

SEA CADET ASSOCIATION OF NEW ZEALAND (INCORPORATED)

CONSTITUTION AND RULES (last amended June 2010)

TITLE

1. The name of the Association shall be the Sea Cadet Association of New Zealand (Incorporated) hereinafter referred to as the Association. Short title - SCANZ.

REGISTERED OFFICE

2. The registered office of the Association shall be the street address of the SCANZ Secretary at 12/9 Arawa Road Hataitai Wellington 6021 New Zealand.

PURPOSES

3. The purposes of the Association shall be:
- a. to be the recognised national civilian support organisation for the Sea Cadet Corps in accordance with the provisions of the Defence Act 1990 and the New Zealand Cadet Forces (NZCF) Charter of Support (hereinafter referred to as the Charter)
 - b. to provide a clearly identifiable Association within which all organisations and individuals involved with the support of the New Zealand Sea Cadet Corps can jointly contribute either locally or nationally to the growth and development of the Sea Cadet Corps as a successful youth training organisation within the ambit of the New Zealand Cadet Forces.

OBJECTIVES

4. SCANZ has the following objectives:
- (a) To promote and develop national interest in the Sea Cadet Corps as a primarily maritime based youth training and leadership development organisation.
 - (b) To support the Sea Cadet Corps in furthering the youth development aims of the New Zealand Cadet Forces.
 - (c) To stimulate within the Sea Cadet Corps an interest in naval and maritime affairs and the Royal New Zealand Navy.
 - (d) To provide civilian support to all Sea Cadet Units to ensure they can operate effectively, efficiently and safely.

DUTIES AND RESPONSIBILITIES

5. In accordance with the purposes and objectives of the Association, the principal duties and responsibilities of SCANZ are:
- (a) To promote the Sea Cadet Corps and develop public awareness of the Sea Cadet Corps and its value as a youth organisation to New Zealand and the community.

- (b) To assist in the organisation, administration, maintenance and development of the Sea Cadet Corps and to consult with the Commandant of Cadets on policy issues relating to the Sea Cadet Corps.
- (c) To liaise with the Navy League or any Branch of the League for the provision of, or alterations to, buildings, property and other assets owned or leased by the Navy League or any Branch for the use of the Sea Cadet Corps on such terms and conditions as may be mutually agreed upon.
- (d) Where appropriate, to manage and maintain the buildings, property and other assets provided by the Navy League or any of its Branches under para 5(c) above.
- (e) To raise the finance and hold funds necessary for the prosecution of the aims of the Association.
- (f) To maintain liaison with the Air Training Corps Association of New Zealand and the Cadet Corps Association of New Zealand on matters of mutual interest.
- (g) To do all such things as a body corporate may generally do in furtherance of the objectives of the Association.

STRUCTURE AND ORGANISATION

- 6. The structure and organization of SCANZ takes into account the distributed nature of the Sea Cadet Units around New Zealand.
 - a The Association shall comprise a National Executive and Unit Branches and may be organised into Regional groupings if two or more branches within a particular geographic area so agree.
 - b Each Sea Cadet Training Ship will be supported by a SCANZ Branch Committee.
 - c Branch Committees shall have the Constitution at Schedule I to this Constitution

REGIONAL COMMITTEES

- 7. Regional Committees may take two forms; those that are co-coordinating bodies for Units in the Region and do not hold any funds or assets and those that do have funds or assets.
- 8. Regional Committees that hold Funds are to operate in accordance with the Constitution at Schedule II to this Constitution.

OBLIGATIONS OF ASSOCIATION BRANCH COMMITTEES FOR UNITS IN ACCORDANCE WITH THE NZCF CHARTER

- 9. The unit branches of the recognised civilian support organisations are responsible for:

- a. assisting the Unit Commander with the preparation and support of the annual programme of local unit training activities which require community funding and support,
- b. approval and support of cadet activities planned by the Unit Commander which are additional to New Zealand Defence Force (NZDF) provided training and activities,
- c. providing and administering funds for the unit's local training, activities, equipment and clothing,
- d. assistance with the provision of unit accommodation and accommodation maintenance,
- e. promotion of the unit within the region,
- f. assistance to the Unit Commander with Cadet Force officer recruitment from within the community,
- g. liaison with the Unit Commander on budgetary matters which may affect the unit operation,
- h. fostering links with other cadet units in conjunction with the Unit Commander,
- i. regular liaison with the local branch of the RNZRSA and similar organisations,
- j. promotion of the participation of cadets in community service.
- k. assistance to the Unit Commander in the supervision of unit events to ensure the activities meets the aims and objectives of the NZCF,
- l. assistance to the Unit Commander with managing risks associated with unit (NZCF) activities,
- m. assist Unit Commanders in their responsibilities for the recruitment and retention of Sea Cadets including the publicity and public relations of the unit and the Sea Cadet Corps generally,
- n. promote social and recreational activities for the benefit of Sea Cadets,
- o. assist in providing accommodation for visiting cadets,
- p. provide support of cadets selected for overseas visits or in attending camps, excursions, exercises or authorized Sea Cadet activities at National, Regional or inter-unit level.

BRANCH COMMITTEE MEMBERSHIP

10. The following rules apply to membership of Unit SCANZ Branch Committees:

- a. Membership of Unit Branches shall be open to parents or guardians of Sea Cadets, former cadets, and any other person with an interest in Sea Cadets.
- b. No Officer shall be precluded from attendance at a Branch Committee meeting and the Unit Commander or nominee should attend all Branch Committee meetings.
- c. Except as provided by paragraph 11b no serving NZCF officer with a cadet unit shall be eligible for election or appointment to a Unit Branch Committee for that Unit so long as that person remains a serving officer with that Unit.

