

1. NAME

The Association shall be called the “School Business Managers' Association Incorporated”.

2. INTERPRETATIONS

- 2.1 The “Association” means the “School Business Managers' Association Incorporated”.
- 2.2 A “school” means a New Zealand state, integrated or registered independent school which has some or all students in Year 1 to Year 13.
- 2.3 A “Business Manager” means an employee in a school who is directly responsible to the Principal and/or Governing Authority for financial management and/or property management and/or human resource management, and who spends a major part of his/her time performing these duties.
- 2.4 The “Executive” means the Executive Committee of the Association as appointed in Rule 7.
- 2.5 The “Officers” (of the Association) shall be such financial members of the Association who hold office of such positions as defined under Rule 7.1. Eligibility to hold office is determined under Rule 5 – Membership.
- 2.6 The “President” means the President of the Association.
- 2.7 The “Vice President” means the Vice President of the Association.
- 2.8 The “Secretary” means the Secretary of the Association.
- 2.9 The “Treasurer” means the Treasurer of the Association.
- 2.10 “Special Business” means all business as defined in Rule 6.
- 2.11 A “Remit” means any matter to be considered at the Annual General Meeting or a Special General Meeting other than those items specified under Rule 6.2.
- 2.12 “Regions” shall be defined as those areas shown in Appendix A.
- 2.13 “Term” means the period of the National Executive committee meeting immediately following conference through to the conclusion of conference the following year.

3. REGISTERED OFFICE

The registered office of the Association shall be nominated annually by the Executive at the first meeting of the Executive following the Annual General Meeting, being the place of work of either the President, the Secretary or the Treasurer.

4. AIMS AND OBJECTIVES

The aims and objectives of the Association shall be to:

- 4.1 Promote the development of Business Managers' skills, qualifications and leadership, and to improve opportunities for the professional and personal development of Business Managers.
- 4.2 Promote the continuous improvement and development of school administration.
- 4.3 Uphold the value of professional management in school administration.
- 4.4 Ensure that the collective views and opinions of school Business Managers are canvassed and heard nationally on matters of professional significance.
- 4.5 Publish and circulate bulletins and newsletters presenting the ideas and opinions of members and others on professional matters.
- 4.6 Conduct and initiate such research and studies as may assist in attaining any of these aims and objectives.
- 4.7 Provide a forum for the exchange of ideas among school Business Managers and other interested persons.
- 4.8 Encourage cooperation, liaison and fellowship among school Business Managers.
- 4.9 Provide professional support and advice to members.
- 4.10 Be represented on all appropriate bodies.
- 4.11 Collaborate with other organizations having similar aims and objectives.
- 4.12 Foster liaison and support between regions of the association
- 4.13 Promote a sense of common cause amongst all school administrative and support staff.

5. MEMBERSHIP

5.1 Membership of the Association shall be granted by the Executive, upon submission of a completed application, and payment of the appropriate subscription, according to the following types of membership:

5.1.1 Full Members

The Business Manager of any school shall be eligible to be a Full Member if they meet the current criteria. Full Members shall be eligible to attend the annual Conference and to speak and vote at all General Meetings. They shall also be eligible to hold office as an Officer or Member of the Executive.

5.1.2 Associate Members

The Business Manager or aspiring Business Manager of any school shall be eligible to be an Associate Member if they meet the Association's current criteria. Associate Members shall be eligible to attend the annual Conference and to speak at all General Meetings. However, they will not have voting rights or be eligible to hold office as an Officer or Member of the Executive.

5.1.3 Retired Members

Any person who has been a Full Member of the Association may become a Retired Member upon ceasing to be eligible to be a Full Member. A Retired Member shall be eligible to attend the annual Conference and to speak at all General Meetings, but shall not have voting rights.

Retired members may be appointed as Secretary or Treasurer.

