

Constitution of the YWCA of Wellington & Hutt Valley (Inc)

Article 1: Name

- 1.1 The name of this association shall be “The Young Women’s Christian Association of Wellington and Hutt Valley (incorporated)”.
- 1.2 This name shall be retained only so long as the association is in affiliation with the Young Women’s Christian Association of Aotearoa-New Zealand.

Article 2: Basis

The basis of the association is faith in God the Creator and in Jesus Christ our Saviour and in the Sustaining Spirit.

Article 3: Purpose

The YWCA of Aotearoa-New Zealand works to empower women, especially young women, by enhancing their spiritual, mental and cultural well-being. We acknowledge our Christian and women’s heritage and commit ourselves to Te Tiriti O Waitangi and to addressing all forms of oppression, so that women may attain social and economic justice.

Article 4: Aims

In order to carry out its purpose the Association shall:

- 4.1 Reflect the partnership of te Tiriti o Waitangi in the Organisation and work of the association.
- 4.2 Initiate, develop and support a range of programmes and activities involving both members and the community generally; such programmes and activities shall aim to help women gain skills and experience that will enable them to control their lives and fulfil their needs as they see them.
- 4.3 Initiate and facilitate responsible action on public issues, especially those relating to women.
- 4.4 Cooperate with other organisations serving similar purposes.
- 4.5 Raise funds for carrying out its aims.

Article 5: Affiliation

- 5.1 To remain affiliated to the YWCA of Aotearoa-New Zealand, hereafter referred to as the national association, the YWCA of Wellington and Hutt Valley shall comply with the conditions of affiliation as laid down in the constitution of the national association.
- 5.2 Action taken at conferences of the national association shall be binding upon this association.

Article 6: Membership

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- 6.1 Adult members are women over the age of 15 who are in sympathy with the basis and purpose and who contribute at least annually to the work of the association financially or otherwise as determined by the Board.
- 6.2 Youth members are girls under the age of 15 years who are in sympathy with the basis and purpose of the association and who contribute at least annually to the work of the association financially or otherwise as determined by the Board.
- 6.3 Honoured life membership may be conferred by the annual general meeting on a member for distinguished service to the association.
- 6.4 A member shall cease to be a member either by resignation or by failure to meet the criteria for membership for one year.

Article 7: Administration

- 7.1 YWCA of Wellington and Hutt Valley Board
 - 7.1.1 The administration of the association shall be entrusted to a Board that shall consist of the president, treasurer, manager/s and at least five and not more than nine other women, who shall be members of the association and as representative of the community as possible.
 - 7.1.2 At least three of the twelve places on the Board shall be reserved for young women under the age of 30 years at the commencement of their term.
 - 7.1.3 Paid staff of the association may be members of the Board with full decision-making powers except on matters pertaining to their employment.
 - 7.1.4 The manager/s of the association shall belong *ex officio* to the Board for the duration of her/their employment in that position. All other members of the Board shall be selected at the annual general meeting for a two year term in accordance with the rules.
 - 7.1.5 The Board shall have the power to fill any vacancies arising between annual meetings. Any such appointees shall be eligible for selection at the following annual general meeting and their term of office shall date from that meeting.
 - 7.1.6 Members shall be eligible to serve on the Board for a maximum of eight consecutive years with the exception of the manager/s as specified in clause 7.1.4. After a break of one year, members are eligible for selection for up to four additional terms.
- 7.2 Office Bearers
 - 7.2.1 The president and treasurer shall be selected annually at the annual general meeting and shall hold office for not more than four consecutive years except in special circumstances at the discretion of a general meeting.
 - 7.2.2 The Board has the power to select up to two vice-presidents from among its members.
- 7.3 Staff

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The Board shall employ a manager or managers and any other staff necessary to carry out the work of the association.

Article 8: Working Groups

- 8.1 The Board has the power to set up such working groups as it sees fit, comprising at least one volunteer member of the Board, at least one staff members, and any other members of the association who wish to join.