BRANCH COMMITTEE STRUCTURE

11. Each Unit Branch shall elect annually a Branch Committee comprising:
 - a. a Chairperson, Secretary, Treasurer and such other members as may be elected at the Annual General Meeting of the Branch. The Branch Committee may co-opt such persons as it considers fit to replace vacancies arising.
 - b. Unit Commanders of the Sea Cadet Sea Training ship or their nominee shall be a non voting ex officio member of the Branch Committee.
 - c. Each Branch Committee may include one Sea Cadet representative, elected by the Sea Cadets of the unit. Any such Sea Cadet Representative shall be a voting member but may not hold office in the Unit Branch Committee.

BRANCH COMMITTEE OPERATION

12. In addition to the obligations listed in Para 9 (a – p) above:
 - a. the Secretary of each Unit Branch shall maintain a Minute Book in which all decisions made are to be recorded, especially those related to income and expenditure.
 - b. each Unit Branch shall conduct a banking Account under the control of at least two signatories one of whom who must be an office bearer and disbursement of funds shall be determined by the Branch Committee.
 - c. A Unit Branch Committee shall have power to fix and determine annual branch membership subscriptions.
 - d. Each Branch Committee shall notify the National Secretary of the names of the Chairperson, Secretary and Treasurer, of any changes as they occur, and the membership strengths of their Unit Branch.

THE NATIONAL EXECUTIVE

13. The Management of the Association shall be vested in a National Executive Committee. The obligations of the National Executive in accordance with the Charter are:
 - a. national promotion of the Sea Cadet Corps;

- b. approval of Corps training and activities which complement the training programme provided by NZDF;
- c. sponsorship for funding purposes for units they support;
- d. support of inter-unit activities between units and Corps;
- e. assistance in finding unit accommodation and the provision of suitable training and activity equipment;
- f. informing HQ NZCF of any Association policies which affect their responsibilities under the Charter;
- g. regular consultation with the Commandant NZCF on NZDF policy issues affecting Cadet Force Units;
- h. liaison with other organisations which support cadet units or Corps;
- i. attendance of a representative at the annual Cadet Advisory Council (CAC) meeting to represent the views and issues of individual Corps national support organizations,
- j. provision of a representative for the of the Cadet Advisory Council Standing Committee (CACSC),
- k. liaison with overseas cadet organisations or units for international cadet exchanges,
- l. administration of national resources and assets acquired for the benefit of the Sea Cadet Corps,
- m. in consultation with the Commandant, provision of a disputes resolution process for Unit Support Committees.

NATIONAL EXECUTIVE MEMBERSHIP

- 14. The National Executive shall comprise:
 - a. a President. The filling of the office of President shall be by vote at the biennial Conference of the Sea Cadet Association.
 - b. The President of the Navy League of NZ Inc or Wellington based nominee.
 - c. Such Vice Presidents to represent Unit Branches within the Northern, Central and Southern Areas of the New Zealand Cadet Forces with not more than two Vice Presidents per area. Where a regional organisation exists, Vice Presidents will be appointed by that organisation otherwise they will be appointed by the National Executive.
 - d. a National Secretary.
 - e. a Treasurer (but may be combined with the duties of Secretary)

- f. a Sea Cadet Training Ship Unit Commander or a retired Sea Cadet Unit Commander to be selected by the Unit Commanders at the SCANZ Biennial Conference.
- g. the Chief of Navy (CN) or nominee.
- h. the Commandant of Cadet Forces or nominee.
- i. The NZCF Boats Officer or nominee.
- j. The National Executive may invite the following organisations or other organisations expressly interested in Sea Cadets to have a representative as an ex-officio member of the Executive.
 - (1) The Royal New Zealand Naval Volunteer Reserve.
 - (2) The Royal New Zealand Navy Association.
 - (3) The Royal New Zealand Returned Services Association
 - (4) The New Zealand Master Mariners Association.
- k. Alternates may be appointed for the positions specified in paras (b) (c) and (f) and (i) such alternates shall be entitled to attend any meeting but may not vote if the principal office holder is also present.

MANAGEMENT

- 15. The National Executive:
 - a. may appoint such sub Committee's consisting of Executive members and others as it considers necessary to conduct the business of the association.
 - b. may make honorary appointments to all Committees except that a person or firm may be employed or engaged as Secretary and/or Treasurer to the National Executive.
 - c. may appoint annually an auditor who shall be a member of the New Zealand Society of Accountants.
 - d. shall have the power to determine conditions of membership of the Association.
 - e. shall comply with the requirements of the Charities Act 2005.

SUSPENSION OR EXPULSION OF MEMBERS.

- 16. The National Executive may suspend or expel members of the National Executive and Branch Committees may suspend or expel members of their committee if:
 - a. they are convicted in a court of law, and;
 - b. by their actions bring the organisation into disrepute; or

c act in contravention of the Constitution of the Association.

