



**Graduate
Women**
Otago

Constitution

**Graduate Women New Zealand – Otago Branch
Incorporated (226188)**

October 2019

Amy Dowdle
President

Joanne Rogers
Treasurer

Amendments ratified at 24 October 2019 AGM

CONSTITUTION OF GRADUATE WOMEN NEW ZEALAND – OTAGO BRANCH INCORPORATED

Whakaminenga Wahine o Aotearoa kua whiwhi Tohu

1. NAME

The name of the organisation is Graduate Women New Zealand – Otago Branch Incorporated (“the Branch”).

2. AIMS

The aims of the Branch are:

- (a) to pursue the mission of Graduate Women International (GWI) and Graduate Women New Zealand (GWNZ)
- (b) to strive for peace, cooperation, sustainability, and respect for human rights and security
- (c) to improve the status of women and girls
- (d) to promote lifelong education and research
- (e) to support women at local, national and international levels
- (f) to encourage graduate women to use their expertise, knowledge and skills to effect change
- (g) to work for the opportunities and education for women and girls that will enable each one to achieve a sense of personal fulfilment and contribute freely at all levels of public and private life.

3. MEMBERSHIP

(a) Graduate Membership

- (i) Graduate Membership of the Branch will be open to women who have studied at a university or institution of comparable standing, and have been awarded a degree or equivalent diploma, licence or certificate which enables the holder to proceed to postgraduate study.
- (ii) All women who have been accepted for a master’s or doctoral programme at a recognised tertiary institution are eligible for Graduate Membership.

(b) Associate Membership

- (i) Associate Membership of the Branch will be open to:
 - a. women who have completed two years of full-time study, or the part-time equivalent, towards a qualification approved by GWNZ; or
 - b. women who have been Associate members of any other Branch.
 - c. The number of Associate Members at no time shall exceed ten percent (10%) of the total membership of the Branch, except with the prior approval of GWNZ.
- (ii) Associate members may not hold office in the GWNZ, nor be a Branch delegate to the National Conference, nor be a Branch representative on the Council.
- (iii) Associate members may vote and hold office in the Branch.

(c) **Student Membership**

- (i) Student Membership of the Branch will be open to any undergraduate student who is actively studying at a university or institution of comparable standing, for a degree or diploma.
- (ii) Student members will not be considered in the membership figures for the Branch and no GWNZ dues shall be paid for them by the Branch, but they will pay such fees and subscriptions as the Branch determines.
- (iii) Student members will not have voting powers nor hold office in the Branch.

(d) **Affiliated Membership**

A member of any Branch may become an Affiliated member of the Branch under the following conditions:

- (i) she will be a financial member of her own branch, which will be responsible for her capitation fees to GWI and GWNZ;
- (ii) she will not be included in the membership figures of the Branch and no dues will be paid for her by the Branch but she will pay to the Branch such affiliation fee as it determines; and
- (iii) she will not have voting powers nor hold office in the Branch.

(e) **Member Emerita**

Should the status of Member Emerita be conferred on a Branch member by GWNZ, the Branch will pay all annual dues liable for her, during the time she remains a member of the Branch.

(f) **Honoured Member**

The status of Honoured Member of the Branch may, in accordance with the procedure prescribed by separate guidelines, be granted to any person who, as a member, has given outstanding service to the Branch.

(g) **Senior Membership**

Any member who has been eligible for Graduate Membership as defined in 3(a) for 40 or more years will pay a reduced subscription decided upon by the Branch Committee.

(h) **Membership Prior to Constitution**

Any woman who is a member of the Branch at the date of approval of this Constitution, but who would not thereafter be eligible for membership, will continue to be entitled to membership of the Branch until her death or earlier resignation.

(i) **Applications for Membership**

Applications for membership will be made on the approved form.

(j) **Termination of Membership**

- (i) Any member may terminate her membership by written resignation; and
- (ii) membership may be terminated at the Annual General Meeting (“AGM”) if the member’s subscription is in arrears from the previous financial year ending 30 June.

4. COMMITTEE

(a) **Branch Officers**

The officers of the Branch who form the Committee will be elected at the AGM (or appointed subsequently) and will take office immediately. The Committee will consist of:

- (i) a President who will hold office for two (2) years and be then eligible for future but not immediate re-election;
two (2) Vice-Presidents;
a Secretary who will not hold office for more than four(4) consecutive years;
a Branch Membership Treasurer who will not hold office for more than four (4) consecutive years;
no fewer than five (5) committee members, including:
 - an Academic Dress Convenor;
 - a Branch Representative on the National Council of Women;
 - a Public Affairs Convenor;
 - a Coordinator of International Relations;
 - a Projects Convenor;
 - a Young Members Convenor;
 - a Meetings Convenor; and
- (ii) the Immediate Past-President ex officio for one year only;
the appointed Branch Academic Dress Accountant ex officio.

All Committee positions (except that of Branch Academic Dress Accountant) are honorary.

Officers may hold more than one committee position concurrently; positions may be shared if this is agreed by both the officers concerned and the Branch and/or Committee.

The Committee is responsible for appointing Selection Panel Convenors for all Otago Branch Awards, a Newsletter editor, an Archives person, a Queens High School Liaison person, and all paid assistants who are under the oversight of the President.

(b) **Nominations**

Nominations for office:

- (i) will be received in writing by the Secretary at least twenty-four(24) hours before the time set for the commencement of the specified AGM; and
- (ii) in the event of more nominations than required being received, the election will be run by secret ballot.

(c) **Sub-Committees**

The Committee will have the power to appoint sub-committees for special purposes, co-opting where necessary. The President is to be an ex officio member of such committees.

