

## Constitution of:

# *The Republican Movement of Aotearoa New Zealand Inc*

Adopted on the Third Day of August 1994, in Wellington, New Zealand and amended on the 10th Day of June 2004 in Wellington, New Zealand, and the twenty-eighth day October 2010 in Wellington, New Zealand.

### **Preamble**

*The Republican Movement wants a republic to replace the monarchy in New Zealand with a democratically elected New Zealander as our head of state, to truly represent our unique culture and our place in the world as an independent nation.*

*We are committed to:*

- *involving all New Zealanders in the debate*
- *providing relevant and reliable information*
- *focusing on ideas, not personalities*
- *winning a referendum to establish the republic*

*Creating a republic does not require a codified constitution or any change to the Treaty of Waitangi, flag or Commonwealth membership.*

## **Part I: The Constitution**

### **1 Title -**

This Constitution may be cited as “the Constitution of the Republican Movement of Aotearoa New Zealand Incorporated”

### **2 Interpretation -**

In this Constitution unless the context otherwise requires

“Absolute majority” means approval by more than half of valid votes

“Consensus” means the absence of significant disapproval

“Determination” means the determination, resolution, decision, confirmation, approval or disapproval of any matter by a democratic process

“General meeting” means an annual or special general meeting

“Organ of the Society” means any, or all, of

(a) The National Executive, or

(b) The National Council, or

(c) Any organs created by the National Council including corporate and regional branches, and organs, committees, and offices of the national Executive

“Postal vote” means any vote conducted by post, email or similar means as approved by the National Council.

“Simple majority” means approval by a plurality of valid votes

“Two-thirds majority” means approval by more than two-thirds of valid votes

“Valid vote” means any valid vote cast excluding abstentions

### **3 Reasonable compliance with Constitution sufficient -**

reasonable compliance of members and organs of the Society with this Constitution shall be sufficient and any such compliance shall be deemed valid, provided that the National Council is satisfied that

- (1) Exact compliance with this Constitution was unreasonable under the circumstances, and
- (2) The member or organ acted reasonably under those circumstances at all times, and
- (3) The member or organ acted consistently with the spirit and intent of this Constitution.

### **4 Interpretation consistent with spirit and intent preferred -**

Where any provision can be given a meaning that is consistent with the spirit and intent of this Constitution, that meaning shall be preferred to any other meaning.

### **5 Alterations to this Constitution -**

Any provision of this Constitution may be altered, repealed, or added to by a two-thirds majority determination of the Society.

## **Part II: The Society**

### **6 Name of the Incorporated Society -**

The name of the Incorporated Society shall be The Republican Movement of Aotearoa New Zealand Incorporated (hereinafter called "the Society")

### **7 Objects of the Society -**

The objects of the Society shall be

- (1) To promote debate about the formation of the republic of New Zealand.
- (2) To lobby for the formation of the republic of New Zealand.
- (3) To assist, and liaise with, any other persons with similar objectives.

### **8 Common Seal of the Society -**

The Society shall have a Common Seal which shall be kept in the custody of the Chair (or a nominee of the Chair).

### **9 Official colours of the Society -**

The official colours of the Society shall be black, white and dark green.

### **10 Official insignia of the Society -**

The Society shall have an official insignia, to be known as the Republican Insignia, as provided for in the First Schedule.

### **11 [Repealed]**

### **12 Financial year of the Society -**

The Society's financial year shall commence on the first day of April and end on the thirty-first day of March of the following year.

### **13 Winding-up of the Society -**

The Society shall be wound up on a simple majority determination of the Society confirmed by another simple majority determination of the Society no less than thirty days after the first determination.

### **14 Property remaining after winding-up -**

Upon winding-up of the Society, any property remaining after the settlement of all debts and liabilities of the Society shall be bequeathed to the New Zealand chapter of Amnesty International.

## **Part III Executive Organs of the Society**

### **15 National Executive -**

The affairs of the Society shall be managed by a National Executive composed of a National Council and such organs, committees, and offices as the National Council may create at its discretion.

### **16 National Council -**

The affairs of the National Executive shall be managed by a National Council, with the following powers and responsibilities.