17. The procedure for suspension or expulsion of members will be as follows:

- a. Any person or organisation may make a complaint to the Executive or Committee. Every such complaint will be in writing and addressed to the Secretary.
- b. If the Executive or Committee considers that there is sufficient substance in the complaint, it will invite the member to attend a meeting of the Executive or Committee and to offer a written and/or oral explanation of the member's conduct.
- c. The Executive or Committee will give the member at least ten (10) working days written notice to the last known address of the member that notice will be delivered either by post or by courier. The notice will:
 - (1) clearly set out the nature and substance of the complaint in plain language sufficient to enable the member to offer an explanation of the member's alleged conduct; and
 - (2) inform the member of the procedures and remedies open to the Executive or Committee.
- d. If the Executive or committee is dissatisfied with the member's explanation the Executive Committee may suspend or expel the member from the Association.
- e. A member expelled or suspended by the National Executive may within ten (10) working days give written notice of appeal to the Secretary. The Secretary will then call a meeting of an Appeal Committee consisting of three Association members nominated by the Executive and three nominated by the appellant. The Appeal committee shall have an independent Chairperson agreed by the Executive and appellant.
- f. A member expelled or suspended by a Branch Committee may within ten (10) working days give written notice of appeal to the Secretary. The Secretary will then call a Special General Meeting to take place within fifteen (15) working days of the notice of appeal. If that meeting passes a resolution rescinding the suspension or expulsion, the member will be reinstated immediately.
- g. If any member's unacceptable behaviour in accordance with the Rule at Para 14 is brought to the attention of the Executive or Committee on more than three occasions, then they will lose the right of reinstatement.

CAPITATION

18. The National Executive shall have power to determine and levy a capitation fee to be payable by Unit Branches on such basis as may be recommended by the Executive to the SCANZ Biennial Conference.

FINANCIAL YEAR

19. The financial year of the Association shall be 1 January to 31 December.

ADMINISTRATION

20. Communication between the National Executive and Unit Branch Committees should normally be conducted through the office of the Association.

21. Unit Branch Committees may communicate directly with the Commandant of Cadets on matters of administration and maintenance of the Training Ship they support as laid down in the Cadet Forces Manual.

22. Unit Branch Committees shall meet as regularly as required but desirably not less than on a monthly basis.

23. The National Executive shall meet not less than twice per year. Additional meetings of the Executive may be called by the President or by a request in writing to the President by a Vice-President and one other member of the Executive.

GENERAL MEETING OF THE SEA CADET ASSOCIATION

24. A general meeting of the Association shall be held biennially. The date and place of the biennial General Meeting shall be notified by the Secretary of the National Executive by notice in writing not less than 21 clear days before the date of the meeting.

25. Each Unit Branch Committee shall have the right to send two representatives to any General Meeting of the Association who shall have speaking rights. Other members of the Association (including Branch members) may attend a General Meeting as observers.

SPECIAL GENERAL MEETINGS OF ASSOCIATION OR UNIT BRANCH

26. A special General Meeting of the Association or Unit Branch Committee may be called in the following manner:

- a. Association. By the National Executive of its own volition or a request in writing by six Unit Branches.
- b. Unit Branch Committee. By a request in writing of six members.

NOTICE OF MEETINGS

27. Seven days notice shall be given of meetings of the National Executive, not less than 21 days notice in writing of a General Meeting, and 14 days notice of a Special General Meeting shall be given.

VOTING RIGHTS

28. At a General or a Special General Meeting of the Association each Unit Branch shall be entitled to one vote.
29. At National Executive or Unit Branch meetings each member shall be entitled to one vote.
30. Every question to be decided at a meeting shall be decided firstly on the voices entitled to vote, then if the Chairperson so desires, on a show of hands. If any member present who is entitled to vote so requests, a ballot of those entitled to vote shall be held.
31. In the event of an equality of votes for and against, the Chairperson shall have the right to exercise a casting vote in addition to a deliberative vote.

ELECTION OF OFFICERS TO THE EXECUTIVE OR UNIT BRANCH COMMITTEES

32. Office bearers shall be elected by a show of hands or, if necessary, by ballot by those present entitled to vote and shall take office at the conclusion of the meeting at which they are elected.

ALTERATION TO RULES

33. These rules may not be altered or rescinded except by resolution passed at a General Meeting or Special General Meeting of the Association. No addition or alteration, or rescission of these rules shall be approved if it or they affect Rule 38 or Rule 42, of this constitution or change the charitable nature of the Association, or permit any benefit, assets or monies being applied or used for any form of personal gain.

COMMON SEAL

34. The Common Seal of the Association shall be affixed by the President or his appointed deputy and the Secretary shall keep custody of the Common Seal.

WINDING UP OF A UNIT

35. In the event of a Unit being placed in recess by the Commandant of the Cadet Forces, or that the Branch Committee determines that the Unit should be placed in recess or be disbanded, the Chairperson of the Branch Committee shall immediately inform the National Executive. No other action is to be taken until the National Executive decision is advised. The National Executive will determine within 14 days whether it wishes that the unit should continue or not. If it is not to continue then the Branch Committee shall:
- a. Bank all monies and where possible collect all outstanding debts to the Unit Branch.
 - b. Pay all outstanding accounts.
 - c. Transfer the balance of the bank account to the Secretary of the Association together with a statement of accounts and the Unit Branch minute book.

- d. The Secretary of the Association will vest the funds received in a 'Trust' and from that 'Trust' may pay any further accounts submitted. If insufficient funds are transferred to meet further accounts it will be a matter for decision of the National Executive as to the payment of these outstanding accounts.
 - e. Any fixed assets of the Unit Branch shall be advised to the National Executive which shall arrange disposal as appropriate, or in accordance with any Trust or other instrument dealing with the disposal of those assets.
36. If the National Executive decides that the unit shall continue the Chairperson of the Branch Committee will be informed and advised of the measures the National Executive intends to take.
37. Should for any reason the Branch Committee decide it is unable to continue, the Chairperson is to immediately inform the National Executive. The National Executive will appoint the Regional Vice-President or any other suitable person to assume the function of the Branch Committee until a new committee can be formed. The Minute books, financial instruments and accounts are to immediately be passed to that person. All items of unit property in the possession of any Committee member are to also be immediately passed to that person.
38. In the event of the liquidation of the Association all remaining funds, property and assets shall be transferred to the Navy League of NZ (Inc) or in the event that this is not possible, shall be transferred for use solely within New Zealand to such organisations having similar charitable objectives as the National Executive elects or for such charitable objects within New Zealand as may be directed by a Judge of the High Court.

