events throughout the year.
- (e) To oversee and protect the interest of the members and to co-ordinate and assist the efforts of the Bengalee community throughout New Zealand for the progress and development and the betterment of the said community.
- (f) To make such representation to government or government organisations both non-statutory and statutory as required in the fulfilment of the Association's objectives.

3. MEMBERSHIP

- (a) Membership is open to all Bengali speaking people of age 18 years and above and his / her spouse residing in New Zealand.
- (b) Associate Members: Associate membership is open to any person of age 18 years and above who respects the Bengali culture and wishes to be a part of the Association. Associate members do not have voting rights. They can however, give suggestions pertaining to the activities and operating procedures of the association.
- (c) Any person eligible for membership may apply by lodging an application to the General Secretary for approval and acceptance by the Executive Committee whose decision will be final.
- (d) A member may withdraw his/her membership from the organisation, in writing, to the General Secretary. Membership fee for the unused period will not be refunded.
- (e) Unless membership fee is paid in full within three months of the AGM, membership will lapse and members' names will be deleted from the register.
- (e) (i) Where it is proposed to expel a member, the General Secretary on behalf of the Executive Committee shall give fourteen days notice to the member concerned of the SGM/AGM which will consider expelling that member.
- (ii) Any Member receiving notice in accordance with paragraph 3. (e). (i) of this rule shall have the right to appear in person or through other counsel at the meeting at which such member's expulsion is to be proposed and shall be given the opportunity to be heard and if necessary to call witnesses.
- (iii) SGM/AGM may expel a member from the Association on the grounds of conduct unbecoming or unworthy of a member by passing resolution by a two-third majority of the members present to that effect in accordance with this rule.
- (iv) The decision of the Association in SGM/AGM shall be final and conclusive and no person shall have any right to review or appeal to any court, other authority, on any question in law or act.

ASSISTANT REGISTRAR OF
INCORPORATED SOCIETIES



AUCKLAND

4. SUBSCRIPTIONS

The admission fee for this Association is \$5.00 per person and full/associate membership subscription is \$15.00 per year per person. A family membership fee of \$40.00 per family / per year is applicable if there are more than two members in a family residing at the same address.

The admission fee and membership subscription may be revised/alterd and the sum of which shall be determined at an Annual General Meeting (AGM) of the Association.

5. DEVELOPMENT AND MAINTENANCE OF ASSETS

The Association is encouraged and allowed to:

- (a) Purchase, take lease, exchange, and hire or otherwise acquire in its own name, any asset that may be deemed necessary or expedient for the purposes of the Association.
- (b) Construct and maintain or alter any houses, buildings or works necessary or expedient for the purposes of the Association. To take any gift or property whether or not subjects to any trust for one or more objectives of the association.
- (c) Manage, lease, mortgage, sell or otherwise deal with all or part of the Associations Property.
- (d) Take such step by personal or written appeals, public meeting and otherwise as from time to time may be deemed necessary for the objective of the Association and to mobilise fund in the form of grant, donation, contribution, subscription and otherwise.
- (e) Invest any fund of the Association not immediately required for any of its objectives in such manner as may from time to time be determined in the form of secured investment.
- (f) Undertake any lawful action as may be deemed incidental or conducive to the attainment of the objectives of the Association.

6. MEETINGS

(a) Annual General

The Annual General Meeting of the Association will be held within fourteen months of the previous AGM. The Executive Committee will fix a date as soon as it can be conveniently arranged for the following purposes:-

- (i) To receive the Annual Report and Statement of audited accounts for the preceding year duly audited by the Auditors appointed by the Association.
- (ii) To elect members of the Executive Committee for the ensuing year.
- (iii) To consider Notices of Motion provided that if the carrying of any such proposed motions would materially affect any of the above-mentioned business then such motion shall be dealt with prior to such business.
- (iv) To set the membership fee for the ensuing year.
- (v) To appoint the Auditor for the ensuing year.

At least fourteen days notice of the date of such meeting shall be given by ordinary post by the General Secretary to members and a copy of such notice shall be posted to the Registered Office.

(b) Special General

- (i) A Special General Meeting shall be deemed to have been duly convened if a notice calling the meeting and setting forth the general nature of the business were posted to each member at least seven days prior to the meeting.
- (ii) At the written request of not less than two third of the members (such request to state the business to be brought forward), the Secretary shall convene a Special General Meeting of the Association to consider same, such meetings to be held giving fourteen days notice.

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(c) Executive Committee

- (i) The Executive Committee meeting shall be held once in three-months.
- (ii) A notice of seventy-two hours must be given with the agenda but in case of an emergency a twenty-four hours notice shall be required.
- (iii) A proper minute of all meetings must be maintained.
- (iv) Previous minutes shall be read out, discussed, and approved unanimously prior to the commencement of any Executive meeting.