- (1) To generally do any such things required for the efficient management of the affairs of the Society to further the stated objects of the Society, except for any such things specifically excluded by a determination of the Society
- (2) In order to manage the financial affairs of the Society
  - (a) To purchase, take on lease, hire, or otherwise acquire any property, right, or privilege necessary or convenient for the furtherance of the stated objects of the Society
  - (b) To sell, lease, exchange, develop, manage, grant licenses in respect of, or otherwise deal with or dispose all, or any part of, the property, rights, or privileges of the Society for such consideration as determined by the National Council
  - (c) To open, close, and manage an account in the name of the Society at any trading or savings bank in New Zealand or elsewhere, and to overdraw any such account, and to make any arrangements with any bank as to the operation upon that account
  - (d) To open and close any accounts, in the name of any organ of the Society, at any trading or savings bank in New Zealand or elsewhere
  - (e) To borrow moneys from any person for the furtherance of the objects of the Society on such terms and conditions as determined by the National Council
  - (f) To lend moneys to any person for the furtherance of the objects of the Society on such terms and conditions as determined by the National Council.
  - (g) To approve accounts for payment, such accounts to be paid by cheque or electronic fund transfer whenever practicable.
- (3) To promote, hold, manage, and conduct such gatherings, meetings, or conferences that the National Council may deem desirable either by itself, or in collaboration with any other person, club, society or organisation.

## The Constitution of the Republican Movement of Aotearoa New Zealand Inc

(4) To engage such persons whose services may be deemed necessary for the furtherance of the stated objects of the Society, on such terms and conditions as determined by the National Council.

(5) In order to manage efficiently the affairs of the Society

(a) To create and dissolve, at the discretion of the National Council, organs, committees, and offices of the National Executive

(b) To appoint members to staff any organs, committees, or offices of the society created under paragraph (a) of this section

(c) To define the objects, responsibilities, powers and jurisdiction of any organs, committees,

offices, and Branches of the Society created under paragraph (a) of this section.

(d) To draft, approve, administer, and review any resolutions, policies, rules or procedures of the Society deemed by the National Council to be reasonably necessary for the efficient

management of the affairs of the Society to further the stated objects of the Society

(6) To make or authorise public statements on behalf of the Society

(7) To affix the Common Seal to any instrument, provided that such impression of the Common Seal shall be valid only if witnessed and attested to by two Councillors, acting upon a National Council determination

(8) Any other additional powers determined by the Society

### **17 Councillors -**

The National Council shall consist of the following Councillors

(1) A Chair, generally responsible for the management and conduct of all affairs of the Society and its organs, also responsible for

(a) Ensuring the Society meets its stated objects, and

(b) Supporting, coordinating, and supervising all Society activities,

(c) Acting as the primary media spokesperson for the Republican Movement, and

(d) The performance of the stated responsibilities of other Councillors when they are unable or

unavailable to perform them themselves, and

(e) Any other responsibilities determined by the National Council

(2) General Councillors, who will participate in the decision-making of the National Council, take on any roles and responsibilities assigned by the National Council and perform any tasks determined by the National Council.

### **18 Maximum number of Councillors -**

The maximum number of Councillors at any one time shall not exceed seven, but may be set at a lower number by the members in any year at a General Meeting where National Council elections are being held.

### **19 Election of Councillors-**

(1) The Chair shall be elected by members of the Society at each annual general meeting of the Society in the manner prescribed in the Fourth Schedule for the election of a single office

(2) All Councillors, other than the Chair, shall be elected by Members of the Society at each annual general meeting of the Society in the manner prescribed in the Fourth Schedule for the election of more than one office  
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(3) The allocation of National Council roles and responsibilities, other than Chair, shall be determined by the National Council following an election. The National Council shall appoint a Vice-Chair to take on the Chair's role when that person is unavailable for a significant period of time.

(4) If any Councillor should die, resign, or absent themselves from three consecutive National Council meetings without leave, then either the National Council or the Society may request a successor to be elected by a general meeting of the Society, such election to be in the manner prescribed in the Fourth Schedule for the election of a single office

#### **20 Requirements for candidates for Society offices -**

Any member of the Society may be nominated as a candidate for election to any office in the Society provided that

(1) That member's membership of the Society, ~~or of any Branch,~~ is not currently under suspension, and

(2) That member meets any other requirements determined by the members of the Society

#### **21 Determinations to be governed by Third Schedule -**

All matters to be determined by the Society, general meetings of the Society, or the National Council shall be determined democratically in the manner described in the Third Schedule

