



# CONSTITUTION OF THE NEW ZEALAND HYDROLOGICAL SOCIETY (INCORPORATED)

## 1. NAME

- 1.1 The name shall be the **New Zealand Hydrological Society (Incorporated)** hereinafter called the Society.

## 2. OBJECTIVE

- 2.1 The objective of the Society is **to further the science of hydrology and its application to the understanding and management of New Zealand's water resources** by:
- promoting hydrological research,
  - promoting education in all aspects of hydrology,
  - disseminating information through the publication of a scientific journal, newsletters, books, and other appropriate means,
  - hosting meetings and conferences for the interchange of research findings, information and experience,
  - other activities considered appropriate by the Executive from time to time.

## 3. BRANCHES

- 3.1 Branches may be formed and shall use the name New Zealand Hydrological Society followed by the name of the branch (for example, New Zealand Hydrological Society Christchurch Branch).
- 3.2 The rules governing the New Zealand Hydrological Society (Incorporated) shall apply to any branch of the Society.

## 4. MEMBERSHIP

- 4.1 The membership of the Society shall comprise the following classes:
- Ordinary Member** An Ordinary Member shall be a person with an interest in hydrology and in furthering the science thereof.
  - Associate Member** An Associate Member shall be a person eligible for Ordinary Membership but who is retired, or unwaged, or considered appropriate for the class at the discretion of the Executive.
  - Student Member** A Student Member shall be a bone-fide full-time student.
  - Honorary Life Member** An Honorary Life Member shall have made a prominent contribution to the Objective of the Society, and election to this class shall be by simple majority vote at a General Meeting of the Society. Honorary Life Members shall hold such membership for life (or until they resign) and shall not be liable for any form of membership subscription.
  - Corporate Member** A Corporate Member shall be any organisation whose members have an interest in the Objective of the Society. A Corporate Member shall be entitled to designate a single representative to have all the rights and privileges of an Ordinary Member and to act on its behalf.
  - Subscribing Member** A subscribing member shall be any organisation subscribing only for the purpose of receiving the Journal of Hydrology (New

Zealand) on a per volume basis. A subscribing member can not designate a representative to have all the rights and privileges of an Ordinary Member and to act on its behalf.

- g) Other classes deemed appropriate by the Executive and ratified by a simple majority vote of Members at a General Meeting.

4.2 Applications for all classes of membership shall be made in writing into the Society Administration. Acceptance of the application by the Executive shall be by election with a simple majority.

4.3 The generic term 'Members' used hereinafter shall include Ordinary Members, Associate Members, Student Members, Honorary Life Members, the designated representatives of Corporate Members, and those deemed appropriate in classes determined under clause 4.1.g.

4.4 A Financial Member is a Member who has paid the appropriate subscription for the current financial year.

4.5 Financial Members shall be entitled to participate in and vote at all General Meetings, to attend Executive meetings, and to receive one copy of the Society's Journals, newsletters, and other material issued free of charge by the Society.

4.6 A Member will cease to be a Member through one or more of the following procedures:

- a) Voluntary resignation in writing to the Society Administration.
- b) Automatic expulsion when the annual subscription is in arrears by more than two years.
- c) Removal from membership lists when contact has been lost and cannot be re-established through usual means.
- d) Expulsion for misconduct. Misconduct is considered to be any action that violates the Society's Constitution, or is harmful or defamatory to the Society. Misconduct includes a serious breach of any bylaw issued by the Society. Expulsion of a Member for misconduct may only be considered at an Executive meeting if the Member affected has been notified by post sent to the last known address held by the Society at least fifteen working days before the meeting. The notice will contain the motion of expulsion together with a statement of the alleged misconduct. Expulsion shall be authorised by at least two-thirds of those present at an Executive meeting.

## **5. EXECUTIVE**

5.1 The affairs of the Society shall be governed by an Executive ideally representing the membership of the Society. The Executive shall comprise: President, Secretary, Treasurer, Editor, and six Members (one of whom may be the Immediate Past President); all shall reside in New Zealand.

5.2 Candidates for positions on the Executive will be Financial Members of the Society. They must be nominated by two Financial Members of the Society at the Annual General Meeting or communicated in writing so that the nomination is received by the Secretary prior to the meeting. Every candidate shall notify the Meeting of his or her acceptance of a nomination. Mechanisms and timing of the deadlines for nominations will be communicated to Members.

