

NOTICE OF AMENDMENT TO THE RULES OF NEW ZEALAND SOCIETY FOR THE STUDY OF DIABETES INCORPORATED ("the Society") PASSED AT A MEETING OF THE SOCIETY HELD ON 2nd July 2009

(Pursuant to Section 21 of the Incorporated Societies Act 1908)

To: The Registrar of Incorporated Societies, Auckland

The following resolutions were passed at a meeting of the Society held on 2nd July 2009 and signed by three members of the Society.

Resolutions

In accordance with Rule 8 of the Rules of the New Zealand Society for the Study of Diabetes Incorporated, the members of the Society resolved to alter the rules of the Society as follows:

Clause 5 be amended to read:

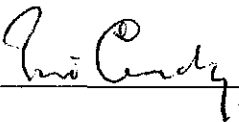
5) OFFICERS OF THE SOCIETY

The day to day business of the Society will be run by an Executive Committee which will meet with a quorum, 10 times each calendar year, to be convened by teleconference or video conference and with a minimum of 1 of those meetings being face-to-face meetings.

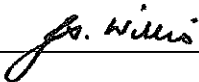
Clause 6)b)iii) be amended to read:

6)b) iii) The treasurer shall prepare the accounts for the Society for each financial year, have them examined by the appointed auditor, (Rule 4.a.iv) and present them to the next AGM after the end of the financial year.

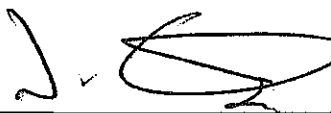
Signed by three members of the Society



Professor Tim Cundy
Member, NZSSD
President



Dr Jinny Willis
Member, NZSSD
Treasurer



Dr Nic Crook
Member, NZSSD
Secretary



General Meeting, the President of the Executive Committee may adjourn the General Meeting to a date set in accordance with clause 4 c) above.

e) Procedures of General Meeting:

- i) Every Financial, Ordinary, Honorary, Honorary Life Member and Corporate Member present shall be entitled to one vote.
 - ii) In the event of an equality of votes upon a motion, the Chairman of the meeting shall have a casting vote in addition to a deliberative vote.
 - iii) Voting at all elections shall be by secret ballot, with a returning officer and two scrutineers, appointed at that meeting. However, where there is no more than one nomination for each post then unless an objection is made by a Financial Member the vote may be by voices or a show of hands.
- f) Voting of all other questions may be by voices or a show of hands if any member so requires.
- g) The Honorary Secretary or his deputy shall record and keep minutes of all meetings of the Society.
- h) The Executive Committee is entitled to hold a ballot on issues that affect the Society between AGM's. Each current Financial Member is entitled to one vote. Notice of any voting ballot and voting papers are to be served on Members to their last known physical address or the last known email address which they have nominated to the society. Non receipt of such a Notice and ballot shall neither invalidate the ballot nor render void any vote properly received.

5) OFFICERS OF THE SOCIETY

The day to day business of the Society will be run by an Executive Committee which will meet with a quorum, 10 times each calendar year, to be convened by teleconference or video conference and with a minimum of 6 of those meetings being face-to-face meetings.

- a) The Executive Committee will consist of the President, the Honorary Secretary to the Executive, the Honorary Treasurer and with Committee members to number not less than three and no more than six, plus one *ex-officio* representative from Diabetes New Zealand and one Corporate Member as defined in section 4 a(iii) 6) above.

- k) The Committee has absolute discretion in the manner of its proceedings. Business will be resolved by a majority vote. In the case of a tied vote, the Chairman has a second, casting, vote.
- l) The Honorary Secretary or, in his absence, the Deputy Secretary is to record and keep minutes of all meetings of the Committee.
- m) The President elect of the succeeding committee will be an additional *ex officio* member of the Committee during the twelve months prior to taking office.
- n) The Executive may co-opt additional members for defined purposes and/or delegate specific issues to sub-committees either from its own membership or from the general membership which it can appoint.
- o) In consideration of the Executive Committee members accepting appointment to the respective positions to which they have been elected or appointed from time to time, the Society will indemnify each of them from all liabilities incurred while acting in good faith as a member of the Executive Committee and such indemnity shall remain in effect after the member has ceased to be a member of the Executive Committee. If required to do so by a member of the Executive Committee, the Society will enter into a deed of indemnity with the member at the time the member is elected or appointed to office

6) **FINANCIAL POLICY**

- a) Annual subscriptions are to be paid by Ordinary and Corporate members. No annual subscriptions are payable by Honorary and Life members. The annual subscription for Ordinary and Corporate members shall be fixed from time to time by the Society in the Annual General Meeting and shall be in respect of the financial year (Rule 6.b.i.). The subscription should be paid within three months of despatch of the renewal advice but see (Rule 3.e.ii)
- b) **Accounts**
 - i) The financial year of the Society will end on the 31st day of March of each year.
 - ii) The Treasurer will present financial reports for ratification to each meeting of the Executive.
 - iii) The Treasurer shall prepare the accounts of the Society for each financial year, have them examined by the appointed auditor, (Rule 4.a.v) and present them to the next AGM after the end of the financial year.