### **Part IV Members and Patrons**

#### **22 Ordinary membership of the Society -**

Any person, being a past or present New Zealand citizen or resident, may become a member of the Society on written application to the National Council, provided that

(1) By accepting membership of the Society, that person consents to, and agrees to respect

- (a) The stated objects of the Society, and
- (b) The Constitution of the Society, and
- (c) Any resolution, policies, rules, or procedures of the Society

(2) Membership of the Society is granted subject to

- (a) Approval by the National Council
- (b) Payment by that member of any membership fees determined by the National Council

#### **22A Membership fee refunds -**

There shall be no refunds for membership fees, whether ordinary membership or life, paid by members.

#### **23 Life membership of the Society -**

Any person may be granted life membership of the Society by a determination of the Society or on paying a life membership fee, such life membership carrying all consequent privileges and responsibilities of ordinary membership and may be terminated in the same manner.

#### **24 Suspension and revocation of membership of the Society -**

Any member or honorary life member of the Society, except a patron, may have their membership

of the Society, and all consequent privileges, suspended or revoked

- (1) At the option of that person, on written request to the National Council, or
- (2) By a determination of the Society, if that member is deemed to have
  - (a) Publicly betrayed the stated objects of the Society, or
  - (b) Breached or disregarded the provisions of this Constitution, or
  - (c) Breached, disregarded, or betrayed any resolutions, policies, rules, or procedures of the Society
- (3) Such a determination as referred to in (2) above may only be made after the member or honorary life member has had a reasonable chance to consider and respond to the relevant concerns raised by members.

#### **25 Patrons -**

- (1) The Society may appoint patrons of the Society
- (2) Patrons shall be public advocates of the stated objectives of the Society, but shall be guided by the National Council and particularly the Chair when making public comments as a patron of the Society
- (3) Any person appointed patron shall become an honorary life member of the Society, with all consequent privileges and responsibilities, except that their honorary life membership may not be revoked while they remain a patron
- (4) There shall be no more than three patrons of the Society at any one time Constitution of The Republican Movement of Aotearoa New Zealand Incorporated

#### **26 Resignation and removal of patrons -**

- (1) A patron of the Society may be removed from office by a two-thirds majority determination of the Society. Such a determination may only be made after the patron has had a reasonable chance to consider and respond to the relevant concerns raised by members.
- (2) Removal of a patron of the Society takes effect
  - (a) Sixty days after receipt of written notice of removal, or
  - (b) Upon receipt of written notice of removal, if the patron has been deemed to have publicly betrayed the stated objects, resolution, policies, rules, or procedures of the Society
- (3) If a patron resigns from office, such resignation takes effect
  - (a) Sixty days after receipt of written notice of resignation by the Chair, or
  - (b) Upon receipt of written notice of resignation by the Chair, if the patron resigns because he or she deems the Society to have publicly betrayed the objects, resolutions, policies, rules, or procedures of the Society

#### **27 Resignation of officers -**

Any officer in the Society, except a patron, shall resign if called on to do so by a determination of the Society. Such a determination may only be made after the officer has had a reasonable chance to consider and respond to the relevant concerns raised by members.

## **Part V Meetings**

### **28 Annual general meetings of the Society -**

The annual general meeting of the Society shall be held at some time during the first half of the financial year, for the purposes of

- (1) Receiving the annual reports and financial statements of
  - (a) The Society, and
  - (b) The National Executive.
- (2) Electing Councillors
- (3) Any other purposes necessary or convenient for the furtherance of the stated objects of the Society

### **29 Special general meetings of the Society -**

A special general meeting of the Society may be convened at any time for the purpose of making a determination, by request of

- (1) The National Council, or
- (2) Not less than one-fifth of the members of the Society

### **30 Notice of general meetings -**

The National Council shall make reasonable attempts to furnish adequate notice of general meetings to all members, having regard to the nature of the general meeting and the right of all members to attend

### **31 Quorum for general meetings of the Society -**

The quorum for general meetings of the Society shall be (recognising that any postal ballots will be counted towards the quorum)

- (1) Thirty members, or one-third of all members, whichever is the lesser number, and
- (2) A number of Councillors equal to the National Council quorum plus one

### **32 Meetings of the National Council -**

Meetings of the National Council may be convened at any time by any three Councillors provided that other Councillors shall be given a reasonable opportunity to attend, where practicable

