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Certificate - Alteration of rules

Section 21 Incorporated Societies Act 1908

1. Name of society

Kaimanawa Heritage Horses Welfare Society Incorporated

2. Society number

1407031

I certify that the alteration has been made in accordance with the rules of the society.

Name

Kimber Brown

Position

Chairperson

Signature

26 / 10 / 18

3. Complete this checklist before filing your application

- This certification has been completed by an officer of or a solicitor for the society.
- A copy of the rule alteration(s) is attached. **NOTE** | This can either be a complete copy of the updated rules with the alterations underlined or in bold type, or a copy of the particular rule(s) that were altered.
- The copy of the alteration to rules has been signed by three members of the society.

For society name changes --

- This rule alteration also includes a name change for the society, and
- We have checked that the new name of the society is available by conducting Register Searches at both www.societies.govt.nz and www.companies.govt.nz.

What must be included in your rules?

Section 6 of the Incorporated Societies Act 1908 requires that a society's rules include the following:

- The name of the society (ending with the word Incorporated)*
- The objects for which the society is established*
- How people become members of the society and cease being members of the society*
- How meetings of the society will be called and held and how voting will take place*
- How officers of the society will be appointed*
- Control and use of the common seal*
- How the society's funds will be controlled and invested*
- The powers (if any) that the society has to borrow money*
- How any property of the society will be distributed in the event of the society being wound up*
- How the rules of the society can be altered*

4. Your contact details

Name and postal address

Kimber Brown
287 Irwin Rd, RD4
Pukekohe 2679

Telephone **0274-509-047**

Email (optional) **kimberb@xtra.co.nz**

**KAIMANAWA HERITAGE HORSES
WELFARE SOCIETY
INCORPORATED**

Constitution



**KAIMANAWA
HERITAGE
HORSES**

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RULES OF THE KAIMANAWA HERITAGE HORSES WELFARE SOCIETY INCORPORATED

*Approved at an extraordinary meeting held on
26th day of October 2018*

1. NAME OF SOCIETY

The name of the society shall be the "Kaimanawa Heritage Horses Welfare Society Incorporated" (referred to in these rules as "the society").

2. PURPOSE

The purpose of the society is to prevent cruelty to animals generally and to promote exclusively in New Zealand the welfare of Kaimanawa heritage horses and in furtherance of this purpose:

- (a) To apply all funds and assets of the society within New Zealand towards furthering the exclusively charitable objects, aims and purposes.
- (b) To prevent ill treatment to and assist in the relief of suffering of horses;
- (c) To provide welfare services for Kaimanawa heritage horses;
- (d) To encourage and develop by humane education individual responsibility for the welfare of Kaimanawa heritage horses and the promotion of humane attitudes in society to animals and people;
- (e) To support and encourage the study of welfare issues as they relate to Kaimanawa heritage horses;
- (f) To advance the aims of the society by seeking the support and advice of all available moral, educational, legislative and scientific institutions, and strategic partners;
- (g) To maintain effective liaison and to seek co-operation with organisations in New Zealand and elsewhere in the world having similar objectives.

3. POWERS

3.1 The society shall generally manage its own affairs and shall be solely responsible for its debts and liabilities

3.2 In addition to the powers implied by the general law of New Zealand or contained in the Incorporated Societies Act 1908 or the Charities Act 2005 the powers that the society may exercise in order to carry out its charitable objects are as follows:

- (a) To use the funds of the society as necessary or expedient for the purpose of attaining the objects of society and in payment of the costs and expenses of the society; and
- (b) To seek registration under the provisions of the Charities Act 2005;
- (c) To purchase, take on lease or licence, or in exchange or hire or otherwise acquire any land or personal property and any rights or privileges as necessary or expedient for the purpose



of attaining the objects of the society, and to sell, exchange, bail or lease, with or without option of purchase, or in any manner dispose of any such property, rights or privileges as aforesaid; and

