

## NBA CONSTITUTION CHANGES 2023 versus 2024

Page	June 2023 Version	August 2024 Version
ALL	NBA Constitution (2011 Text and June 2023 Amendments)	NBA Constitution (2011 Text and August 2024 Amendments)
4	<b>"Act"</b> means the Incorporated Societies Act 1908 as amended or replaced from time to time;	<b>"Act"</b> means the Incorporated Societies Act 2022 as amended or replaced from time to time;
4	<b>"Annual Financial Statements"</b> means the Annual Financial Statements for the Association to be approved by the Members, so that it may then be delivered to the Registrar of Incorporated Societies in accordance with section 23 of the Act;	<b>"Annual Financial Statements"</b> means the Annual Financial Statements for the Association to be approved by the Members, so that it may then be delivered to the Registrar of Incorporated Societies in accordance with the Act;
4	<b>"Local Board"</b> means the Waitemata Local Board, being the local board established under Section 10 of the Local Government (Auckland Council) Act 2009 having a jurisdiction of which Newmarket is part;	<b>"Local Board"</b> means the Local Board having responsibility over the area in which the Newmarket Business Improvement District is located, and established under Section 10 of the Local Government (Auckland Council) Act 2009 having a jurisdiction of which Newmarket is part;
4	<b>"Local Board Representative"</b> means the member of the Local Board who is appointed to the Board from time to time by the Council, and includes any other member of the Local Board who is authorised by the Local Board to act in place of that appointee if the appointee is absent or unavailable;	<b>"Local Board Representative"</b> means the member of the Local Board who may attend meetings of the Board or who is appointed to the Board from time to time by the Council, and includes any other member of the Local Board who is authorised by the Local Board to act in place of that appointee if the appointee is absent or unavailable;
7	<b>5.4</b> Any person entitled to be a Full Member of the Association and who wishes to be a member shall provide and maintain current details of their name, occupation, business and contact information to the Secretary.	<b>5.4</b> Any person entitled to be a Full Member of the Association and who wishes to be a member shall provide and maintain current details of their name, occupation, business and contact information to the Secretary. Every applicant for membership must consent in writing to becoming a Member and this consent shall be retained in the Association's membership records.
8	<b>REGISTER OF MEMBERS</b> <b>8.1</b> The Secretary of the Association shall establish and maintain a register of Members of the Association pursuant to section 22 of the Act specifying the name, occupation, business and contact details of each person who is a Member of the Association, whether that person is a Full or Associate Member and, in the case of members which are not individuals, the name and address of that Member's individual representative.	<b>REGISTER OF MEMBERS</b> <b>8.1</b> The Secretary of the Association shall establish and maintain a register of Members of the Association pursuant to the Act specifying the name, consent to membership, occupation, business and contact details of each person who is a Member of the Association, whether that person is a Full or Associate Member and, in the case of members which are not individuals, the name and address of that Member's individual representative.

9	<b>11. DISCIPLINING OF MEMBERS</b>	<b>11. DISCIPLINING OF MEMBERS AND DISPUTE RESOLUTION</b>
		<b>11.6</b> For any other disagreement or conflict involving the Association and/or its Members as set out in sections 38 to 44 of the Act, the Association adopts the processes set out under Schedule 2 of the Act for the handling of any dispute of that nature.
12	<b>14.1.1</b> An uneven number of voting members, being not less than five and not more than nine persons (one of whom shall be the Local Board Representative appointed by the Council); and	<b>14.1.1</b> An uneven number of voting members, being not less than five and not more than nine persons (one of whom may be the Local Board Representative appointed by the Council in a non-voting capacity); and
12	<b>14.3</b> The Manager shall not be entitled to vote on any matter before the Board. The Local Board Representative shall not be entitled to vote in relation to the election of members of the Board, the Chairperson or other officers of the Association.	<b>14.3</b> The Manager shall not be entitled to vote on any matter before the Board. If a member of the Board, the Local Board Representative shall not be entitled to vote on any matter before the Board.
13	<b>16.3</b> The Board shall appoint or elect one member (who may be the Manager) as the Secretary of the Association.	<b>16.3</b> The Board shall appoint or elect one member (who may be the Manager) as the Secretary of the Association. The role of the Secretary shall include acting as the Contact Officer for the Association. The Secretary's name must be provided to the Registrar of Incorporated Societies, along with their contact details, including a physical address or an electronic address, and a telephone number. Any change in the Secretary or the Secretary's contact details shall be advised to the Registrar of Incorporated Societies within 20 days of that change occurring.
15	<b>18.4.2</b> The Auditor shall be a member of Chartered Accountants Australia and New Zealand and conduct the audit in terms of the guidelines of the institute.	<b>18.4.2</b> The Auditor shall be a member of Chartered Accountants Australia and New Zealand (CAANZ) &/or Certified Practising Accountant (CPA) and conduct the audit in terms of the guidelines of the institute.
17/18		<b>25.2.10</b> to give notice of any record made in the Association's interests register since the last preceding Annual General Meeting.
20	<b>31.1</b> A resolution arising at a General Meeting of the Association shall be determined on a show of hands. Unless a poll is demanded before, or on the declaration of a show of hands, then a declaration by the Chairperson of the General Meeting (for example, that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect has been entered in the Minute Book of the Association) shall constitute evidence of the outcome of the resolution without proof of	<b>31.1</b> A resolution arising at a General Meeting of the Association shall be determined on a show of hands. Unless a poll is demanded before, or on the declaration of a show of hands, then a declaration by the Chairperson of the General Meeting (for example, that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect has been entered in the Minute Book of the Association) shall constitute evidence of the outcome of the resolution without proof of

	the number or proportion of votes recorded in favour of or against that resolution.	the number or proportion of votes recorded in favour of or against that resolution. Written resolutions may not be passed in lieu of a General Meeting.
22		<b>35.4</b> The funds and property of the Association shall be controlled, invested and disposed of by the Board, subject to these Rules, and devoted solely to the promotion of the purposes of the Association.
22		<b>35.5</b> The Board shall maintain bank accounts in the name of the Association. All money received on account of the Association shall be banked within 5 days of receipt.
22		<b>35.6</b> All accounts paid or for payment shall be submitted to the Board for approval of payment.
22		<b>35.7</b> The Board must ensure that there are kept at all times accounting records that correctly record the transactions of the Association and allow the Association to produce financial statements that comply with the requirements of the Act and enable the financial statements to be readily and properly audited.
22		<b>35.8</b> The Board must establish and maintain a satisfactory system of control of the Association's accounting records. The accounting records must be kept in written form or in a form or manner that is easily accessible and convertible into written form. The accounting records must be kept for the current accounting period and for the last 7 completed accounting periods of the Association.
23	<b>SIGNED</b> by the Association by three of its Members, pursuant to Section 21 of the Incorporated Societies Act 1908:	<b>SIGNED</b> by the Association by three of its Members, pursuant to the Incorporated Societies Act 2022: