

AUCKLAND REFUGEE COUNCIL INCORPORATED

CONSTITUTION

1. NAME

The name of the organisation will be **AUCKLAND REFUGEE COUNCIL INCORPORATED** (hereinafter referred to as "ARCI").

2. DEFINITION

~~A person seeking asylum: means any person who owing to well founded fear of being persecuted for reasons of race, religion, nationality, membership of a particular social group or political opinion, is outside the country of his or her nationality and is unable or, owing to such fear, is unwilling to avail himself or herself of the protection of that country; or who, not having a nationality and being outside the country of his or her former habitual residence, is unable or, owing to such fear, is unwilling to return to it and has made a claim for asylum in New Zealand is a person who is New Zealand and has:~~

~~a. signalled an intention to submit a claim for refugee or protection status in New Zealand;~~

~~or~~

~~b. claimed refugee or protection status in New Zealand and is awaiting a decision on the claim;~~

~~or~~

~~c. appealed to the Tribunal or any of the appellate Courts in New Zealand against a decision on their refugee or protection status, and is awaiting a decision on the appeal.~~

~~**Refugee:** means any person who owing to well founded fear of being persecuted for reasons of race, religion, nationality, membership of a particular social group or political opinion, is outside the country of his or her nationality and is unable or, owing to such fear, is unwilling to avail himself or herself of the protection of that country; or who, not having a nationality and being outside the country of his or her former habitual residence, is unable or, owing to such fear, is unwilling to return to it- has been accepted (officially recognised) by the New Zealand government as a refugee or protected person.~~

~~In the case of a person who has more than one nationality, the terms "the country of his or her nationality" means each of the countries of which he or she is a national, and a person shall not be deemed to be lacking the protection of the country of his or her nationality, if without any valid reason based on well founded fear, he or she has not availed himself or herself of the protection of one of the countries of which he or she is a national;~~

3. PURPOSES

ARCI is a non-governmental, non-partisan, non-discriminatory and non-profit making organisation. Its main purposes are:

(a) To act as an independent body to monitor asylum seeker and refugee issues in Auckland and in New Zealand generally.

(b) To work towards the improvement of services for refugees and people seeking asylum

(c) To provide essential services to people seeking asylum and refugees.

4. OBJECTS

The objects of ARCI are:

(a) To work towards ensuring that the government and people of New Zealand and other New Zealand organisations help refugees in New Zealand and other countries to the maximum possible extent.

(b) To act as a unifying organisation and general representative for all organisations and people in Auckland working towards the improvement of services for refugees.²

(c) To present the case of refugees and refugee needs as strongly as possible and in every appropriate way.

(d) To advise the government on national and regional policies on matters affecting refugees.

~~(e) To establish a refugee network in Auckland for information sharing and community education.~~

(e) To establish practical support solutions for people seeking asylum and refugees.

(f) To work with Refugees to bring about successful resettlement outcomes.

(g) To maintain close contact with refugees and refugee organisations and organisations working in related areas.

(h) ASST works in ways that respect the diversity of asylum seekers and refugees and does not discriminate-tolerate any acts or omissions that result in discrimination based on any grounds outlined under the Human Rights Act 1993, including but not limited to: a person's sex (including pregnancy, childbirth, gender identity or expression, and sex characteristics); marital status; religious belief; ethical belief; colour; race; ethnic or national origins, which includes nationality or citizenship; disability; age; political opinion; employment status, family status; or sexual orientation.

5. ESSENTIAL ACTIVITIES

~~(a) To establish committees as required.~~

~~(b) To advise government on policy-making on issues affecting refugees.~~

~~(c) To lobby at policy-making level for support and help for refugees.~~

~~(d) To maintain close contact with refugees and refugee organisations and organisations working in related areas.~~