- (d) To carry on any business as defined by section CW35 of the Income Tax Act 2004; and
- (e) To invest surplus funds in any way permitted by law; and
- (f) To seek any declaration or Court order or promote any Act of Parliament or initiate or participate in any similar proceedings for the enabling of the committee to carry any of its objects into effect, or to better achieve its objectives and to oppose any proceedings or application which may seem likely directly or indirectly to prejudice the interests of the society; and
- (g) To provide funds for the society's objects, or any of them and for that purpose to borrow or raise money from time to time without security and upon such terms as to priority and otherwise as the committee thinks fit, to give security by way of mortgage, debenture guarantee or otherwise over the whole or part of the property of the Society; and
- (h) To employ staff or enter into contracts for the provision of services, for any purpose as necessary or expedient for the purpose of attaining the objects of the Society and to manage, dismiss or terminate such contracts and may employ as professional advisers, agents, officers and staff persons who are members of the committee: and
- (i) To effect insurances of whatever nature in respect of any property, by whatever means, for whatever consideration and upon terms and conditions as the committee thinks fit; and
- (j) To do all things as may from time to time appear desirable to enable the committee to give effect to and to attain the charitable purposes of the Society.

4. OFFICERS AND COMMITTEE

4.1 A committee shall administer the society and shall have the power to exercise all or any of the functions in clause 3.

4.2 *Election to the committee*

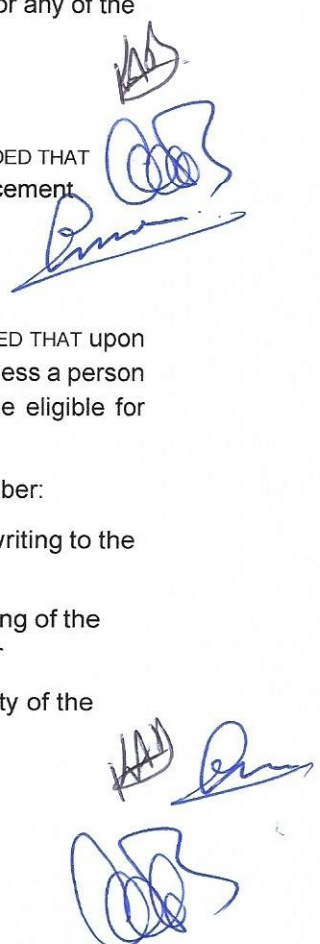
The committee shall consist of not less than 6 nor more than **14** members, PROVIDED THAT where a vacancy occurs the remaining committee members may act until a replacement committee member is appointed.

4.3 *Term of Office and Vacancies*

(a) The term of appointment of each committee member shall be 1 year PROVIDED THAT upon the expiry of any term of any term of appointment each committee member, unless a person to whom any of the provisions of sub-clauses (b) (ii) to (vi) applies, shall be eligible for reappointment.

(b) The office of a committee member shall become vacant if the committee member:

- (i) Resigns office as a committee member by giving 30 days' notice in writing to the committee; or
- (ii) Dies or is found to be a mentally disordered person within the meaning of the Mental Health Compulsory Assessment and Treatment Act 1992; or
- (iii) Is removed from office by a resolution carried by a two-thirds majority of the other committee members; or



- (iv) Is declared bankrupt or makes an assignment to creditors; or
 - (v) Fails to attend 3 consecutive meetings without leave of absence.
- (c) Every vacancy occurring among the committee shall be filled as soon as is convenient and the committee may appoint any suitable member to fill any vacancy on the committee.

4.4 Duties of the committee

- (a) The committee shall be responsible for furthering the objects of the society and for declaring general policy relating to the implementation of the objects of the society.
- (b) The committee shall:
 - (i) Prepare strategic and annual business plans and an annual operating budget with specific strategies and operational objectives and performance targets;
 - (ii) Implement the necessary transparent processes, systems, structures. And resources to support the proper operation of the society, including an appropriate, accounting system and systems of performance measurement and reporting;
 - (iii) Regularly review the administration, performance and affairs of the society; and
 - (iv) Implement sound management and risk management practices consistent with the objects of the society.

5 OFFICE


The office of the society shall be such place as the committee may determine.