7. QUORUM

- (a) At any General Meeting of the Association there shall be not less than one-third of the members in person in order to form a quorum, whereas five members of the Executive committee are required to form a quorum prior to the commencement of any Executive Committee meeting. If there is no quorum present within an hour after the time fixed for commencement of the meeting, the meeting shall stand adjourned to the same day and hour of the following week. Those present at such adjourned meetings shall be competent to transact all the business for which the meeting was called.
- (b) Voting at AGM/SGM shall be organised by submission of voting papers by the full members who are physically present at the AGM to be held in Auckland. Voting at Executive Committee can be performed by showing of hands or by ballot as decided in the Executive Committee Meetings.

8. THE EXECUTIVE COMMITTEE

- (a) The Executive Committee shall consist of thirteen-Members (maximum) namely:
 - (i) President, Vice President, General Secretary, Treasurer, Cultural Secretary, Sports Secretary, and seven ordinary Executive Committee Members.
 - (ii) Four out of seven ordinary executive members to be co-opted from the cities / towns other than Auckland zone. The full members of the Association in a General Meeting shall elect the President, Vice President, General Secretary, Treasurer, Cultural Secretary, Sports Secretary, and three ordinary Executive Committee Members. The committee shall hold office up to next AGM. No one shall continue to hold any position if he/she has lost his/her membership.
 - (iii) An office bearer of the outgoing Executive Committee may be eligible for contesting the election for another year after which one year waiting period will apply for any office bearer position. The person already hold a particular position may continue to hold the same position if no other candidate is willing to contest for the same position in the election.
 - (iv) The Executive Committee will notice to the absentee member who is absent without apologies from three consecutive meetings, and up on discussion of the reasons explained by absentee member, the Executive Committee may appoint another person from the members in place of any person so removed or any person who may have resigned. The person so appointed shall be entitled to hold the office until the next Annual General Meeting.
 - (v) The President shall be Chairperson of all Executive Committee Meetings as well as the Annual General Meeting and Special General Meetings. In absence of the President, the Vice-President shall be Chairperson of the said meetings, and in the absence of the President and the Vice- President, the members present at an Executive Committee or a General Meeting may elect one of their members as Chairperson for that meeting.
 - (vi) The President may at any time upon not less than seventy-two hours notice convene a meeting of the Executive Committee.
 - (vii) Voting at Executive Committee Meetings shall be by show of hands or by a poll, each member present of the Executive Committee shall be entitled to record only one vote.
 - (viii) The Executive Committee shall have power to delegate to any of its members for any specified purpose such powers it may deem necessary. It shall also have the power to form sub-committees and to co-op any person to such sub-committees should it deem necessary.
 - (ix) In the case of a tie, the Chairperson shall have and shall exercise a casting vote and shall decide and declare the result.

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(b) POWERS AND RESPONSIBILITIES OF EXECUTIVE COMMITTEE MEMBERS

(i) **PRESIDENT:** The President will preside over all meetings of the Association, approve financial transaction and minutes of the meetings. He/she or his nominated representatives from the EC will represent the Association to the Government Departments or to various functions who have invited the Association. The President also will provide moral and public support for its members who are harassed by racial, religious or sexual discrimination. He/she will be one of the cheque signatories of the Association.

(ii) **VICE PRESIDENT:** The Vice President will assist the President as and when required. He or she will fill up the temporary vacation of the President's office and preside over the meeting in absence of the President. The Vice President will also perform other jobs and represent Association in the Government Departments as and when required.

(iii) **GENERAL SECRETARY (GS):** The General Secretary will take care of overall administration of the Association, initial approval of all financial transaction and take post-facto approval from the president.

a) The G.S. will issue notice of Agenda of the meetings, keep, issue, and write minutes of all the meetings.

b) The G.S. will organise all events of the Association with the help of respective EC members. He / She will organise any religious function as approved by the EC. He / She will organise the Language School with the help of other members of the Association.

c) The G.S. will receive letters, applications from all members, prospective members of the community and Government/other Departments and correspond with all of these accordingly.

d) G.S. will also be the in-charge of PO Box.

e) The G.S. will organise events as and when directed by the EC, to raise funds for the Association. He / she will also organise the social functions with the help from the secretaries / executive committee members and others.

f) The G.S. will issue press statements, seek legitimate funds from various government agencies. In consultation with the President, he / she shall also maintain liaison with the Government and it's various departments and local authorities.

iv) **TREASURER:** The Treasurer shall maintain accounts and books of the Association and shall deposit all money received into such bank as the Executive Committee may, from time to time direct, to the credit of the Association. The Treasurer shall submit a statement of the Association, having been previously examined and certified correct by an Auditor appointed by the Executive committee to the Annual General Meeting. All payments out of the funds of the Association shall be made in consultation with the G.S. He/she will be one of the cheque signatories.