~~(e) To set up a network for providing help to refugees in Auckland.~~

- ~~(f) To identify, research and monitor issues affecting these objects, increase public awareness and understanding of these and other related issues through the media and other educational programmes, develop and implement programmes and activities to aid in these objects.~~
- ~~(g) To undertake, promote, organise and aid research, conferences, seminars and other educational activities.~~
- ~~(h) To raise funds by subscription, levy, appeal, function, donation and/or otherwise howsoever as the ARCI may decide for implementation and maintenance of the objects of the ARCI.~~
- ~~(i) To print, publish, circulate, either by way of sale or otherwise, magazines, journals, articles, circulars, pamphlets or other literature and work of whatsoever nature and kind as may be considered to be in the interests of the ARCI and to control and manage all funds derived therefrom.~~
- ~~(j) To borrow or raise or secure the payment of money on such security and in such manner as the ARCI may from time to time think fit to fulfil the objects of the ARCI.~~
- ~~(k) To enter into, vary, discharge or terminate any contract or arrangement with any person, firm, syndicate, company, or other organisation.~~
- ~~(l) To hold, purchase, lease, mortgage or otherwise deal with land and any improvements on land. 3~~
- ~~(m) To purchase, operate and maintain such transport facilities as may be considered necessary or expedient.~~
- ~~(n) To employ such officers of the ARCI as may be necessary or expedient, salaried or otherwise, full time or part time.~~
- ~~(o) To open and operate such bank accounts as are deemed necessary or expedient.~~
- ~~(p) To draw, make, accept, endorse, discount, execute, issue and negotiate cheques, promissory notes, bills of exchange, warrants, debenture and other negotiable instruments.~~
- ~~(q) To undertake any other business and activities which may seem directly or indirectly conducive to any of the objects of the ARCI.~~

6. MEMBERSHIP

Any person who is:

- (a) (i) An asylum seeker or refugee; or
- (ii) a former asylum seeker or refugee; or
- (iii) a representative of an organisation which provides services to people who seek asylum or refugees; or
- (iv) has an interest in and commitment to asylum seeker and refugee issues; **and**
- (b) who is committed to the objects of ARCI; and
- ~~(c) whose membership fee, where payable, is paid and current; and membership is by donation~~

(d) who agrees to be bound by the objects and constitution of ARCI;

shall be a member of ARCI.

The council must have 15 members

ARCI should be representative as possible of the whole refugee community in Auckland.

7. TERMINATION OF MEMBERSHIP

Any membership may be terminated by:

(a) **Resignation:** Any member may resign ~~his or her~~their membership of ARCI by giving notice thereof to the Executive.

~~(b) **Expiry:** Membership of ARCI shall cease upon the expiry of the period for which the current subscription of the member has been paid.~~

~~(b) **Expulsion:** The Executive may terminate any membership if~~ the conduct of any member ~~appears to the Executive to be~~ inconsistent with the ~~ideals and~~ objects and purpose of ARCI. ~~S~~ such member may be expelled by a resolution passed by a three-quarter majority of the Executive. In any such case the member shall be the right to be personally heard by the Executive before the decision is made. The three-quarter majority decision of the Executive shall be final.

~~8. MEMBERSHIP FEE~~

~~The membership fee shall be set at each Annual General Meeting and must be paid prior to each Annual General Meeting.~~

9. FINANCIAL YEAR

The financial year of ARCI shall be from 1 July to 30 June.

~~10. MANAGEMENT~~

~~The Management of the affairs of ARCI shall be vested in the Executive Committee ("Executive").~~

11. EXECUTIVE

(a) The Executive shall be elected at the Annual General Meeting and shall consist of:

(i) The President , who should, where possible, be a refugee or former refugee;

(ii) The Vice-President ,

(iii) The Secretary;

(iv) The Treasurer;

(v) Seven (7) other members of ARCI;

(vi) A maximum of three (3) other members of ARCI may be co-opted during the year onto the Executive to those elected at the AGM.

(b) In accordance with the purposes of ARCI contained in Clause 3 and the objects of ARCI contained in Clause 4, ARCI is intended to represent the interest ~~of refugees of refugees~~ in Auckland. To this intent refugee members throughout Auckland are encouraged to stand for election to the Executive with a view to including a substantial percentage of refugee members on the Executive to be representative of the whole- refugee community in Auckland provided that nothing in this clause shall permit any member to be appointed to the Executive other than in accordance with Clause 11(a).

(c) Subject to Clause (i) below each member of the Executive shall hold office for one year from the date of ~~his or her~~their election and shall be eligible for re-election for further terms of office.

(d) Nomination of Executive Members.

(i) Nominations must be moved and seconded by members of ARCI. All nominations must be in writing and signed by the person nominating, the person seconding and the person being nominated and must reach the Secretary ~~st~~twoix (26) calendar weeks prior to the Annual General Meeting; ~~provided that from 1 January 2003 the nomination must reach the Secretary three (3) calendar months prior to the Annual General Meeting~~ (“Nominated Closing Date”).

(ii) If insufficient nominations have been received for the positions of executive members falling vacant, the chairperson shall call for nominations at the Annual General Meeting.

(iii) Only members of ARCI shall be eligible for nomination.