6 MEMBERSHIP

6.1 Membership of the society shall consist of the following:

- (a) Annual members who shall consist of such persons over the age of 18 years who have been accepted by the committee as annual members;
- (b) Family members who shall consist of such members of one family residing at the same address who have been accepted by the committee as family members;
- (d) Life membership is per person and shall consist of such persons who have been accepted by the committee as life members;
- (e) Honorary life members who shall consist of such persons who have been elected to honorary life membership by a majority of members present and voting at an annual general meeting of the Society. To be eligible for honorary life membership a person must have shown a marked interest in and sympathy for the welfare of Kaimanawa horses and have rendered substantial aid to the Society and the furtherance of its objects, or who has performed some conspicuous act for the welfare to or on behalf of the Kaimanawa heritage horses.

6.2 Application for membership shall be in writing to the membership secretary accompanied by the fee for the class of membership applied for.

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- 6.3 The committee reserves the right to decline any membership application at their discretion and the committee's decision is final.

7 MEMBERSHIP FEES

- 7.1 Each member shall contribute to the funds of the society a fee of no less than the sum prescribed for the class of membership.

- 7.2 **Any change to membership fees shall be determined by a majority of members present and voting at an annual general meeting, PROVIDED THAT:**

- (a) Annual membership shall not be less than **\$45** annually;
- (b) Family membership shall not be less than **\$60** annually; and
- (c) Life membership shall not be less than **\$300**.

8 TERMINATION OF MEMBERSHIP

- 8.1 Membership of the society shall be terminated if:


- (a) The member resigns in writing, or tenders their resignation orally in the presence of a quorum at any extraordinary or annual general meeting. Where such resignation is received in writing, membership shall terminate as from the date of receipt of the notice by the secretary, but shall be without prejudice to the obligation of the member to pay any subscription fees due;
- (b) The member is convicted of any offence under the Animal Welfare Act 1999 or any other enactment that may at any time replace that Act.
- (c) The committee by a majority of its members present and voting at a duly constituted meeting of the committee resolves that the membership of any member shall be terminated, that member shall be given one month's notice of the committee's intention to terminate that membership and the member shall be afforded the opportunity of being heard by the committee as to why that membership should not be terminated.

- 8.2 Any member whose membership is terminated shall have the right to an appeal at a general meeting of the society, at which meeting a majority decision of members present and voting shall prevail.

- 8.3 Membership may be terminated if the subscription fees of the member is more than 6 months of the financial year in arrears.

9 MEMBERSHIP REGISTER

The secretary shall keep a register of members, recording the names, address, and membership status of all members and such register shall be open to inspection by any member of the society at any reasonable time.



10 GENERAL MEETINGS AND VOTING

- 10.1 The society shall hold an annual general meeting within 3 months after the end of each financial year at such time and place as the committee shall determine.
- 10.2 Notice of such meeting shall be given by the secretary to the members entitled to vote at least twenty-one (21) days prior to the date of the meeting.
- 10.3 The business of the annual general meeting shall be:
- (a) Consideration of the report of the committee and the annual accounts of the society for the previous year;
 - (b) Election of committee and Officers of the society;
 - (c) To decide on any resolution which may be duly submitted to the meeting of which notice in writing has been lodged with the secretary not less than 14 days before the date of the meeting,
 - (d) Any items to be considered under general business shall be lodged with the secretary not less than 14 days before the date of the meeting.
- 10.4 The committee may whenever it shall think fit and it shall upon the requisition made in writing by a majority of all committee members, or by the requisition of members entitled to vote at general meetings, call a special general meeting.
- 10.5 Any such requisition shall state the object of the meeting proposed to be called and the business to be transacted thereat and shall be given to the secretary.
- 10.6 No other business than that set forth in such requisition shall be transacted or considered at any such meeting. A requisition of members shall be signed by twenty (20) percent or more of the members of the society entitled to vote at general meetings.
- 10.7 Upon receipt of such requisition, the committee shall forthwith call a Special General Meeting. In the case of the committee failing within 21 days to convene such meeting to be held within 45 days from the date of receipt of such requisition, the requisitioners themselves may convene such meeting to be held not later than 3 months from the date of such receipt and in any case the society shall pay the cost of such meeting.
- 10.8 Any financial member over the age of 18 years, who has been a member at least 3 months prior to any general meeting shall be entitled to vote at such meeting. A member who is employed by the society on salary or wages shall not be entitled to vote at any general meeting during the term of such employment without the written consent of the committee. A member shall be deemed to be financial on such day as his or her membership fee has been accepted by the committee.