CONTROL OF FUNDS

39. The National Executive may from time to time appoint and empower such persons as it deems fit to draw promissory notes, bills of exchange, bills of lading, drafts and other instruments either for the purpose of security or otherwise as the case may be, save that all such documents shall be executed only by resolution of the National Executive or duly appointed committee and shall be attested by the signatures of no fewer than two of the persons so appointed and empowered.
40. Monies or assets raised or collected by Unit Branches of their own volition and not by the direction of the National Executive shall be the property of that Unit Branch and may be applied in such a manner for the benefit of the Sea Cadet Training Ship or Sea Cadets in general as the Unit Branch sees fit.
41. Funds or assets provided by the Navy League of New Zealand Inc or Branches of that League, including funds/assets derived by way of gift or legacy to the League or a Branch, are to be used solely for the purposes directed by the League or Branch and in strict accordance with the terms of the donation or gifting.
42. None of the assets or income of or in connection with the Association's

property shall at any time go or be distributed between or among or paid to any person who is an office holder of the Association or member or office holder of any Branch of the Association or associated persons of any of them, PROVIDED HOWEVER:

- a. That any such office holder or member or associated person may be paid out-of-pocket expenses etc incurred by them on provision of receipts/invoices in connection with the administration of the Association's property.
- b. That the Association may pay to any person lending money to it, in accordance with rules of the Association, interest at a reasonable rate on the money so lent.
- c. That any person engaged in any profession, business or trade, shall be entitled to be paid all usual professional business and trade charges for business transacted, time expended and all acts by them or any employee or partner of theirs in connection with the Association.

43. The Treasurer shall have the power to receive all levies, fees donations or other monies and lodge these in a bank or bank accounts approved by the National Executive and to pay out of the funds of the Association any expenditure which may be incurred and which has been approved by the National Executive.

44. The Treasurer will keep a proper account of income and expenditure and trust funds and assets and shall produce an annual statement of accounts and balance sheet of the Sea Cadet Association.

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PROPERTY AND EQUIPMENT

46. The rentals and/or conditions for the use of buildings, properties or equipment owned or leased by the Navy League of New Zealand Inc or Branches or Sub Branches of that League and made available for Sea Cadet Unit purposes shall be as agreed between the National Executive or Unit Branch and the owners, and may be reviewed every three years or at such other intervals as may be mutually agreed bearing in mind the objectives of both organisations.

47. Alterations, extensions or major structural changes to buildings shall not be undertaken without the written approval of the owner of the buildings.

48. Boats owned by SCANZ and allocated to units shall not be transferred between units without the consent of the National Executive.

RESOLUTION OF DISPUTES

49. Any dispute between a Unit and a Branch Committee of the Association shall be submitted to the Commandant for resolution in accordance with DFO 7.

SEA CADET TRUST FUNDS HELD BY NAVY LEAGUE

50. The use of trust funds and assets held for Sea Cadet purposes by the

Navy League of New Zealand (Inc) shall be arranged on the following basis:

- a. National Funds and assets: by application through the National Executive to the National Council of the Navy League.
- b. Trust Funds and assets held by Navy League Branches: by arrangement between Unit Branches and the Navy League Branch concerned.

We the several persons whose names are subscribed hereto being members of the above mentioned Society hereby of the make application for the incorporation of the Society under the foregoing Rules in accordance with the Incorporated Societies Act 1908.

Signed on Original Document held by the Secretary to the SCANZ Executive.

Schedule I Sea Cadet Association of New Zealand Incorporated Branch Committee Constitution

Schedule II Sea Cadet Association of New Zealand Incorporated Regional Committee Constitution

Secretary's Note: This Constitution was last amended at the SCANZ Biennial General Meeting held in Wellington on 19 June 2010.

SCHEDULE I

SEA CADET ASSOCIATION OF NEW ZEALAND (INCORPORATED)

UNIT BRANCH CONSTITUTION AND RULES

(last amended June 2010)

TITLE

1. The name of the Branch shall be the T.S (unit name) Branch of the Sea Cadet Association of New Zealand (Incorporated) hereinafter referred to as the Branch.

PURPOSES

2. The purposes of the Branch shall be:
- a. To be the recognised civilian support organisation for the their Sea Cadet Corps Unit in accordance with the provisions of the Defence Act 1990 and the New Zealand Cadet Forces (NZCF) Charter of Support (hereinafter referred to as the Charter)
 - b. To provide a clearly identifiable Branch within which all organisations and individuals involved with the support of the Unit can jointly contribute either locally or nationally to the growth and development of the Unit as a successful youth training organisation within the ambit of the New Zealand Cadet Forces.

OBJECTIVES

3. The Branch has the following objectives:
- a. To promote and develop interest in the Sea Cadet Corps.
 - b. To support the Unit in furthering the aims of the New Zealand Cadet Forces.
 - c. To provide support to the Unit to ensure it can operate effectively, efficiently and safely.
 - d. To stimulate within the Unit an interest in naval and maritime matters, the Royal New Zealand Navy and the Royal New Zealand Naval Volunteer Reserve.