~~(iv) If insufficient nominations have been received within three weeks of the Nomination Closing Date for positions of the Executive members falling vacant, the Chairperson shall call for further nominations. Such nomination period shall be open for a period of one (1) calendar week.~~

(e) In the event of a member of the Executive retiring from the Executive the remaining members shall have the power to co-opt any other member of ARCI to fill the vacancy. A member so co-opted shall remain in office until the next Annual General Meeting.

(f) Where by resolution of the Executive it is decided that the duties of the Executive so require then it shall be permissible for there to be two (2) Vice-President’s to hold the office jointly. 6

(g) If the Executive decides that the duties of the Executive require there to be two (2) Vice-Presidents the Executive may request the Annual General Meeting to appoint two (2) Vice-Presidents who shall both be members of the Executive; or the Executive may call a Special General Meeting to appoint an additional Vice-President.

(h) Any member of the Executive or Management Committee who fails to attend two consecutive properly called meetings of the Executive or Management Committee (as appropriate) without ~~such~~ absence having the prior approval of the President of the Executive tendering an apology may by majority resolution of the other members of the Executive be removed from their office as a member of the Executive.

12. EXECUTIVE MEETINGS

- (a) The Executive shall meet ~~once every two (2) months at a date agreeable to the members, but may meet as often as necessary-~~ at least 8 times per year.
- (b) The ~~chairperson at Executive meetings shall be elected by a majority resolution of the members of the Executive-~~ President shall chair executive meetings.
- (c) The quorum at Executive meetings shall be not less than 65 members of the Executive.
- ~~(d) An Executive member shall be entitled to one vote on a motion before an executive meeting.~~
- (e) The Secretary shall notify all Executive members of all meetings and maintain records of meetings.
- (f) **Voting:** All motions before an Executive meeting must be passed by a simple majority.
- (g) Any three (3) members of the Executive by notice in writing to the Secretary can require a meeting of the Executive to be called.

13. POWERS OF THE EXECUTIVE COMMITTEE

- ~~(a) The Executive may exercise all the powers of ARCI which are not expressly required to be exercised in general meeting or as otherwise provided by these rules and shall in addition have powers.~~
- ~~(b) To arrange and control all activities which may be taken from time to time in furtherance of the objects of ARCI.~~
- ~~(c) To hire, appoint or engage and dismiss on such terms and conditions as they think fit employees of ARCI. To appoint, delegate authority and monitor the performance of the General Manager~~
- (d) To appoint subcommittees for any purpose or purposes and to receive reports from these sub-committees. Any sub-committee shall act under the direction of the Executive. Sub-committee members may be appointed from amongst other members of ARCI provided that the Executive may appoint in an advisory capacity to any sub-committee person who are not members of ARCI.
- (e) To borrow money on behalf of ARCI. The consent of ARCI at general meeting must be obtained for borrowing money in excess of \$205,000.
- (f) To invest surplus funds in ~~approved trustee securities~~ term deposits.
- (g) To co-opt no more than three (3) members of ARCI to the Executive in any one year to fulfil such specialised tasks either for the Executive or any sub-committee as is required by the Executive.
- (m) Approve any annual plan or budget.
- ~~(h) To delegate to the management committee such of its powers or responsibilities as it shall deem appropriate from time to time.~~
- (l) To print, publish, circulate, either by way of sale or otherwise, magazines, journals, articles, circulars, pamphlets or other literature and work of whatsoever nature and kind as may be considered to be in the interests of ARCI and to control and manage all funds derived therefrom.

(l) Approve or implement the spending of any sum in excess of \$2,000 unless such sum is authorised in a current budget previously approved by the Executive.

14. MANAGEMENT COMMITTEE

(a) The Management Committee shall consist of:

(i) The President of ARCI from time to time; and

(ii) The Vice-President of ARCI from time to time provided that where two (2) Vice-Presidents are appointed pursuant to Clause 11(f) then only one of the Vice-Presidents may be a member of the Management Committee;

(iii) The Secretary of ARCI from time to time;

(iv) The Treasurer of ARCI from time to time;

(v) Two (2) other members of the Executive (“Non-Officer Member”).

(b) Where the Executive comprises two Vice-Presidents, and the Vice-President and the Non-Officer Members to be appointed to the Management Committee shall be appointed by majority resolution of the Executive.

(c) Each Non-Officer Member of the management Committee shall hold office for one year from the date of such member’s election and shall be eligible for re-election to the Management Committee provided that such Non-Officer Members must at all times be members of the Executive.

(d) the Management Committee may meet monthly but may in addition to monthly meetings meet as often as necessary.

(e) The quorum of the Management Committee shall be three (3) members of the Management Committee.