11 QUORUM AND PROXIES

- 11.1 No business shall be transacted at any general meeting unless a quorum is present. Twelve members shall form a quorum. If within 15 minutes from the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned and be held within one month of the appointed meeting at which time the business of the general meeting may be conducted despite there not being a quorum present.



11.2 Proxy votes may be accepted at any General Meeting.

11.3 At any meeting of the committee a majority of members shall form a quorum and no business shall be transacted unless a quorum is present. For the purpose of determining whether there is a quorum, the absence of a committee member at some point during the meeting shall not affect the quorum if there was a quorum at the commencement of the meeting.

12 OFFICERS OF THE SOCIETY

The officers of the society shall consist of the following:

- a. A chairperson who shall be appointed by the committee from its own number. The Chairperson shall retire from that office at each annual meeting of the society and shall be eligible for reappointment by the committee;
- b. A deputy chairperson who shall be appointed by the committee from its own number. The deputy chairperson shall retire from that office at each annual meeting of the society and shall be eligible for reappointment by the committee;
- c. A secretary, who may be a committee member or not, shall be appointed by the committee, and shall give notices of all meetings, keep minutes and records of all meetings of the committee and of any committees, and perform such other duties as the committee may direct and as are normally incidental to the office of secretary. The secretary may also carry out the duties of treasurer. The secretary shall attend all meetings of the committee, unless the committee otherwise direct but shall not be entitled to vote unless the secretary is also a committee member;
- d. A treasurer, who may be a committee member or not, shall be appointed by the committee, and shall have custody of the books of account and financial records and, subject to the directions of the committee, shall be responsible for the funds of the society. It shall be the duty of the treasurer to see that all statutory and other requirements with reference to the financial affairs of the society are complied with and that the provisions of this deed as to such matters are carried out within the treasurer's powers and perform such other duties as the committee may determine and as are normally incidental to the office of treasurer. The treasurer may attend all meetings of the committee unless the committee otherwise direct but shall not be entitled to vote unless the treasurer is also a committee member.
- e. A Patron, who shall be appointed by the committee. The Patron shall hold this position until the committee decides the position is eligible for reappointment at an AGM.
- f. Ambassadors who shall be appointed by the committee. The Ambassadors shall hold this position until the committee decides the position is eligible for reappointment at an AGM.

13 PROCEEDINGS OF THE COMMITTEE

13.1 Meetings

The committee shall meet not less 4 times a year at such places and times as the committee shall determine. Meetings other than the annual meeting and a special meeting shall be convened on no less than 14 days' notice in writing to each committee member who is in New Zealand.

13.2 Annual Meeting

The secretary shall each year convene an annual meeting to be held within 3 months of the end of the financial year at a time and place to be fixed by the committee. Not less than 28 days prior notice in writing of the annual meeting shall be given to each member who is in New Zealand and such other persons as the committee shall determine from time to time.

13.3 Extraordinary Special Meeting

Upon the written request of 4 committee members specifying the purpose of the meeting, the secretary shall convene an extraordinary special meeting within 21 days of the request at such place and time as fixed by the chairperson. An extraordinary special meeting shall be convened on no less than 14 days' notice in writing to each member who is in New Zealand and such other persons as the committee shall determine from time to time specifying the business to be transacted at the meeting.

