

## Rules of Transition Feilding

### **1. The name of the organisation:**

- 1.1 The name of the organisation is Transition Feilding.
- 1.2 Postal address - 18 Montagu Street, Feilding 4702.
- 1.3 Contacts - Jill Faulkner  
Email: jillpeepoday@inspire.net.nz Telephone: 06 323 6094  
- Vanessa Witt  
Email: vanessa@greenhaus.co.nz Telephone: 06 388 0608
- 1.4 Website - [www.transitionfeilding.org.nz](http://www.transitionfeilding.org.nz)
- 1.5 The registered office of Transition Feilding may be changed by resolution recorded in the minutes of the Core Group.
- 1.6 Notification of such a change shall be carried out in compliance with relevant law.
- 1.7 The organisation is constituted by resolution dated: 16 April 2014

### **2. Purpose**

- 2.1 To promote the permaculture ethics of  
'Earth Care',  
'People Care' and  
'Fair Share' throughout the community of Feilding and surrounding areas.
- 2.2 Transition Feilding will:
  - i. Provide educational and practical projects to increase knowledge and skills that enhance well-being, sustainability and resilience in the local community.
  - ii. Promote the protection, conservation and regeneration of the environment.
  - iii. Facilitate greater social cohesion and integration within the community.
  - iv. Cooperate with and support other community groups within the greater Feilding area that are engaging in projects that promote well-being, sustainability and resilience in the local community.
  - v. Secure and manage funding to achieve the purpose of Transition Feilding.

### **3. Organisation structure**

#### **3.1 Core Group**

- i. Transition Feilding shall have a managing committee referred to as the Core Group.
- ii. The Core Group will be comprised of Elected Officers and Interest Group Members.
- iii. Elected Officers are members of Transition Feilding and are elected at an Annual General Meeting or Special General Meeting notified for that purpose.
- iv. There shall be a minimum of three, and a maximum of five Elected Officers on the Core Group.
- v. Elected Officers shall be elected to fulfill the roles of Convenor, Secretary and Treasurer.

- vi. Additional Elected Member roles may need to be created from time to time as decided by the membership at a General Meeting.
- vii. Interest Group Representatives on the Core Group are members of Transition Feilding and are chosen by each Interest Group to represent that group on the Core Group.
- viii. The Core Group may co-opt individuals to the Core Group from time to time to carry out specified, time-limited functions.
- ix. The term of any Elected Officer shall be for one year, or until the next Annual General Meeting.

### **3.2 Appointment of Core Group Members**

- i. Nominations for Elected Officers may be made at any time, consistent with the Purpose of Transition Feilding.
- ii. If any elected role of the Core Group becomes vacant between Annual General Meetings, the Core Group may appoint a Member to fill the role until the next Annual General Meeting.
- iii. If any Elected Officer of the Core Group is absent for three consecutive meetings without leave, the Convenor may declare the position vacant.
- iv. Membership shall, at a General Meeting, decide by majority vote the Elected Officers of the Core Group.
- v. Individuals cease to be members to the Core Group, including Elected Officers when they:
  - a. - resign from the Core Group of Transition Feilding,
  - b. - cease to be members of Transition Feilding,
  - c. - are removed by majority vote at a general meeting, or
  - d. - their term expires.
- vi. When a person ceases to be a member of the Core Group, that person must return all Transition Feilding property and documents to the Core Group within one month.

### **3.3 Functions of the Core Group**

- 3.3.1. Subject to the Rules of Transition Feilding, the role of the Core Group is to
- i. Carry out the Purpose of Transition Feilding;
  - ii. Administer and coordinate the activities of Transition Feilding;
  - iii. Use money or other assets to carry out the Purpose of Transition Feilding;
  - iv. Manage Transition Feilding bank accounts;
  - v. If required, ensure all members follow the rules;
  - vi. Decide the times, dates and place of meetings and set agendas for such meetings;
  - vii. Decide procedures for dealing with complaints;
  - viii. Set any fees and levies for membership subscriptions;
  - ix. Make regulations.

3.3.2 The Core Group has all the powers of Transition Feilding unless limited by the Rules.

3.3.3 Decisions of the Core Group bind Transition Feilding unless limited by the Rules or by a decision of a majority of Members taken at a General Meeting of Transition Feilding.

### **3.4 Role of the Convenor**

- i. Convene meetings;
- ii. Chair meetings;
- iii. Oversee the operation of Transition Feilding;
- iv. Give a report on the activities of Transition Feilding at an Annual General Meeting;

### **3.5 Role of the Secretary**

- i. Hold Transition Feilding's records, documents and minute books;
- ii. Receive and reply to correspondence as required by the Core Group;
- iii. Prepare and circulate notices of meetings according to the Rules of Transition Feilding;
- iv. Record and keep the minutes of General and Core Group meetings of Transition Feilding;
- v. Maintain the database of Members.

### **3.6 Role of the Treasurer**

- i. Collect and receive all payments made to Transition Feilding. Payments are to be banked within 7 days of receipt of the payment;
- ii. Keep a true and accurate record in Transition Feilding's account book of all transactions so that the financial position of Transition Feilding can be clearly understood at any time;
- iii. Give financial reports and statement of accounts, including Income and Expenditure, and Balance Sheet at each Annual General Meeting;
- iv. Provide financial reports to the Core Group as decided by the Group;
- v. Prepare accounts for audit and answer queries from the auditor;

### **3.7 Interest Groups**

- i. Transition Feilding shall have Interest Groups reflecting the interests of members consistent with the Purpose of Transition Feilding.
- ii. There is no limit to the number of interest groups that may be formed.
- iii. An Interest Group shall have at least four members.
- iv. Members are not restricted in the number of Interest Groups to which they may belong.
- vi. Each Interest Group shall appoint a Convenor to oversee the activities of the Interest Group.
- vi. The Interest Group Convenor shall be responsible for coordinating the activities of the Interest Group and maintaining communication between the Interest Group and the Core Group;
- vii. Each Interest Group shall nominate one member to represent the Interest Group on the Core Group;
- viii. The nominated member will, ex-officio, be a member of the Core Group and is bound by rules of Transition Feilding accordingly;
- ix. The nominated member may be changed or rotated at the discretion of the Interest Group.
- x. Interest Groups are semi-autonomous, determining their own work programmes, but are ultimately responsible to Transition Feilding, its Core Group and the Rules;

- xii. Interest Groups may raise funds for specific purposes. Funds may be 'tagged' for specific purposes by the Interest Group or any funder, as a condition of the funding;
- xiii. These funds will be held in the Transition Feilding bank account and will be subject to the same financial accountability as general Transition Feilding funds;
- xiv. The balance of Interest Group funds shall be transparent and easily available to Members and the Core Group;
- xv. All cheques will be issued on behalf of Transition Feilding and will require two signatures, one of which shall be an Elected Officer of the Core Group;
- xvi. Any Interest Group may wind up its activities if there is insufficient interest or less than four members in the Interest Group;
- xvii. When an Interest Group is wound up, any funds shall be transferred to Transition Feilding general funds, unless explicitly prohibited by the funding agreement.

## **4. Management of Transition Feilding**

### **4.1 Membership**

Membership is open to any individual or organisation who agrees with the Purpose of Transition Feilding.

#### **4.1.1. Individual membership**

- i. To become a Member, individuals will fill out a membership form approved by the Core Group and pay any fees or subscriptions due;
- ii. An Individual Member will have one vote at General Meetings.

#### **4.1.2.. Organisational membership**

- i. Where membership is sought by an organisation, the organisation will complete an application form approved by the Core Group for that purpose and pay any fees or subscriptions due;
- ii. An organisation shall nominate a person as their representative for General Meetings;
- iii. An organisation may transfer the representation by a note, in writing, to the Secretary;
- iv. The Secretary will record the organisation, the representative and the date of receipt of the authorisation in a minute and update the database;
- v. An organisation will have one vote at General Meetings.

#### **4.1.3. The membership form will include:**

- i. First and last names, postal address and contact details for phone and email;
- ii. A place to record skills and interests relevant to the Purpose of Transition Feilding;
- iii. The applicant will sign the application agreeing to the Purpose of Transition Feilding and willingness to abide by the Rules and processes of Transition Feilding;
- iv. There will be an option to be contacted by email and for sharing of phone numbers with other members.
- v. Membership forms will be available at meetings, events, from the Secretary and by email attachment upon request.

#### **4.1.4. Membership Approval**

- i. Applications for Membership will be considered by the Core Group at their regular meeting and the applicant notified of the outcome;
- ii. Membership may be declined by the Core Group and the reason given to the applicant.
- iii. The applicant will have 14 days to respond to the decision. If a reconsideration is requested, the Core Group will reconsider the application and if it is not satisfied, the Core Group may, in its absolute discretion, decline membership and inform the applicant.