DUTIES AND RESPONSIBILITIES

4. In accordance with the purposes and objectives of the Association, the principal duties and responsibilities of the Branch are:
- a. To promote the Sea Cadet Corps and develop public awareness of the Sea Cadet Corps and its value as a youth organisation to New Zealand and the community.
 - b. To assist in the organisation, administration, maintenance and development of the Unit.

- c. Where appropriate to liaise with the Navy League or any Branch of the League for the provision of, or alterations to, buildings, property and other assets owned or leased by the Navy League or any Branch or any branch of it for the use of the Unit on such terms and conditions as may be mutually agreed upon subject to the provisions of paragraphs 37 and 38.
- d. To raise the finance and hold funds necessary for the operation of the Unit.

OBLIGATIONS OF BRANCH COMMITTEES UNDER THE NZCF CHARTER

- 5. The Unit Branch is responsible for:
 - a. assisting the Unit Commander with the preparation and support of the annual programme of local unit training activities which require community funding and support,
 - b. approval and support of cadet activities planned by the Unit Commander which are additional to New Zealand Defence Force (NZDF) provided training and activities,
 - c. providing and administering funds for the unit's local training, activities, equipment and clothing,
 - d. assistance with the provision of unit accommodation and accommodation maintenance,
 - e. promotion of the unit within the region,
 - f. assistance to the Unit Commander with Cadet Force officer recruitment from within the community,
 - g. liaison with the Unit Commander on budgetary matters which may affect the unit operation,
 - h. fostering links with other cadet units in conjunction with the Unit Commander,
 - i. regular liaison with the local branch of the RNZRSA and similar service organisations,
 - j. promotion of the participation of cadets in community service,
 - k. assistance to the Unit Commander in the supervision of unit events to ensure the activities meet the aims and objectives of the NZCF,
 - l. assistance to the Unit Commander with managing risks associated with unit (NZCF) activities,
 - m. assist Unit Commanders in their responsibilities for the recruitment and retention of Sea Cadets including the publicity and public relations of the unit and the Sea Cadet Corps generally,
 - n. promote social and recreational activities for the benefit of Sea Cadets,
 - o. assist in providing accommodation for visiting cadets,

- p. provide support of cadets selected for overseas visits or in attending camps, excursions, exercises or authorized Sea Cadet activities at National, Regional or inter-unit level.

BRANCH COMMITTEE MEMBERSHIP

- 6. The following rules apply to membership of the Branch Committee:
 - a. Membership of the Branch Committee shall be open to parents or guardians of Sea Cadets, former cadets, and any other person with an interest in Sea Cadets.
 - b. Nothing in this Constitution shall prevent the presence of the Unit Officers at Committee meetings.
 - c. Except as provided in paragraph 7 b of this Constitution no unit officer shall be a member of the Branch Committee or hold office on the Branch Committee.

BRANCH COMMITTEE STRUCTURE

- 7. Each Unit Branch shall elect annually a Branch Committee comprising:
 - a. A Chairperson, Secretary, Treasurer and such other members as may be elected at the Annual General Meeting of the Branch. The Branch Committee may co-opt such persons as it considers fit to replace vacancies arising.
 - b. Unit Commanders of the Sea Cadet Sea Training ship or their nominee shall be a non voting ex officio member of the Branch Committee.
 - c. Each Branch Committee may include one Sea Cadet representative, elected by the Sea Cadets of the unit. Any such Sea Cadet Representative shall be a voting member but may not hold office in the Unit Branch Committee.

BRANCH COMMITTEE OPERATION

- 8. In addition to the obligations listed in Para 5 (a – p) above:
 - a. The Secretary of each Unit Branch shall maintain a Minute Book in which all decisions made are to be recorded, especially those related to income and expenditure.
 - b. Each Unit Branch shall conduct a banking Account under the control of at least two signatories one of whom must be an office holder and disbursement of funds shall be determined by the Branch Committee.
 - c. A Unit Branch Committee shall have power to fix and determine annual branch membership subscriptions.
 - d. Each Branch Committee shall notify the National Secretary of the names of the Chairperson and Secretary, of any changes as they occur, and the membership strengths of their Unit Branch.
 - e. The Branch Committee shall forward at the end each 6 monthly period and not later than 30 days afterwards to the National Executive a statement of

accounts for that period on the template provided. The end dates of the periods shall be 31 December and 30 June.

- f. The Branch Committee shall maintain a register of assets of the Branch including value of the asset. An updated copy of the list of assets is to be forwarded annually with the 31 December statement of accounts and at any other times as may be required by the National Executive for operational reasons.
- g. The Branch Committee may delegate to a Regional Committee such functions as may be mutually agreed. Such delegations are to be given in writing.