13.4 Telephone and electronic and meetings

- (a) The contemporaneous linking together by telephone of a number of the committee members not less than the quorum, whether or not any one or more of the committee members is out of New Zealand, shall be deemed to constitute a meeting of the committee if:
- (i) All the committee members and officers for the time being entitled to receive notice of a meeting of the committee receive notice of a telephone meeting and are linked by telephone for the purposes of such meeting. Notice of such meeting may be given on the telephone;
 - (ii) Each of the committee members taking part in the meeting by telephone is able to hear each of the other committee members taking part at the commencement of the meeting; and
 - (iii) At the commencement of the meeting and at or about the closure of the meeting each committee member acknowledges his or her presence for the purpose of a meeting of committee members to all the other committee members taking part.
 - (iv) No committee member may leave the meeting by disconnecting his or her telephone unless he or she has previously obtained the express consent of the chairperson of the meeting. A committee member shall be conclusively presumed to have been present and to have formed part of the quorum at all times during the meeting by telephone unless he or she has previously obtained the express consent of the chairperson of the meeting.
- (b) A resolution may be circulated to committee members and officers by email and a majority of votes returned by email is sufficient evidence that the resolution has been adopted.
- (c) A minute of the proceedings at such meeting by telephone or e-mail shall be sufficient evidence of such proceedings and of the observance of all necessary formalities if certified as a correct minute by the chairperson of the meeting. For the purposes of this clause "telephone" shall include video or any other audio and visual device which permits instantaneous communication.

13.5 Chairperson

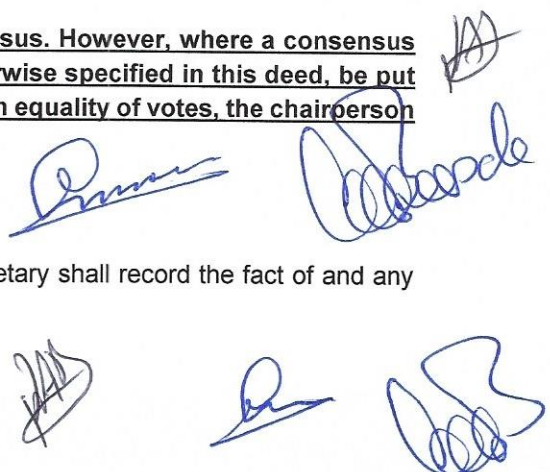
At every meeting of the committee, the chairperson or in the chairperson's absence, the deputy chairperson shall preside as chairperson. If at any meeting the chairperson or deputy chairperson is not present within 10 minutes after the time appointed for the holding of such meeting or is present but unwilling or unable to act as chairperson, the committee members present shall appoint one of their number to act as chairperson of the meeting.

13.6 Voting

All questions before the committee shall be decided by consensus. However, where a consensus decision cannot be reached on a question, it shall, unless otherwise specified in this deed, be put as a motion to be decided by a majority of votes. In the case of an equality of votes, the chairperson shall have a casting vote.

13.7 Absences

Whenever a committee member is absent from a meeting, the secretary shall record the fact of and any reason given for the absence of that committee member.



13.8 Resolution in Writing

- (a) A resolution in writing signed by all the committee members for the purpose of becoming an entry in the minute book of the society shall be as valid and effectual as if it had been passed at a meeting of the committee duly called and constituted for that purpose. Any resolution may be contained in one document or in several documents in like form signed by one or more Trustees.
- (b) A resolution sent to the committee by email and agreed to by the committee members by return email shall be valid under this clause as though it was signed by the committee members.

13.9 Minutes of Meetings

Minutes of all resolutions and proceedings of all meetings of the society and committee shall be prepared by the secretary and if confirmed at a subsequent meeting shall be signed by the chairperson of the meeting as a true and correct record of those proceedings.

14 BREED REGISTER

- 14.1 The society shall keep a breed register of Kaimanawa heritage horses, recording names, address, occupation of the registered owner of any Kaimanawa heritage horse and a full description of the horse being so registered, and the brand allocated (if applicable) by the society.
- 14.2 A separate section of the breed register will be held for first cross only Kaimanawa heritage horses, which will record the names, address, occupation of the registered owner of any first cross Kaimanawa heritage horse and a full description of the horse being so registered, and the brand allocated (if applicable) by the society.
- 14.3 The breed register shall record all changes of ownership of Kaimanawa heritage horses which are registered with the society, when requested to do so by the registered owner or the purchaser of any registered Kaimanawa horse.
- 14.4 The breed register shall record only those horses defined as Kaimanawa heritage horses and shall, for breeding purposes, make lists of mares, colts and stallions from the breed available for breeding purposes.
- 14.5 Any change of fees for breed registration shall be set by those members present and eligible to vote at an annual general meeting.