Article 9: Meetings

- 9.1 **Annual Meetings**
The end of the financial year shall be the date set by the YWCA of Aotearoa-New Zealand. The annual general meeting of the association at which the annual report and audited accounts shall be presented shall be held within four months of the end of the financial year, and shall be called by giving ten days' notice either by public advertisement or individual notification to members as decided by the Board.
- 9.2 **General Meetings**
Other general meetings may be held during the year for any purpose found desirable.
- 9.3 **Special Meetings**
Special meetings of the association shall be called at the written request of ten members. The object of the meeting shall be incorporated in written notice to members at least ten days before the date of the meeting and no business other than that specified in the notice shall be transacted.
- 9.4 **Quorum**
No fewer than twelve members shall comprise a quorum at annual or special meetings.
- 9.5 **Decision making**
Decision making at all such meetings shall be by consensus as specified in the rules.

Article 10: Property

- 10.1 **Power to purchase, lease or rent**
The Board shall have the power, in the name of the association, to purchase, exchange, acquire by gift, take on lease or otherwise rent real or personal property for, and in the name of the association on terms or otherwise, and to raise money on mortgage of any property belonging to the association. It shall also have the power to raise and collect funds by subscriptions, donations and otherwise in such manner as the association shall think fit.
- 10.2 **Investment of funds**
All funds from time to time belonging to the association shall be invested in such a manner as the Board shall determine and the income arising there from shall be applied as the Board shall think fit for all or any or the purposes of the association.
- 10.3 **Common Seal**

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There shall be a common seal of the association which shall be kept in the custody of the manager. The seal shall be used under the direction of the Board by the president and one other member of the Board.

Article 11: Organisation

- 11.1 The association shall adhere to the policy of the YWCA of Aotearoa-New Zealand and the World YWCA and contribute to the finance of these two associations.
- 11.2 The association shall appoint delegates to national meetings of the YWCA of Aotearoa-New Zealand in accordance with the constitution of that association.

Article 12: Amendments

Amendments to this constitution shall be submitted first to the Board for consideration before being put to a general meeting. Any such amendments must be in accordance with the condition of affiliation as set out in the constitution of the YWCA of Aotearoa-New Zealand, and must be circulated to members at least ten days before the date of the general meeting.

Article 13: Rules

- 13.1 The Board shall have the power to make, alter, and revoke rules for the internal management of the association provided that any such rules or alteration to rules has been submitted to a previous regular meeting of the Board.
- 13.2 Alteration of the Rules
No addition to or alteration of the charitable aims, the personal benefit clause or the winding up clause shall be approved without the approval of Inland Revenue.

Article 14: Winding Up

- 14.1 The National Committee of the YWCA of Aotearoa-New Zealand must be consulted before any decision is made to wind up. It shall have the power to appoint an emergency committee to carry out the work of the association if it shall deem it advisable.
- 14.2 Subject to clause 1, the association may be wound up by simple majority of members present at an annual general meeting or special meeting called for that purpose and confirmed as required by Section 24 of the Incorporated Societies Act.
- 14.3 In the event of the winding up of the association, or of its disaffiliation from the national association, the National Committee of the YWCA of Aotearoa-New Zealand, in conjunction with the association, shall decide upon the disposal of any assets after any outstanding levy to the national association or any other financial commitments have been met.
- 14.4 If upon the winding up or dissolution of the Association there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid to or distributed among the members of the organization but shall be distributed to a charitable body having objects similar to the objects of the first organisation, or for some other charitable purpose within New Zealand, or as a Judge of the High Court directs.

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Article 15: Interpretation

In the event of there being any ambiguity or difficulty in the interpretation of this Constitution or its rules, the interpretation of the Board shall be final and binding.

Article 16: Indemnity

The members of the Board shall be indemnified by the YWCA of Wellington & Hutt Valley from or against any losses and expenses incurred by them in or about the discharge of their respective duties except as arise by their or her wilful misconduct.

Article 17: Personal Pecuniary Benefit

No member of the association, or any person associated with a member shall participate in or materially influence any decision made by the association in respect of the payment to or on behalf of that member or associated person of any income, benefit or advantage whatsoever.

Any such income paid shall be reasonable and relative to that which would be paid in an arms length transaction (being the open market value). The provisions and effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this document.

Article 18:

All former rules of the association are hereby rescinded.

Signed **Date**
President

Signed..... **Date**

Name.....
Board Member

Signed **Date**

Name.....
Board Member