(d) **Vacancies**

If a vacancy occurs on the Committee, the remaining members will have the power to appoint any member of the Branch to fill such a vacancy but the proceedings of the Committee shall not be invalidated by reason only of the continuance of any such vacancy.

(e) **Powers**

Subject to the direction of the Branch as expressed by resolution of a general meeting and subject also to the Constitution of GWNZ, the Committee will have full power to deal with all matters relating to the Branch, and all matters not provided for or not fully provided for in this Constitution, and to interpret this Constitution.

5. MEETINGS

(a) **Committee Meetings**

- (i) At least four (4) ordinary meetings of the Committee will be held each year and will be called by the Secretary on the instruction of the President or on the requisition in writing of any three (3) members of the Committee. At any meeting five (5) members will form a quorum.
- (ii) At any meeting of the Committee the Chair will have a casting vote as well as a deliberative vote.
- (iii) Three (3) consecutive absences without leave from Committee meetings will constitute a resignation from the Committee.
- (iv) At least twenty-four (24) hours notice will be given of any Committee meeting.

(b) **General Meetings**

- (i) An AGM will be held in September or October. The business will include the submission for approval of members of the Annual Report and duly audited Statements of Account for the previous financial year, the election of officers in the Branch, the appointment of the Auditor and Academic Dress Accountant and the delegates to other organisations for the ensuing twelve (12) months.
- (ii) There will be at least five (5) Ordinary General Meetings (“OGM”) during the year between October or November and July inclusive, the business and other activities at these meetings to be arranged by the Committee at its discretion and in accordance with the aims of the Branch.
- (iii) Notice of any general meetings will be given to members in such a way as the Committee deems desirable.
- (iv) At any general meeting twelve (12) members will form a quorum.
- (v) Only graduate members will have voting powers in matters concerning GWNZ and IFUW, but all members, whether graduate or associate, will be entitled to record one vote on all motions which deal with the business of the Branch.
- (vi) At any general meeting the Chair will have a casting as well as a deliberative vote.
- (vii) The method of voting at general meetings will be by voice or show of hands. In the case of contested elections and in any other case if demanded by five (5) members present, voting will be by secret ballot. Matters will be decided, unless otherwise specifically stated, by a bare majority of those present and entitled to vote.
- (viii) A Special General Meeting (“SGM”) may be called at any time by the Committee and will be called by the Committee within seven (7) days after receipt of a notice in writing signed by twelve (12) members of one or more years’ standing requiring such a meeting to be

called. Such a meeting may be called by the requisitionists themselves if it is not duly called by the Committee within seven (7) days of receipt of such a notice. Seven (7) days' notice will be given of any SGM and it will state in general terms the business to be dealt with thereat.

- (ix) The special business requiring an SGM to be called may be transacted at an OGM or at an AGM provided seven (7) days notice is given of it.

6. FINANCES

(a) Financial Year

The financial year will end on June 30 each year.

(b) Audits

The financial accounts of the Branch will be reviewed at the end of the financial year by an independent qualified accountant. After adoption, the annual accounts are to be filed at the Office of the Registrar of Incorporated Societies.

(c) Subscriptions

The subscriptions for members will be due at the beginning of the financial year and be such sums as the AGM may from time to time determine.

(d) Control of Monies

- (i) All monies belonging to the Branch will be paid into such banking institutions as the Committee will determine and will be under the control of the President, Branch Treasurer and two (2) Committee members, two (2) of whom will, together, operate the accounts.
- (ii) The account holding monies generated by the hire of academic dress will be under the control of the President, and the Committee members designated Academic Dress Conveners and Academic Dress Accountant, any two (2) of whom will, together, operate the account.
- (iii) The Charitable Trust (administered in accordance with the Trust Deed) will be under the control of the President, and the Committee members designated Academic Dress Convener and Academic Dress Accountant, any two (2) of whom will, together, operate the account.

(e) Investments

The Branch may from time to time invest and reinvest in approved Trustee Investments, in such securities and upon such terms as it thinks fit, any part of the funds of the Branch which will not be required for the immediate business of the Branch.

(f) Loans

If empowered by a two-thirds majority of those members entitled to vote, the Branch may borrow money on mortgage or any other form of security.

7. REGISTERED OFFICE

The Registered Office of the Branch will be the Academic Dress Hire Rooms, University of Otago, Union Street, Dunedin, and the Registrar of Incorporated Societies will be duly notified when there is a change of this address.

8. AMENDMENTS

- (i) Amendments to the Constitution may be made at any general meeting by a two-thirds majority of those present and entitled to vote, provided that written notice of the proposed amendment will have been given at a general meeting at least one month beforehand and provided also that such amendment will be in accordance with the Constitution of GWNZ.
- (ii) A copy of the altered Constitution should be sent to the National Secretary of GWNZ, and the Registrar of Incorporated Societies.

9. DISSOLUTION

(a) Process

The Branch may be dissolved by the following two steps:

- (i) A general meeting is called for which written notice of the proposed dissolution will have been given at least 30 days beforehand and at which a two-thirds majority of the members of the Branch entitled to vote, vote for the dissolution. Members of the Branch may attend the meeting or lodge a formal apology and postal vote.
- (ii) A second general meeting is held not less than 30 days after the first meeting for which written notice of the proposed dissolution will have been given and at which the resolution of the first meeting to dissolve is confirmed by a two-thirds majority of the members of the Branch entitled to vote. Members of the Branch may attend the meeting or lodge a formal apology and postal vote.

(b) Disposal of Assets and Property

On dissolution the property and assets of the Branch will be paid to and become the property of NZFGW (Otago Branch) Charitable Trust (CC32819) – formerly known as New Zealand Federation of University Women (Otago Branch) Charitable Trust – or be applied to such educationally charitable purposes as may be decided by the Branch at the second general meeting named in 9(a)(ii).