15 BEQUESTS

15.1 General Bequests

- a) Funds received from bequests are to be held in a separate bank account named Kaimanawa Heritage Horses – General Bequests.
- b) The bank signatories of the Kaimanawa Heritage Horses – General Bequests account are to be the Chairperson, Treasure and Manager of the Welfare Subcommittee (“Signatories”). Any two Signatories may authorise transactions.
- c) The society shall keep a register of bequests received, recording the names of donors, amounts received and special instructions of donors (if any) regarding the use of funds.
- d) The society will use the funds received in accordance with the instructions of donors.
- e) If the donors do not specify how the funds are to be used, the Signatories are solely responsible for determining the use of funds but must take into account the objectives of the society.

15.2 Ward Welfare Bequest

- a) Any funds received from the Estate of Donald Stewart Ward are to be held in a separate dedicated bank account to be named the "Ward Welfare Bequest".
- b) The bank signatories of the Ward Welfare Bequest are to be the Chairperson, Treasure and Manager of the Welfare Subcommittee ("Signatories"). Any two Signatories may authorise transactions.
- c) At any time, at least two of the Signatories must be current Committee Members and the third, if not a Committee Member, must be a current Financial member of the Society.
- d) The Signatories are solely responsible for approving any extraordinary expenditure for the welfare of the Kaimanawa Horses and their decision is full and final.
- e) Funds held in the Ward Welfare Bequest account are to be used in accordance with the Will of Donald Stewart Ward for the welfare of the Kaimanawa Horses, clarified below:
 - i) Homing
 - ii) Horses in Care
 - iii) Feeding
 - iv) Veterinary Services
 - v) Maintenance and General Care of Animals
 - vi) Handling for re-homing
 - vii) Transportation (limited only to paying an external company for such services)
 - viii) Direct Muster Costs
 - ix) Care of the horses either in the wild or their domesticated environment.
- f) Funds are not to be used for:
 - i) Purchase of any assets
 - ii) Administration Costs
 - iii) Fundraising and Promotion
 - iv) Merchandising
 - v) Repairs and Maintenance
 - vi) Any other expenses not directly related to the welfare of the Kaimanawa Horses.

16 ACCOUNTS AND REPORTING

16.1 True and fair accounts

The committee shall keep true and fair accounts of all money received or expended.

16.2 Review of accounts

The committee shall as soon as practicable after the end of every financial year of the society cause the accounts of the society for that financial year to be independently reviewed by a suitably qualified person appointed by the committee for that purpose.

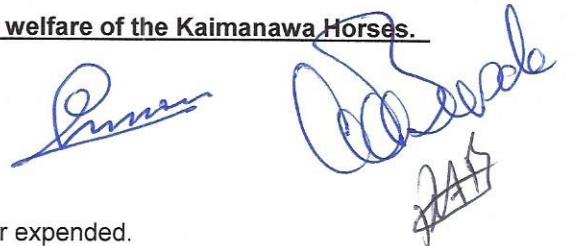
16.3 Reporting

The committee shall prepare an annual report on the administration, performance and affairs of the society within 3 months after the conclusion of each financial year. The report shall include the annual business plan and operating budget prepared for the current financial year.

17 DELEGATION POWERS

17.1 Power to delegate

The committee may from time to time appoint any sub-committee and may delegate in writing any of its powers and duties to any such sub-committee or to any person, and the sub-committee or person as



the case may be, may without confirmation by the committee exercise or perform the delegated powers or duties in like manner and with the same effect as the committee could itself have exercised or performed them.

17.2 *Delegate bound*

Any sub-committee or person to whom the committee has delegated powers or duties shall be bound by the charitable terms of the society.

17.3 *Delegation revocable*

Every such delegation shall be revocable at will and no such delegation shall prevent the exercise of any power or the performance of any duty by the committee.