(f) A member of the Management Committee shall be entitled to one vote on any motion before the Management Committee. 8

(g) The Secretary of the Management Committee shall notify all Management Committee members of all meetings and maintain records of such meetings.

(h) All motions before a Management Committee meeting shall be passed by a majority of the members of the Management Committee present and voting.

(i) The chairperson for the Management Committee shall be rotated amongst the members of the Management Committee on a two-Monthly basis.

(j) The Management Committee may exercise all the powers of the Executive provided that the Management Committee may not:

(k) Dismiss any staff member of ARCI; or

~~(l) Approve or implement the spending of any sum in excess of \$2,500 unless such sum is authorised in a current budget previously approved by the Executive.~~

~~(m) Approve any annual plan or budget.~~

~~(n) Borrow money on behalf of ARCI.~~

~~(o) Invest surplus funds in approved trustee securities.~~

15. ANNUAL GENERAL MEETING

(a) ARCI shall hold its Annual General Meeting no later than ~~four~~^{three} (4~~3~~) months after the end of the financial year at a venue to be determined by the Executive.

(b) Notice of the Annual General Meeting shall be given to members of ARCI by the Secretary at least one calendar month before the date of the Annual General Meeting.

(c) The chairperson of Annual General Meetings shall be the President of ARCI holding office immediately prior to the Annual General Meeting and shall remain chairperson for the whole of the Annual General Meeting even if a new President is appointed at the Annual General Meeting ("Chairperson"). From time to time the President may delegate to the Vice President, the Secretary or the Treasurer the duty to act as chairperson of the Annual General Meeting.

(d) The notice should state the business to be transacted at the Annual General Meeting which shall be:

(i) Confirmation of the minutes of the last Annual General Meeting and special General Meeting.

(ii) Submission and acceptance of the President's annual report.

(iii) The submission and acceptance of the audited financial statements of ARCI for the previous financial year.

(iv) Election of office bearers and other Executive members.

(v) Appoint an auditor.

(vi) Any other business specified in the notice convening the Annual General Meeting.

(vii) Any other business introduced by a member with the consent of the Chairperson.

(e) A quorum shall be formed by ten (10) members of ARCI.

(f) If at the end of thirty minutes of the time appointed for any Annual General Meeting a quorum is not present the Chairperson shall postpone the meeting to a date to be nominated by the Executive. Notice of the adjourned Annual General Meeting shall be given to members of ARCI at least 14 days before the date of the reconvened meeting. If at the reconvened Annual General Meeting a quorum is again not present, the members present shall constitute a quorum.

(g) **Voting:**

(i) Voting shall be by show of hand unless a secret ballot is requested by a member.

(ii) Only members of ARCI who have been paid-up members for not less than two (2) calendar weeks prior to the date of any Annual General Meeting shall be entitled to vote, provided that where an existing member of ARCI is due to renew their membership then the member shall be entitled to vote if their membership is renewed at the date of the Annual General meeting, prior to any vote taking place.

(iii) There shall be no proxy votes.

(iv) Each member shall have one vote only.

16. SPECIAL GENERAL MEETING

(a) A Special General Meeting may be called by the Executive at any time to deal with any business which the Executive may wish to place before the members of ARCI, or to deal with matters arising out of any written representation to the Secretary signed by not less than one-third of the members of ARCI.

(b) A Special General Meeting can be called for any purpose except for the election of Executive Members.

(c) Notice for a Special General Meeting shall be given to members of ARCI at least one week before the date of the Special General Meeting. 10

(d) No business other than that stated in the notice calling the meeting shall be transacted.

(e) Voting shall be as stated for Annual General Meetings.

(f) The Chairperson shall chair Special General Meetings.

17. MINUTES

Minutes of all general meetings of ARCI shall be taken by the Secretary and recorded ~~in a minute book~~ and shall be available for perusal by members of ARCI.

18. ~~NOTICES~~ Notices

Any notice required under this constitution shall be given:

(a) personally;

(b) by sending it by post to the address of the Member in the register of Members or the alternative address (if any) nominated by the Member; or

(c) by sending it to the ~~fax number or electronic address (if any)~~ email address nominated by the Member.

If a notice is sent by post, delivery of the notice is deemed to be effected by properly addressing, prepaying and posting a letter containing the notice, and the notice is deemed to have been delivered on the day after the date of its posting. A notice sent by ~~fax, or other electronic means,~~ email is taken to be given on the business day after it is sent.