SUSPENSION OR EXPULSION OF MEMBERS

- 9. The Branch Committees may suspend or expel members of their committee if:
 - a. they are convicted in a court of law; and;
 - b. by their actions bring the organisation into disrepute; or
 - c. act in contravention of the Constitution of the Association or Branch.
- 10. The procedure for suspension or expulsion of members will be as follows:
 - a. Any person or organisation may make a complaint to the Committee. Every such complaint will be in writing and addressed to the Secretary.
 - b. If the Committee considers that there is sufficient substance in the complaint, it will invite the member to attend a meeting of the Committee and to offer a written and/or oral explanation of the member's conduct.
 - c. The Committee will give the member at least ten (10) working days written notice to the last known address of the member that notice will be delivered either by post or by courier. The notice will:
 - (1) clearly set out the nature and substance of the complaint in plain language sufficient to enable the member to offer an explanation of the member's alleged conduct; and
 - (2) inform the member of the procedures and remedies open to the Committee.
 - d. If the committee is dissatisfied with the member's explanation the Committee may suspend or expel the member from the Association.
 - e. A member expelled or suspended by a Branch Committee may within ten (10) working days give written notice of appeal to the Secretary. The Secretary will then call a Special General Meeting to take place within fifteen (15) working days of the notice of appeal. If that meeting passes a resolution rescinding the suspension or expulsion, the member will be reinstated immediately.

- f. If any member's unacceptable behaviour in accordance with the Rule at Para 13 is brought to the attention of the Committee on more than three occasions, then they will lose the right of reinstatement.

CAPITATION FEES

11. The National Executive shall have power to determine and levy a capitation fee to be payable by the Branch Committee on such basis as may be recommended by the Executive to the SCANZ Biennial Conference.

FINANCIAL YEAR

12. The financial year of the Branch shall be 1 January to 31 December.

ADMINISTRATION

13. Communication between the National Executive and the Branch Committee should normally be conducted through the office of the Association.

14. The Branch Committee may communicate directly with the Commandant of Cadets on matters of administration and maintenance of the unit they support, as laid down in the Cadet Forces Manual.

15. The Branch Committee shall meet as regularly as required but desirably not less than on a monthly basis.

SPECIAL GENERAL MEETINGS OF ASSOCIATION OR UNIT BRANCH

16. A special General Meeting of the Association or Unit Branch Committee may be called in the following manner:

- a. Association. By the National Executive of its own volition, or a request in writing by six Unit Branch Committees.
- b. Unit Branch. By a request in writing of six members.

NOTICE OF MEETINGS

17. Seven days notice shall be given of meetings of the National Executive, not less than 21 days notice in writing of a General Meeting, and 14 days notice of a Special General Meeting shall be given.

VOTING RIGHTS

18. At a General or a Special General Meeting of the Association each Unit Branch shall be entitled to one vote.

19. At Unit Branch Committee meetings each member shall be entitled to one vote.

20. Every question to be decided at a meeting shall be decided firstly on the voices entitled to vote, then if the Chairperson so desires, on a show of hands. If any member present who is entitled to vote so requests, a ballot of those entitled to vote shall be held.

21. In the event of an equality of votes for and against, the Chairperson shall have the right to exercise a casting vote in addition to a deliberative vote.

ELECTION OF OFFICERS TO THE EXECUTIVE OR UNIT BRANCH COMMITTEE

22. Office bearers shall be elected by a show of hands or, if necessary, by ballot by those present entitled to vote and shall take office at the conclusion of the meeting at which they are elected.

ALTERATION TO RULES

23. These rules may not be altered or rescinded except by resolution passed at a General Meeting or Special General Meeting of the Association. No addition or alteration, or rescission of these rules shall be approved if it or they affect Rule 38 or Rule 42, of the Association rules or change the charitable nature of the Association, or permit any benefit or monies or assets being applied for personal gain.

WINDING UP OF UNIT

24. In the event of a Unit being placed in recess by the Commandant of the Cadet Forces, or that the Branch Committee determines that the Unit should be placed in recess or be disbanded, the Chairperson of the Branch Committee shall immediately inform the National Executive. No other action is to be taken until the National Executive decision is advised. The National Executive will determine within 14 days whether it wishes that the unit should continue or not. If it is not to continue then the Branch Committee shall:

- a. Bank all monies and where possible collect all outstanding debts to the Unit Branch.
 - b. Pay all outstanding accounts.
 - c. Transfer the balance of the bank account to the Secretary of the Association together with a statement of accounts and the Unit Branch minute book.
 - d. The Secretary of the Association will vest the funds received in Trust and from that may pay any further accounts submitted. If insufficient funds are transferred to meet further accounts it will be a matter for decision of the National Executive as to the payment of these outstanding accounts.
 - e. Any fixed assets of the Unit Branch shall be advised to the National Executive which shall arrange disposal as appropriate.
25. If the National Executive decides that the unit shall continue the Chairperson of the Branch Committee will be informed and advised of the measures the National Executive intends to take.

DISSOLUTION OF BRANCH COMMITTEES

26. Should for any reason the Branch Committee decide it is unable to continue, the Chairperson is to immediately inform the National Executive. The National Executive will appoint the Regional Vice-President or any other suitable person to assume the function of the Branch Committee until a new committee can be formed. The Minute books, financial instruments and accounts are to immediately be passed

to that person. All items of unit property in the possession of any Committee member are to also be immediately passed to that person.

27. Should the Branch Committee fail to meet its obligations under this constitution then the National Executive may dissolve the Branch Committee and will appoint the Regional Vice-President or any other suitable person to assume the function of the Branch Committee until a new committee can be formed. The Minute books, financial instruments and accounts are to immediately be passed to that person. All items of unit property in the possession of any Committee member are to also be immediately passed to that person.

CONTROL OF FUNDS

28. Branches Committees shall not borrow or lend funds or assts, enter into loans as borrower or lender without the prior approval of the National Executive.

29. Subject to compliance with the quarterly reporting requirements set out in paragraph 8(e) and 8(f) all monies or assets raised or collected by Branch Committees of their own volition and not by the direction of the National Executive shall be the property of that Unit Branch and may be applied in such a manner for the benefit of the Sea Cadet Training Ship or Sea Cadets in general as the Branch Committee sees fit.