17.4 *Delegate need not be a committee member.*

It shall not be necessary that any person who is appointed to be a member of any sub-committee or to whom any delegation is made be a member of the committee.

18 NO PRIVATE PECUNIARY PROFIT FOR ANY INDIVIDUAL AND EXCEPTIONS

18.1 *No Private Pecuniary Profit*

No private pecuniary profit shall be made by any person from the Society, except that:

- a) Any officer or committee member may receive full reimbursement for all expenses properly incurred by that committee member or officer in connection with the affairs of the society;
- b) The committee may pay reasonable and proper remuneration to any officer or servant of the society (whether an officer or committee member or not) in return for services actually rendered to the society;
- c) Any officer or committee member may be paid all usual professional and business charges for services rendered, time expended, and all acts done by the officer or committee member or by any firm or entity of which that officer or committee member is a member or employee;
- (d) Any officer or committee member may retain any remuneration properly payable to that officer or committee member by any company undertaking with which the society may be in any way concerned or involved for which that officer or committee member has acted in any capacity whatever, notwithstanding that that officer's or committee member's connection with that company or undertaking is in any way attributable to that officer's or committee member's connection with the society;
- (e) No member of the society or any person associated with a member shall participate in or materially influence any decision made by the society 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 arm's length transaction (being the open market value)
- (f) PROVIDED ALWAYS the society must not lend money nor lease property or assets at less than current commercial rates having regard to the nature and terms of the loan and lease to any person (as defined in the Income Tax Act 2004):
 - Who is a member of the society or committee or is an officer; or
 - Who is a shareholder or director of any company by which any business of the society is carried on; or
- (v) If that person or that company and member or shareholder or director referred to in any one of the foregoing paragraphs of this proviso are associated persons as that term is defined in the Income Tax Act 2004.



18.2 Officer/Member Transactions

Notwithstanding anything expressed or implied in these rules, no commercial transaction, including the relinquishing of assets, will be entered into with any committee member, officer, member or associated person of any committee member, officer or member unless, having regard to the terms and conditions of the loan or agreement:

- a) payment by way of interest or rent shall not exceed current commercial rates;
- b) receipts by way of interest or rent shall not be at less than current commercial rates;
- c) sale of society property will always be at current market value.

18.3 Interested member

A member of the society who has a material interest (whether direct or indirect) in any contract, dealing or arrangement with the society (proposed or otherwise) shall disclose the nature and extent of that interest at a meeting of the committee and this disclosure shall be recorded within the meeting minutes and the interested member shall not take part in any deliberations of the society concerning that matter.

18.4 Members to comply with restriction

In determining all reimbursements, remuneration and charges payable in terms of this clause the committee must ensure that the restrictions imposed by this clause are strictly observed.

18.5 Professional account and influence

A person who is in the course of and as part of the carrying on of his or her business of a professional public practice shall not by reason of his or her rendering professional services to the society or to any company by which any business of the committee is carried on be in breach of the terms of this clause.

19 LIMITATION OF LIABILITY

No committee member shall be liable for any financial loss suffered by the society arising from any act or omission of the committee or any of its members if that act or omission is not attributable to the member's or any member's own dishonesty or to the wilful commission or omission by them or any of them of an act when that commission or omission is known by the committee or the relevant member to be a breach of trust. No committee member or officer shall be bound to take any proceedings against a co-member for any breach or alleged breach of trust committed by such co- member. Subject to this clause the committee members shall be completely indemnified out of the society's funds for any liability they may incur arising in any way out of or in connection with acting or purporting to act as committee members.

20 ALTERATION OF RULES

The society may, at an annual general meeting or at an extraordinary general meeting called for that purpose, pursuant to a motion decided by a two-thirds majority of votes make alterations or additions to the terms and provisions of these rules PROVIDED THAT no such amendment shall:

- g. Take effect unless it is registered with the Ministry of Economic Development;
- h. Detract from the exclusively charitable nature of the trust or result in the distribution of its assets on winding up or dissolution for any purpose that is not exclusively charitable;
- i. Be made to rule 17 unless the Inland Revenue Department first approves the amendment in writing.