#### **4.1.5 Membership obligations**

- i. All Members shall promote the Purpose of Transition Feilding and shall do nothing to bring Transition Feilding into disrepute;
- ii. Members are welcome to attend any meetings, events or workshops associated with or sponsored by Transition Feilding.
- iii. Members will be able to find out about meetings, events, workshops etc. by email or posts on the website or on social media pages (e.g. Facebook).

#### **4.1.6 Membership renewal**

Membership shall be renewed annually by responding to an email or submitting a renewal form and making any payment that is due.

#### **4.1.7 Membership Database**

- i. The Secretary shall maintain a list of members with dates of application and details as supplied on the application form;
- ii. Changes to member details can be supplied in writing or by email to the Secretary.
- iii. The details contained on the Membership Database shall on no account be given to any organisation or non-member of Transition Feilding unless approved by a notified meeting of the Core Group;
- iv. Any member shall have the opportunity to have their name and details removed from any such list.

#### **4.1.8. Termination of Membership**

- i. Any member may end Membership of Transition Feilding, at any time, by informing the Secretary in writing, (this includes an email from the 'database' email address).
- ii. The Secretary shall record the date such notification was received on the database and file a copy of the notice.
- iii. A Member may have his or her Membership terminated if, for any reason whatsoever, the Core Group is of the view that a Member is in breach of the Rules or acting in a manner inconsistent with the Purpose of Transition Feilding.
- iv. The Core Group shall give written notice of this to the Member (Core Group Notice). The Core Group Notice must:
  - a. Explain how the Member is considered to be breaching the Rules or acting in a manner inconsistent with the Purposes of Transition Feilding.
  - b. State what the Member must do in order to remedy the situation; or state that the Member must write to the Core Group giving reasons why the Core Group should not terminate the Member's Membership;

- c. State that if, within 21 days of the date of the Core Group Notice, the Core Group is not satisfied, the Core Group may, in its absolute discretion, immediately terminate the Member's Membership;
- d. Inform the Member of the Core Group decision.

#### **4.1.9 Readmission of former Members**

- i. Any former Member who has resigned may apply for readmission in the same way as a new applicant.
- ii. If the former Member's membership was terminated by the Core Group the applicant may be readmitted with the approval of the Core Group by majority vote.

## **5. Conduct of meetings.**

### **5.1. Regular Meetings and Events**

- i. A Regular Meeting or event is the usual mechanism whereby Transition Feilding achieves its Purpose.
- ii. Such meetings and events may be anywhere, including any community events where Transition Feilding is officially present.
- iii. Regular meetings and events may be notified by an Interest Group or the Core Group either by email, on the website, or on agreed social media pages.
- iv. The Core Group shall hold at least three Core Group meetings outside of any General Meetings.
- v. All Regular meetings and events shall be notified by email or posted on the website or agreed social media page.
- vi. Interest Groups shall set their own schedule of meetings.

### **5.2. General Meetings**

- i. A General Meeting is either an Annual General Meeting or a Special General Meeting;
- ii. A General Meeting shall not be held unless at least half of the Members are present;
- iii. The Annual General Meeting shall be held once every year between 1 July and 31 August.
- iv. The Core Group shall determine when and where Transition Feilding shall meet within those dates;
- v. Special General Meetings may be called by the Core Group;
- vi. The Core Group shall call a Special General Meeting if the Secretary receives a written request signed by at least 5 of the Members of Transition Feilding. The request must be accompanied by information about the business to be conducted at the Special General Meeting;
- viii. The Secretary shall give all Members at least 14 days notice by email:
  - a. The business to be conducted at any Special General Meeting;
  - b. A copy of the Agenda and any relevant information supplied to the Secretary;
  - d. Notice of any motions proposed and any Core Group recommendations about those motions;
  - e. If the Secretary has 'Published' a notice to all Members in good faith, the Meeting and its business will not be invalidated simply because one or more Members do not receive the notice;

- f. The information relating to any meeting may be shared through Google Docs.
- viii. Any Member may attend and vote at General Meetings;
- ix. All General Meetings shall be Chaired by a member of the Core Group, unless the Meeting decides otherwise by majority vote;
- x. Any person chairing a General Meeting has a casting vote.
- xi. On any issue, or given motion, at a General Meeting, the Meeting Chair shall endeavour to reach a consensus but shall in good faith determine whether to vote by:
  - a. Voices;
  - b. Show of hands; or
  - c. Secret ballot.
- xii. If any Member requests a secret ballot before a vote by voices or show of hands has begun, voting must be by secret ballot.
- xiii. If a secret ballot is held, the Meeting shall appoint two scrutineers and the Meeting Chair shall have a casting vote. Voting papers shall be destroyed by the scrutineers immediately after the voting if possible, otherwise immediately after the Meeting.