### **33 Quorum for Meetings of the National Council -**

The quorum for meetings of the National Council shall be three Councillors, or one-half of all Councillors, whichever is the greater number

### **34 Determinations -**

All matters to be determined by the Society, or any organ of the Society, shall be determined by simple majority, unless the context otherwise requires, in the manner prescribed in the Third Schedule

### **First Schedule: The Republican Insignia**



The Republican Insignia

### **Second Schedule: Affiliated Groups and Regional Organisers**

#### **1 Affiliated Groups -**

Any group with five ordinary members of the Society may be affiliated with the Society by resolution of the National Executive.

#### **2 Regional Organisers -**

Regional Organisers shall be elected for the furtherance of the stated objects of the Society within the jurisdiction of regions and sub-divisions of New Zealand.

#### **3 Election of Regional Organisers -**

Regional Organisers shall be elected from members of the Society living within a region at an annual meeting of the Society in that region in the manner prescribed in the Fourth Schedule for the election of a single office.

### **Third Schedule: Determination Procedures**

#### **1 Participatory democracy -**

Any matter to be determined shall be determined in a democratic process facilitating the participation of relevant and competent interests in the decision-making processes of the Society

#### **2 Opportunity to present submissions -**

Any member or organ of the society shall be given a reasonable opportunity to present submissions relevant to that determination

#### **3 Determination method -**

Matters may be determined by a show of hands or a ballot (secret or open), provided that matters shall be determined by consensus whenever reasonably practicable

#### **4 Determinations of the Society -**

Any matter to be determined by the Society or the National Council may be determined by

- (1) Members returning votes in a postal ballot, provided that members shall be given a reasonable period of time to cast a postal vote
- (2) Members present at a validly constituted general meeting
- (3) Any combination of the preceding two options
- (5) Determinations of the National Council - Any matter approved by Councillors present at a validly constituted National Council meeting shall be deemed a determination of the National Council

#### **Fourth Schedule: Election Procedures**

1 Method for election to a single office - Where a single office is to be filled, the Preferential Vote method shall be used in the following manner

- (1) Voters shall be given a ballot paper listing the candidates
- (2) Voters shall either indicate an order of preference of the candidates, or record an abstention
- (3) The number of first preference votes received by each candidate is counted
- (4) The following steps are repeated until a candidate is declared elected
  - (a) A candidate shall be declared elected if
    - (i) That candidate has a number of votes greater than one-half of the number of valid votes cast, or
    - (ii) He or she is the only candidate remaining unelected and uneliminated
  - (b) The candidate with the least number of votes is eliminated, and that candidate's votes are transferred to candidates remaining unselected or uneliminated, according to the next available preferences

#### **2 Method for election of more than one office -**

Where two or more offices are to be filled, candidates may be elected by either the Single Transferable Vote, Simple Plurality, or any other electoral system approved by the National Council

#### **3 Single Transferable Vote -**

Election of offices using the Single Transferable Vote method shall be conducted in the following manner

- (1) Voters shall be given a ballot paper listing the candidates
- (2) Voters shall either indicate an order of preference of the candidates, or record an abstention
- (3) The number of first preference votes received by each candidate is counted
- (4) A quota (hereinafter called "the Quota" is calculated using the following formula

$V .$

$(n + 1)$

where -

V is the total number of valid votes cast, and

n is the number of offices to be filled

- (5) The following steps are repeated until the required number of candidates are elected
  - (a) A candidate is declared elected if
    - (i) The number of votes for that candidate exceeds the Quota, or
    - (ii) He or she is the only candidate remaining unelected and uneliminated
  - (b) Surplus votes of selected candidates are transferred to any candidates remaining unselected and uneliminated, according to the next available preference
  - (c) The candidate with the least number of votes is eliminated, and that candidate's votes are transferred to candidates remaining unselected and uneliminated, according to the next available preferences

#### **4 Simple Plurality -**

Election of offices using the Simple Plurality method shall be conducted in the following manner

- (1) Voters shall be given a ballot paper listing the candidates
- (2) Voters may cast a number of votes not exceeding the number of offices to be filled
- (3) Voters shall either vote for preferred candidates or record an abstention
- (4) The number of votes received by each candidate is counted
- (5) The candidates receiving the highest number of votes are declared elected