All bank transactions are to be made by any two authorised signatories and instruction to the bank is to be given accordingly.

(v) **CULTURAL SECRETARY:** The Cultural Secretary shall be responsible for organising cultural functions as per decision of the EC. He or she shall ensure that all such functions be organised and staged decently. The Cultural Secretary will be responsible for bringing out newsletters, souvenir and other magazines as and when directed by the EC. He /she may constitute a sub committee for all the cultural events in consultation with the General Secretary.

(vi) **SPORTS SECRETARY:** The Sports Secretary shall organise various sports regularly, and arrange sports events such as annual sports. In future, he/ she will develop a team, which can participate in inter-ethnic sports competition in consultation with GS.

(vii) **ORDINARY EXECUTIVE COMMITTEE MEMBERS:** An ordinary EC member shall attend all the EC meetings, express own opinion, and perform all other jobs as and when asked by the EC.

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9. WINDING UP OR DISSOLUTION

(a) The Association may be wound up voluntarily if at a General Meeting of its members, a resolution was passed requiring the Association to be wound up, and the resolution is confirmed at a subsequent General Meeting called together for that purpose and held not earlier than thirty days after the date on which the resolution so to be confirmed was passed.

(b) Any property belonging to the Association on a voluntary winding up and all the property of the Association in the event of the dissolution by the Registrar shall, subject to the payment of any debts and liabilities of the Association, be donated to any charitable/voluntary organisation having similar objectives. The name of the charitable/voluntary organisation will be decided in a General Meeting.

10. COMMON SEAL

The Association shall have a common seal, which shall be in the custody of the Executive Committee and shall not be used without the authority of the EC and its affixing to be witnessed by three (3) EC members.

11. GENERAL

All complaints shall be made in writing to the General secretary. Every Member shall be bound by and observe the constitution, and by-laws of the Association.

12. ALTERATIONS TO THE CONSTITUTION

(a) The constitution or any clause of the constitution may be repealed, altered, added to or amended in any way at any AGM/SGM of the Association by a resolution to that effect passed by two third majority of the full members of the Association and entitled to vote or by an unanimous resolution taken at the AGM/SGM provided that 14 days' notice shall be given of any proposed repeal, alteration, addition or amendment.

(b) All members of the Association have the right to propose their opinion about addition or alteration or amendment of the constitution. Members will inform their opinion in writing to the General Secretary of the Association and she/he will place this opinion to the EC. The EC will make necessary arrangement of AGM/SGM with 14 days notice if the EC considers the proposed amendment is relevant. Should the proposal not be acceptable to the EC, the event must be communicated to the member(s) concerned, and such proposals will be submitted to the members at the next AGM under miscellaneous agenda.

13. ELECTION OF THE EXECUTIVE COMMITTEE

A member who wishes to hold a particular position in the EC must submit the prescribed Nomination form duly filled out. The nomination has to be proposed and seconded by two full members and to be accepted by the person willing to contest the election and to be submitted to the Returning Officer at least seven working days prior to the Annual General Meeting. The Returning officer shall have to be selected by the existing EC amongst the members who will not contest for any position in the ensuing year. Nominations for the positions of the nine EC members shall be made at the AGM of the Association. In the event of the number of nominations exceeding the number of vacancies, elections shall be made by secret ballot and to be held in Auckland. The election of the EC shall be conducted by the Returning Officer. The President of the retiring EC will announce the dismissal of the EC before new election of the EC. However, the retiring president may preside over the AGM until the conclusion of the AGM. Vacancies occurring on the EC from time to time may be filled in by the EC.

14. BRANCH OFFICE

(a) The EC will be allowed to open any new branch of the Association in any part of New Zealand. The branch office will have a steering committee of 5 members headed by an elected convenor. The committee will be responsible for all sorts of social and economic activities as



required in the fulfilment of the Association's objectives. However, the branch will seek approval of their activities including its budgets and all other functions.

(b) The branch will follow the constitution of the Association and instructions from the EC. The steering committee would be responsible for submitting the annual reports and audited accounts of the branch before the AGM of the branch.

(a) For any dispute, which cannot be resolved by the steering committee, the committee will contact the President or the General Secretary of the Association for further decision. In case of any illegal activities of the branch, the steering committee will be ceased and the branch activities will be stopped with immediate effect. However, the ceased steering committee can raise the issue to the AGM of the Association for judgement by the general members of the Association. The EC, if it is required, has the right to nominate or to arrange another steering committee to run the branch office up to the next AGM of the branch.