- 5.3 The President, Treasurer and three Members of the Executive shall be elected for two-year terms by successive ballots held in that order at an Annual General Meeting.
- 5.4 The Secretary, Editor and three other Members of the Executive shall be elected for two-year terms by successive ballots held in that order at an Annual General Meeting in alternate years to those elected under Clause 5.3.
- 5.5 The Immediate Past President is the President whose term has just ended following the election of a new President and shall serve a term on the Executive of one year.
- 5.6 The Executive is to be increased in number to include one representative member from each Branch should a Branch not have a representative elected to the Executive under Clauses 5.3 and 5.4.
- 5.7 The generic term 'Executive Member' used hereinafter will apply to all positions on the Executive.
- 5.8 Vacancies on the Executive need not be filled unless there are more than three.
- 5.9 In any given year, the Executive shall have the power to appoint up to three Financial Members of the Society to fill vacancies on the Executive.
- 5.10 An election shall be held for the purpose of filling vacant and appointed Executive positions when less than seven positions are filled by those elected at General Meetings. The election shall be held within 90 days of the situation arising.
- 5.11 The Executive shall have the power to co-opt up to two Financial Members of the Society to the Executive to assist in managing the business of the Society. Co-opted persons have the same voting rights as other Executive Members.
- 5.12 Elected members of the Executive (other than the President) shall take office immediately following the meeting at which they were elected. Appointed or co-opted members may take office immediately following confirmation of their appointment/co-option.
- 5.13 The term of the elected President starts one week following the meeting at which they were elected.
- 5.14 The President shall become the Immediate Past President (for a one year term) one week after a new president has been elected.
- 5.15 The term of co-opted or appointed Executive Members ends at the Annual General Meeting following appointment.
- 5.16 Executive Members shall be eligible for re-nomination at completion of their terms (other than the Immediate Past President).
- 5.17 The President shall call and preside over meetings of the Executive. Meetings will also be called within three weeks of the lodgement with the Secretary of a request signed by at least five Executive Members specifying the purpose of the meeting.
- 5.18 The quorum for an Executive meeting shall be six elected members.
- 5.19 No persons other than the Executive Members and the Society Auditor shall receive

copies of minutes of Executive meetings.

#### 5.20 Duties of the officers

- a) The President shall maintain general supervision of the business of the Society, present a report to the Annual General Meeting, and act as Spokesperson of the Society.
- b) The Secretary shall keep an accurate record of the proceedings of the Society, conduct the correspondence of the Society, give notice of all meetings, perform duties as may be assigned by the Society, and hold in custody the Common Seal of the Society.
- c) The Treasurer shall keep a register of the names, addresses and financial status of the members, have charge of all moneys of the Society, levy subscriptions, pay all accounts, and deliver annually to the Annual General Meeting appropriate financial statements showing income, expenditure, and the assets and liabilities of the Society.
- d) The Editor shall ensure that material published in the Journal of Hydrology (New Zealand) meets standards consistent with the Objective of the Society.

5.18 The Executive shall appoint an Auditor, who may not be a Member of the Society. The appointment is to be ratified at the Annual General Meeting. The position may or may not be honorary.

## 6. GENERAL MEETINGS

6.1 The Society shall hold at least one General Meeting in each financial year. At one such meeting there shall be a business session which shall constitute the Annual General Meeting of the Society. At this session the Society shall:

- a) Receive from the Executive an annual report and audited financial statements for the preceding financial year.
- b) Elect the Executive as required under Section 5.
- c) Ratify subscription rates.
- d) Ratify the appointment of the Auditor.
- e) Consider any motion submitted to the meeting.
- f) Conduct any general business deemed appropriate.

6.2 A Special General Meeting shall be held at any time by resolution of the Executive or within six weeks of receipt by the Secretary of a request signed by at least twenty Financial Members specifying the purpose of the meeting.

6.3 Notice of, and agenda for, each Annual and special General Meeting shall be sent to each member by post or email at least ten days before such meetings.

6.4 At any General Meeting, motions not included in the notice of meeting may not be proposed, discussed or put to the vote except by consent of at least two-thirds of the Members present.

6.5 Notices of motion to be included in a General Meeting agenda must be received by the Secretary at least 30 days prior to the Meeting.

6.6 The annual report and audited financial statements shall be communicated to Members at least ten working days before the Annual General Meeting.

6.7 Thirty Financial Members shall constitute a quorum at any General Meeting.

- 6.8 At any General Meeting, the President shall take the chair. Financial Members present shall elect a Chair in the absence of the President
- 6.9 At any General Meeting, voting shall be on the voices, by show of hands, or by ballot at the discretion of the Chair, provided that any Financial Member present can demand a ballot. The Chair shall have a deliberative and a casting vote.
- 6.10 Any Financial Member unable to attend a General Meeting may appoint a proxy to act in his/her place. A proxy must also be a Financial Member of the Society.