30. Funds provided for specific purposes may only be used for those purposes.

31. None of the assets or income of or in connection with the Association's property (which includes property of the Branch Committee) shall at any time go or be distributed between or among or paid to any person who is an office holder of the Association or member or office holder of any Branch Committee of the Association or associated persons of any of them, PROVIDED HOWEVER:

- a. That any such office holder or member or associated person may on provision of receipts/ invoices be paid out-of-pocket expenses incurred by them in connection with the administration of the Association's property.
- b. That any person engaged in any profession, business or trade, shall be entitled to be paid all usual professional business and trade charges for business transacted, time expended and all acts by them or any employee or partner of theirs in connection with the Branch.

32. The Treasurer of the Branch Committee shall have the power to receive all levies, fees, donations or other monies and lodge these in a bank or bank accounts approved by the Branch Committee and to pay out of the funds of the Branch Committee any expenditure which may be incurred and which has been approved by the Committee.

33. The Treasurer will keep a proper account of income and expenditure and shall produce a statement of accounts in accordance with paragraph 8.e and an annual balance sheet of the Branch.

REPORTS

34. The Branch Committee shall forward a copy of the minutes of its Annual General Meeting and Annual Accounts to the Secretary of the National Executive.

PROPERTY AND EQUIPMENT

35. SCANZ is responsible under the Charter for the provision of accommodation of premises for units. The identification of suitable premises is the responsibility of Branch Committees.
36. The Branch Committee may rent properties from external authorities for the Unit and are then responsible for such out goings as may be required to maintain that tenancy.
37. The Branch Committee may not enter into any agreement for the purchase or lease of real property without the approval of the National Executive. Any such leases or agreements will normally require the Seal of the Association and are to be forwarded to the Nation Executive for review by the Associations legal advisors before any commitment is made.
38. Alterations, extensions or major structural changes to buildings shall not be undertaken without the written approval of the owner of the buildings.
39. Boats owned by SCANZ and allocated to units shall not be transferred between units without the consent of the National Executive.

Secretary's Note: This Schedule was last amended at the SCANZ Biennial General Meeting held in Wellington on 19 June 2010.

SCHEDULE II

SEA CADET ASSOCIATION OF NEW ZEALAND (INCORPORATED)

REGIONAL COMMITTEE CONSTITUTION AND RULES

(last amended June 2010)

TITLE

1. The name of the Regional Committee shall be the (area name) Regional Committee of the Sea Cadet Association of New Zealand (Incorporated) hereinafter referred to as the Regional Committee

PURPOSES

2. The purposes of the Regional Committee shall be:
- a. To be a coordinating body for Units in the region.
 - b. To carry out such functions as may be delegated to it by the National Executive or Units in the Region.
 - c. To elect a Regional Vice President for their Region
 - d. To administer funds and property on behalf of the National Association or Units.
 - e. Where appropriate to liaise with the Navy League or any Branch of the League for the provision of, or alterations to, buildings, property and other assets owned or leased by the Navy League or any Branch of it for the use of the Unit on such terms and conditions as may be mutually agreed upon subject to the provisions of paragraphs 24 and 25.

REGIONAL COMMITTEE MEMBERSHIP

3. The Regional Committee shall comprise the following:
- a. Regional Vice Presidents,
 - b. At least one representatives of each Branch Committee that chooses to be a member of the Regional Committee.
 - c. Such other persons as may be appointed by the above as necessary to enable the Committee to carry out its obligations.

REGIONAL COMMITTEE STRUCTURE

4. Each Regional Committee shall elect annually:
- a. A Chairperson, Secretary, Treasurer and any such other office holders as may be necessary to meet its obligations.

- b. Unit Commanders of the Sea Cadet Sea Training ships in the region or their nominee shall be eligible to be members of the Regional Committee but not office holders.

REGIONAL COMMITTEE OPERATION

- 5. The regional Committee shall operate as follows:
 - a. The Secretary of each Regional Committee shall maintain a Minute Book in which all decisions made are to be recorded, especially those related to income and expenditure.
 - b. The Regional Committee shall conduct a banking Account under the control of at least two signatories at least one of whom shall be an office holder and disbursement of funds shall be determined on the advice of the relevant Branch Committee.
 - c. The Regional Committee shall notify the National Secretary of the names of the Chairperson, Secretary and Treasurer and of any changes as they occur.
 - d. The Regional Committee shall forward at the end each six monthly period and not later than 30 days afterwards to the National Executive a statement of accounts for that period on the template provided. The end dates of the periods shall be 31 December and 30 June.
 - e. The Regional Committee shall maintain a register of assets of the Committee including value of the asset. An updated copy of the list of assets is to be forwarded annually with the 31 December statement of accounts and at any other times as may be required by the National Executive for operational reasons.

SUSPENSION OR EXPULSION OF MEMBERS.