### **5.3 Notification of meetings**

5.3.1 All meetings and events shall be notified by email or posted on the website, or on agreed social media pages (eg Facebook).

5.3.2 The Convenor of each Interest Group, event or Core Group is to ensure such notices are posted.

5.3.3. The information relating to any meeting may also be posted through Google Docs.

#### **5.3.3. General Meetings**

The Secretary shall give all Members at least 14 days notice by email or via the website of:

- i. The business to be conducted at the Annual General Meeting;
- ii. A copy of the Agenda and any relevant information supplied to the Secretary
- iii. Notice of any motions proposed and any Core Group recommendations about those motions;
- iv. A list of Nominees for the Elected Officers for the Core Group, and information about those Nominees, if it has been provided shall be circulated with the information given to members before the meeting. (The Secretary shall not provide Members with information exceeding the equivalent of half of one side of an A4 sheet of paper per Nominee);
- v. If the Secretary has posted a notice to all Members in good faith, the Meeting and its business will not be invalidated simply because one or more Members do not receive the notice.

### **5.3. The business of an Annual General Meeting shall include:**

- i. Any minutes of the previous Annual General Meeting or General Meetings;
- ii. The Convenor's Annual Report on the business of Transition Feilding and any other reports deemed necessary by the Core Group;

- iii. The Treasurer's Report on the finances of Transition Feilding, including the Statement of Accounts and proposed budget
- iv. Notices of Motions to be considered,
- v. Election of Officers to the Core Group.
- vi. General business;
- vii. Any plans/projects for approval for the balance of the current and next calendar years.
- viii. The Core Group may put forward issues to General Meetings of Transition Feilding for Members to decide ('Core Group Motions').

#### **5.4. Core Group Meetings**

- i. Subject to the Rules, the Core Group may regulate its own practices.
- ii. No Core Group Meeting may be held unless at least three, or at least half (whichever number is greater) of the Core Group members are present;
- iii. A Core Group member shall Chair Core Group Meetings;
- iv. The Core Group shall endeavour to reach decisions by consensus as much as possible, but a simple majority shall decide a matter;
- v. Only Core Group members may vote at Core Group meetings;
- vi. Any Member may attend any Core Group Meeting;
- vii. Any member may be permitted to speak at Core Group Meetings with approval of the Meeting.

#### **5.5. Minutes**

All General and Core Group Minutes shall record;

- i. Apologies;
- ii. Those present at a meeting;
- iii. Confirmation of previous minutes with any amendments;
- iv. The business transacted at a meeting in the form of;
  - All notices of motion along with the proposer and seconder,
  - Any points from discussion the Secretary considers important to understanding the decision;
- v. The decision of the meeting relating to the motion as carried or not carried;
- vi. Members may ask to have their vote recorded in the minutes.
- vii Copies of any reports presented to the meeting.
- vii. The time the meeting was closed.

#### **5.6. Signing of Documents**

- i. A document shall be executed on behalf of Transition Feilding if:
  - a. The document is consistent with the Rules of Transition Feilding; and
  - b. The document is witnessed by any two members of the Core Group.

### **6. Alteration to the rules**

- i. Any proposed change to the Purpose of Transition Feilding shall require a two thirds majority of those present at a meeting for that purpose;
- ii. Except for 6.i. above, Transition Feilding may alter or replace these Rules at a General Meeting by a resolution passed by a majority of those Members present;
- iii. Any proposed motion to amend or replace these Rules shall be signed by at least 2 Members and given in writing to the Secretary at least 28 days before a Transition Feilding General Meeting at which the motion is to be considered. The



- proposed change is to be accompanied by a written explanation of the reasons for the proposed change.
- iv. No such proposed change to the Rules may be inconsistent with the Purpose of Transition Feilding;
  - v. At least 14 days before the General Meeting at which any Rule change is to be considered, the Secretary shall post a notice of the proposed changes, the reasons for the change and any recommendations of the Core Group.