21 COMMON SEAL

The committee shall provide a common seal for the purpose of the society and may from time to time deface the same and substitute a new seal in lieu thereof. The common seal shall be kept under such custody and



control as the committee may determine and shall not be affixed to any document except pursuant to a resolution of the committee and in the presence of 2 members of the committee and the secretary who shall attest such affixation by signing their names to the document and any document so sealed shall be deemed to be sealed and shall be binding on the society. Notice of the date of which the seal was so affixed and of the persons signing shall be reported to the committee.

22 DISSOLUTION

- 21.1 The society shall be wound up voluntarily if and when at a general meeting called for that purpose a resolution is passed by a majority of members present and voting.
- 21.2 The resolution must be confirmed at a subsequent general meeting held not earlier than 30 days after the date on which the resolution so to be confirmed was passed.

On the winding up of the society or on its dissolution by the Registrar, all surplus assets after the payment of costs, debts and liabilities shall be given to such exclusively charitable organisation or organisations within New Zealand of a similar nature to the society as the committee decides or, if the committee is unable to make such a decision, shall be disposed of in accordance with the directions of the High Court pursuant to section 27 of the Incorporated Societies Act 1908.

23 REVOCATION, CONTINUATION AND CHANGE OF NAME

The rules of the Kaimanawa Wild Horse Welfare Trust Incorporated registered on 23 September 2003 are hereby revoked and replaced by these rules and from this day forward the Kaimanawa Wild Horse Welfare Trust Incorporated will be known as the **Kaimanawa Heritage Horse Welfare Society**. Despite the revocation of the rules dated 23 September 2003 it is declared that the society established on that date as the Kaimanawa Wild Horse Welfare Trust Incorporated is continued by these rules as the Kaimanawa Heritage Horse Welfare Society Incorporated.

24 INTERPRETATION

In these rules the following terms have the following meanings except to the extent that they may be inconsistent with the context:

"Chairperson" means the person appointed by the committee as chairperson pursuant to rule 12(a) or the person appointed to act as chairperson at a meeting of the committee.

"Charitable purpose" means and includes that term as defined by the Charitable Trusts Act 1957, the Charities Act 2005 and the Income Tax Act 2004, and also means and includes every charitable purpose (whether religious, educational or otherwise) within New Zealand and which shall be regarded as charitable by the law for the time being in New Zealand, provided that any such charitable purpose shall also be regarded as charitable under any statute, regulation or ordinance of New Zealand relating to income tax, estate duty, gift duty or any other relevant statute for the time being in force in New Zealand.

"Committee" means the committee of the society constituted in accordance with these rules.

"Deputy chairperson" means the person appointed by the committee as deputy chairperson pursuant to rule 12(b).

"Financial year" means the year ending on 31 March or any other date adopted by the committee as the date up to which accounts shall be made in each year for the society.

"Horse" shall have its normally accepted meaning

"Kaimanawa heritage horse" means:

- j. Those horses which range freely in the Kaimanawa Ranges areas
- k. Any horse which has been captured from the Kaimanawa Ranges in legal round-ups authorised by the Department of Conservation



- i. The description does not include any horse or the progeny of any horse where it cannot be proved conclusively that such horse is either registered with an incorporated society concerned with the protection and welfare of Kaimanawa horses or has been legally captured under the authority of the Department of Conservation.
- m. The progeny of any horse mentioned in (a) and (b) PROVIDED THAT the description does not apply to any horse that cannot be proved to possess as least half of the Kaimanawa horse bloodline or such other proportion as shall be otherwise determined from time to time by the members in general meeting.

"Rules" means these rules as amended from time to time in accordance with rule 19 or as amended in any other manner permitted by law.

"Secretary" means the person appointed by the committee as secretary pursuant to rule 12(c).

"Society" means the **Kaimanawa Heritage Horse Welfare Society** as constituted by the rules registered on 23 May 2003 as the Kaimanawa Wild Horse Welfare Trust Incorporated and by these rules.

"Treasurer" means the person appointed by the committee as treasurer pursuant to rule 12(d).

"Writing" includes by email or facsimile transmission.



~~sig~~ signed: 26/10/15 