- 6. The Regional Committee may suspend or expel members of their committee if:
 - a. they are convicted in a court of law, and;
 - b. by their actions bring the organisation into disrepute; or
 - c. act in contravention of the Constitution of the Association or Regional Committee
- 7. The procedure for suspension or expulsion of members will be as follows:
 - a. Any person or organisation may make a complaint to the Committee. Every such complaint will be in writing and addressed to the Secretary.
 - b. If the Committee considers that there is sufficient substance in the complaint, it will invite the member to attend a meeting of the Committee and to offer a written and/or oral explanation of the member's conduct.
 - c. The Committee will give the member at least ten (10) working days written notice to the last known address of the member that notice will be delivered either by post or by courier. The notice will:

- (1) Clearly set out the nature and substance of the complaint in plain language sufficient to enable the member to offer an explanation of the member's alleged conduct; and
 - (2) Inform the member of the procedures and remedies open to the Committee.
- d. If the committee is dissatisfied with the member's explanation the Committee may suspend or expel the member from the Association.
- e. A member expelled or suspended by a Regional Committee may within ten (10) working days give written notice of appeal to the Association Secretary. The Secretary will then call a Special National Executive to take place within fifteen (15) working days of the notice of appeal. If that meeting passes a resolution rescinding the suspension or expulsion, the member will be reinstated immediately.
- f. If any member's unacceptable behaviour in accordance with the Rule at Para 13 is brought to the attention of the Committee on more than three occasions, then they will lose the right of reinstatement.

FINANCIAL YEAR

8. The financial year of a Regional Committee shall be 1 January to 31 December or such other date approved by the National Executive.

ADMINISTRATION

9. Communication between the National Executive and the Regional Committee should normally be conducted through the office of the Association.
10. The Regional Committee shall meet as regularly as required but desirably not less than on a two monthly basis.

VOTING RIGHTS

11. At Regional Committee meetings each member shall be entitled to one vote.
12. Every question to be decided at a meeting shall be decided firstly on the voices entitled to vote, then if the Chairperson so desires, on a show of hands. If any member present who is entitled to vote so requests, a ballot of those entitled to vote shall be held.
13. In the event of an equality of votes for and against, the Chairperson shall have the right to exercise a casting vote in addition to a deliberative vote.

ELECTION OF OFFICERS TO THE REGIONAL COMMITTEES

14. Office bearers shall be elected by a show of hands or, if necessary, by ballot by those present entitled to vote and shall take office at the conclusion of the meeting at which they are elected.

ALTERATION TO RULES

15. These rules may not be altered or rescinded except by resolution passed at a General Meeting or Special General Meeting of the Association.

WINDING UP OF A UNIT

16. In the event of a Unit being placed in recess by the Commandant of the Cadet Forces, or that the Branch Committee determines that the Unit should be placed in recess or be disbanded, the Chairperson of the Regional Committee shall immediately Seek guidance from the National Executive relating to any assets held by the Regional Committee in respect of that Unit. No other action is to be taken until the National Executive decision is advised. The National Executive will determine within 14 days whether it wishes that the unit should continue or not

CONTROL OF FUNDS

17. Regional Committees shall not borrow or lend funds or assets, enter into loans as borrower or lender without the prior approval of the National Executive.

18. Funds provided for specific purposes may only be used for those purposes.

19. None of the assets or income of or in connection with the Association's property (which includes property of Regional or Branch Committee) shall at any time go or be distributed between or among or paid to any person who is an office holder of the Association or member or office holder of any Branch Committee of the Association or associated persons of any of them, PROVIDED HOWEVER:

- a. That any such office holder or member or associated person on proof of invoice/receipts may be paid out-of-pocket expenses incurred by them in connection with the administration of the Association's property.
- b. That any person engaged in any profession, business or trade, shall be entitled to be paid all usual professional business and trade charges for business transacted, time expended and all acts by them or any employee or partner of theirs in connection with the Branch.

20. The Treasurer of the Regional Committee shall have the power to receive all levies, fees, donations or other monies and lodge these in a bank or bank accounts approved by the Regional Committee and to pay out of the funds of the Regional Committee any expenditure which may be incurred and which has been approved by the Committee?

21. The Treasurer will keep a proper account of income and expenditure and shall produce a statement of accounts in accordance with paragraph 5d and an annual balance sheet of the Branch.

PROPERTY AND EQUIPMENT

22. SCANZ is responsible under the Charter for the provision of accommodation of premises for units. The identification of suitable premises is the responsibility of Branch Committees.
23. The Regional Committee may rent properties from external authorities for a Unit and are then responsible for such out goings as may be required to maintain that tenancy.
24. The Regional Committee may not enter into any agreement for the purchase or lease of real property without the approval of the National Executive. Any such leases or agreements will normally require the Seal of the Association and are to be forwarded to the Nation Executive for review by the Associations legal advisors before any commitment is made.
25. Alterations, extensions or major structural changes to buildings shall not be undertaken without the written approval of the owner of the buildings.
26. Boats owned by SCANZ and allocated to units shall not be transferred between units without the consent of the National Executive.

WINDING UP OF A BRANCH COMMITTEE

27. Should for any reason the Regional Committee decide it is unable to continue, the Chairperson is to immediately inform the National Executive. The National Executive will appoint the Regional Vice-President or any other suitable person to assume the function of the Regional Committee until a new committee can be formed or the Committee wound up. The Minute books, financial instruments and accounts are to immediately be passed to that person. All items of unit property in the possession of any Committee member are to also be immediately passed to that person.
28. In the event of a Regional Committee being wound up the National Executive will distribute funds and property to Branches in the region that may have a claim to them, and to any organisations that had provided funds and which the purpose of provision of those funds is no longer able to be met.
29. In the event of the liquidation of the Association all remaining funds, property and assets shall be transferred to the Navy League of NZ (Inc) or in the event that this is not possible, shall be transferred for use solely within New Zealand to such organisations having similar charitable objectives as the National Executive selects or for such charitable objects within New Zealand as may be directed by a Judge of the High Court.

Secretary's Note: This Schedule was last amended at the SCANZ Biennial General Meeting held in Wellington on 19 June 2010.