19. DUTIES OF PRESIDENT AND VICE-PRESIDENT

The role and duties of the President and Vice-President shall be determined by position description guidelines approved by unanimous decision by the Executive from time to time.

20. DUTIES OF THE TREASURER

The Treasurer shall be responsible for ~~receipt and payment of moneys owing to and by ARCI, giving and receiving receipts, keeping proper books of account (which books shall be available for inspection at all reasonable times by members and other persons entitled to inspect them) and preparing a balance sheet for audit when required. He or she shall cause the books of accounts to be audited at least once a year and shall make available to the members of ARCI true copies of the audited accounts and the auditor's report. All the receipt books, receipts, and books of account shall be kept at the Office of ARCI. ensuring the financial accounts are kept to the standard required by Charities Services.~~ The Treasurer shall perform such other duties as are approved by unanimous resolution of the Executive from time to time.

21. DUTIES OF THE SECRETARY

~~(a) Keeping record of membership;~~

~~(b) Sending out notices of meetings and r~~Recording minutes, and such other duties as are approved by unanimous resolution of the Executive from time to time.

;

~~(c) Attending to correspondence of ARCI;~~

~~(d) Being a public relations and liaison officer of ARCI;~~

~~and such other duties as are approved by unanimous resolution of the Executive from time to time.~~

22. AUDITOR

(a) The accounts of ARCI shall be audited by an Auditor who shall be elected annually at the Annual General Meeting. The Auditor shall not be a member of ARCI.

(b) The Auditor shall have the power to call for the production of all books, papers, accounts and documents relating to the affairs of ARCI.

23. PROPERTY

(a) All property, whether real or personal, belonging to the ARCI, shall be vested in ARCI and shall not be vested in the name of any Member or Members.

~~(b) All gifts, donations and properties either purchased or acquired by ARCI shall be recorded in a register maintained for that purpose by the Treasurer of ARCI. This register shall be kept at the office of ARCI.~~

24. FUNDS AND ACCOUNTS

(a) Except for such amounts designated as petty cash ~~by the Treasurer~~, all ARCI's funds shall be deposited ~~in savings or other accounts~~ in a bank account nominated by the Executive.

(b) All payments shall be ~~made under the order of the Executive by cheques signed~~ approved by ~~two such~~ persons as the Executive shall from time to time decide.

(c) Subject to Clause 24(d) no member or any person associated with a member of ARCI shall derive any income, benefit, or advantage from ARCI where they can materially influence the payment of the income or advantage.

(d) Clause 24c shall not apply where the income, benefit, or advantage mentioned in Clause 24c is derived from professional services to ARCI tendered in the course of business, charged at no greater than market rates.

~~(e) ARCI may set up a Charitable Foundation ("Foundation") for the purpose of endowment of the work of ARCI. ARCI may donate, some or all of its capital funds for the Foundation. 12~~

25. THE SEAL

(a) ARCI's registered seal shall be affixed to all official and legal documents of ARCI. Any such document not affixed with ARCI's registered seal shall not be binding upon ARCI.

~~(b) The seal shall be in the custody of the President, and a duplicate of the seal shall be deposited in ARCI's bank.~~

(c) Upon the retirement, death or resignation of the President, ARCI's seal in ~~his or her~~ their possession shall be surrendered to the Vice-President within ten (10) days.

26. ALTERATION OF CONSTITUTION

(a) Subject to Clause 26(b) it shall be lawful for the Executive by a resolution passed by a two-thirds majority of those members present at a Special General Meeting of which fourteen days' notice in writing has been given to revoke or vary or add to any of the provisions of these rules so long as such revocation variation or addition is not inconsistent with the general scope of these presents.

(b) No alteration or variation shall be made to Clauses 24(c), 24(d) and 27(c).

27. DISSOLUTION

ARCI may be dissolved:

(a) If ARCI in Annual General Meeting or Special General Meeting called for that purpose passes a resolution to that effect by a majority of not less than three-quarter of its members present and entitled to vote.

(b) If such resolution is confirmed by a majority of not less than three-quarter of the members present and entitled to vote at a subsequent Special General Meeting convened for the purpose and

held not earlier than 30 days after the Annual General Meeting or Special General Meeting at which such resolution for dissolution had been passed.

(c) If ARCI in Annual General Meeting or Special General Meeting concerned for the purpose, shall pass a resolution requiring ARCI to be voluntarily wound up, such resolution shall also direct the method of disposal of the funds of ARCI after payment of all debts of ARCI but the assets and any funds (if any), at the time of winding up must go to an organisation with similar charitable aims and objectives. No member can participate in any surplus of assets on dissolution.