## **7. FINANCE**

- 7.1 The Trustees of the Society shall be the President, the Treasurer, and not more than two Members of the Executive.
- 7.2 The financial year of the Society shall begin on the first day of April unless decreed otherwise by the Executive and a new start date ratified at a General Meeting.
- 7.3 Annual subscriptions for all membership classes shall be determined by the Executive and presented to the Annual General Meeting for ratification.
- 7.4 The New Zealand Hydrological Society (Incorporated) may pay a nominal establishment grant to newly formed branches of the Society. Thereafter, branches shall levy their own members for their own running costs.
- 7.5 No part of the Society's funds may be used for the private pecuniary profit of any Member.
- 7.6 All income of the Society shall be paid into cheque or deposit accounts with registered banks as approved by the Executive.
- 7.7 Society funds may be invested in:
- a) Interest-bearing deposits or investments with registered banks.
  - b) Interest-bearing, investment-grade government, local authority and corporate instruments that can not convert to equity on maturity.
  - c) Other specific investments approved by the Executive and a two-thirds majority of the Financial Members at a General Meeting.
- 7.8 All payments for goods and services shall be authorised by two trustees.
- 7.9 Accounts to be paid by the Society shall be approved by a majority of the Executive or a Sub-Committee thereof elected annually.
- 7.10 The Society does not have the power to borrow funds unless approved by a two-thirds majority of the Financial Members at a General Meeting.

## **8. JOURNAL OF HYDROLOGY (NEW ZEALAND)**

- 8.1 The Society shall publish a journal, the 'Journal of Hydrology (New Zealand)', which shall publish papers in accord with the Objective of the Society.

## **9. AMENDMENTS TO THE CONSTITUTION**

- 9.1 The Constitution of the Society may be amended or replaced at any General Meeting provided: that notice of the amendments has been posted by the Secretary to each Member at least ten working days in advance of such meeting; that the proposed changes are approved by at least two-thirds of the Financial Members present; and that no amendment shall allow the income or funds of the Society to be used or made available to be used for the private pecuniary profit of any Member.
- 9.2 Such rule changes shall be effective from the later of:
- a) One month after the date of the meeting that approved the rule change(s).
  - b) The time of registration of the rule changes(s) with the Registrar of Incorporated Societies.
  - c) The date (if any) specified in the changed rules(s).

## **10. COMMUNICATIONS**

- 10.1 Communications to Members may be by notices placed on the Society's webpage, notices in the society's newsletter, letter, electronic mail (e-mail or listservers), or other means as deemed appropriate by the Executive and ratified by the Members at a General Meeting.
- 10.2 Members have the right to elect their option by giving notice to the Society Administration.
- 10.3 Communication "in writing" shall include electronic mail.

## **11. DISSOLUTION OF THE SOCIETY**

- 11.1 The Society shall be wound up if two-thirds of the Financial Members at a General Meeting pass a resolution to this effect, and the resolution is confirmed at a subsequent Special General Meeting held between 30 and 60 days later.
- 11.2 In the event of the Society being wound up, any surplus funds after payment of all liabilities and liquidating fees shall be applied to the endowment of bursaries or prizes in hydrology to be competed for under such rules as the Society may prescribe.

## **12. INTERPRETATION**

- 12.1 The term "hydrology" includes all activities involved in the study of water as it occurs in the atmosphere, on the surface of the ground and underground.
- 12.2 Any differences in interpretation of the Constitution shall be referred to the Executive, whose decision shall be final.

## **13. THE COMMON SEAL**

- 13.1 The Common Seal of the Society is shown below. The Seal shall be held in the custody

of the Secretary and shall be affixed to documents when approved by the Executive. The Common Seal shall be affixed by the President (or failing him/her an Executive member appointed by the Executive to do so) in the presence of at least one other Executive Member.

## **14. BYLAWS TO GOVERN THE SOCIETY**

14.1 The Executive may from time-to-time make, alter or rescind bylaws for the general management of the society, so long as these are not repugnant to these rules or to the provisions of law. All such bylaws shall be binding on members of the Society. A copy of the bylaws for the time being, shall be available for inspection by any member on request to the Secretary.

### *NZHS BYLAW 1: Code of Ethics*

14.2 The NZHS Code of Ethics shall be the Royal Society of New Zealand Code of Professional Standards and Ethics in Science, Technology and the Humanities. (as issued by the Council of the Royal Society of New Zealand on 18 October 2012; <http://www.royalsociety.org.nz/organisation/about/code/>.)