## **7. Money and Other Assets of Transition Feilding**

### **7.1. Use of Money and Other Assets**

Transition Feilding may only use Money and Other Assets if:

- i. It is for a Purpose of Transition Feilding;
- ii. It is not for the sole personal or individual benefit of any Member; and
- iii. That use has been approved by either the Core Group, an Interest Group (limited to funds dedicated to that interest Group) or by majority vote of Members at a General Meeting.
- iv. Any Interest Group has the same rights and obligations as Transition Feilding generally in its use of money and other assets, so long as the Rules permit.
- v. Members are reimbursed for approved expenses only on the production of a GST Receipt to the Treasurer.

### **7.2. Joining Fees and Subscriptions**

Transition Feilding shall decide by majority vote at a General Meeting:

- i. What a Member must pay to join Transition Feilding ('Joining Fee'); and
- ii. What a Member must pay in order to stay a Member ('Subscription') and how often this must be paid.

### **7.3. Financial Year**

The financial year of Transition Feilding begins on 1 July of every year and ends on 30 June of the next year.

### **7.4. Cheques**

- i. Any Payment made by Transition Feilding above a value of \$20 dollars must be by Cheque or electronic deposit.
- ii. All Cheques must be signed by two members of the Core Group, one of whom must be an Elected Officer.
- iii. Cheque Signatories shall be approved by members at a General Meeting.

### **7.5 Verifying Annual Accounts.**

- i. The accounts will be independently verified by a suitably experienced person.
- ii. At a General Meeting, Transition Feilding shall, by majority vote, appoint a suitably experienced person to verify the accounts of Transition Feilding in the coming financial year.
- iii. The person appointed shall not be a member of Transition Feilding.
- iv. The person appointed shall clarify any matters as necessary, report on such matters and certify that the the Annual Accounts, as presented, are correct.

### **7.6 Additional Powers**

The Core Group, on behalf of Transition Feilding may:

- i. Employ people for the Purpose of Transition Feilding;
- ii. Invest in any investment that is conservative and backed by Government guarantees (i.e. bank bills or Treasury Bonds);
- iii. Borrow money and provide security if specifically authorised by Members at a General Meeting.

## 8. Winding up provisions

If Transition Feilding is wound up, Transition Feilding debts, costs and liabilities shall be paid. Surplus money and other assets of Transition Feilding may be disposed of:

- i. By resolution; or
- ii The surplus Money and Other Assets shall be distributed to:
- iii. One or more other Transition Town organisations, or
- iv. One or more bodies with equivalent purposes to that of Transition Feilding.
- v. No distribution may be made to any Member.

## 9. Definitions

In these Rules:

1. 'Cheque' means a personal cheque or a bank cheque. (Sect 7.4)
2. 'Core Group' means the Managing Committee comprised of elected Officers and Interest Group members. (Sect 3.2)
3. 'Core Group Member' means a Member of Transition Feilding who is either an elected Officer or appointed by an Interest Group to be on the Core Group. (Sect 3.2)
4. 'Core Group Motion' is an issue formulated for consideration at a General Meeting by the Core Group. (Sect 5.3.vii.) 'Core Group Notice'
5. 'Elected Officer' means a member of Transition Feilding elected at a General Meeting to fulfill a specific role on the Core Group. (Sect 3.1.iii)
6. 'General Meeting' means any Annual General Meeting, or any Special General Meeting of the Members of Transition Feilding. It does not include a regular meeting/event, Core Group Meeting or Interest Group meeting. (Sect 5.2)
7. 'Interest Group' is a group of at least four members of Transition Feilding who share a common interest related to achieving the Purpose of Transition Feilding. (Sect 3.7)
8. 'Joining Fee' means a fee decided by the Membership at the Annual General meeting to be paid by individuals or organisations to become members of Transition Feilding. (Sect 7.2.i.)
9. 'Member' is any individual or organisation approved by the Core Group (Sect 4.1.4.)
10. 'Permaculture Ethics' are the ethics of Permaculture as described by Bill Mollison and David Holmgren.
11. 'Purpose' is the reason specified in Section 2.1. and 2.2. of this document as to what Transition Feilding is striving to achieve.
12. 'Regular Meeting' is any meeting of Transition Feilding Members including Interest Group Meetings but excluding General Meetings and Core Group Meetings. (Sect. 5.1)
13. 'Rules' are the practices and purpose specified in this document to control the activities of Transition Feilding.
14. 'Subscription' means an amount to be paid annually by Members of Transition Feilding as set at each Annual General Meeting (Sect 7.2.ii)