5.1.4 Life Members

The honour of Life Membership may be conferred for outstanding services to the Association. Nominations for Life membership shall be forwarded in writing to reach the President or Vice-President by 31 March, setting out details of the special service given. The nomination shall be submitted to the "life Membership sub-committee" consisting of the administrator and any four members of the National Executive one being a member of the Executive who will present their recommendation to the full national executive.

A Life Membership shall be conferred upon the person concerned, at the Annual General Meeting of the association. Life Members may attend and speak at all General Meetings of the Association. Life members only have the right to vote or hold office, if they continue eligibility as a Full Member.

5.1.5 Interim Members

Interim members are Business Managers to whom the Executive has granted unpaid membership from 1 October for the remainder of a membership year.

(A school, which has paid annual membership for a Business Manager who resigns or retires during the membership year, shall be entitled to apply in writing to the Executive Committee for Interim Membership to be granted to the replacement Business Manager). An interim member shall be accorded the rights of a Full Member. Should a member transfer schools their membership will cease and they must apply as a new member.

5.2 Membership shall be personal and shall not be transferable to another person upon retirement/resignation from any position which qualifies the person for membership.

5.3 All financial members shall be entitled to receive all publications of the Association.

5.4 A member shall cease to be a member of the Association by:

5.4.1 Forwarding a written resignation to the Secretary.

5.4.2 Being no longer eligible for membership as outlined above (refer 5.1).

5.4.3 Failing to pay outstanding fees by 31 March.

5.4.4 Bringing the association into disrepute (see clause 11).

5.4.5 Being expelled from the Association as a consequence of disciplinary procedures (see clause 11).

6. GENERAL MEETINGS

6.1 The Annual General meeting shall be held by 30 September, in conjunction with an annual Conference, which will be held at a venue decided by the Executive.

6.2 The business of the Annual General Meeting shall be:

6.2.1 Confirmation of Minutes.

6.2.2 Presentation of Annual Report and audited Accounts.

6.2.3 Consideration of any special business, remits and motions, notice of which has been given in accordance with these Rules.

- 6.2.4 Reports (if any).
- 6.2.5 Election of President, Secretary and Treasurer.
- 6.2.6 General Business.
- 6.2.7 Setting of subscriptions and levies as required.
- 6.2.8 Setting the date and location of the next annual conference.
- 6.3 A Special General Meeting shall be called on receipt of a requisition signed by the Executive on its own motion, or a written requisition signed by not less than thirty percent (30%) of the financial Full Membership, setting out the object of such Meeting.
 - 6.3.1 Written or Email notice of all Special Meetings shall be advised to all members at least four (4) weeks prior to the date of the meeting and shall specify the date, place and time of the meeting.
 - 6.3.2 Only full financial members shall be eligible to vote at Special General meetings.
- 6.4 Special Business, which may be considered at either the Annual General Meeting or a Special General Meeting, shall include the:
 - 6.4.1 Alteration, suspension or annulment of any of these Rules.
 - 6.4.2 Addition of a new rule.
 - 6.4.3 Expression of no confidence in the Executive or any Officer.
 - 6.4.4 Moving, without notice of motion, on matters of extreme urgency, provided this shall not include the alteration or annulment of any of these Rules.
- 6.5 Written notice of all Annual General Meetings shall be advised to all members at least eight (8) weeks before the date of the Meeting and shall specify the date, place and time of the Meeting.

All remits must reach the Secretary at least four (4) weeks before the date of the meeting.

Full details of the business to be transacted, including the audited annual accounts of the Association, shall be forwarded to all Members at least fourteen (14) days before the date of the meeting.
- 6.6 Only Full Members shall be eligible to vote.
- 6.7 From 2017 all Annual General Meeting and Special Meeting voting will be conducted online. Online discussion will be open for seven (7) calendar days with a further three (3) calendar days for online voting. Voting must close at least seven (7) calendar days prior to the Annual General Meeting.
- 6.8 All business of any General Meeting shall be decided by a majority of eligible votes.

The President, while in the chair, shall have a casting vote in addition to any personal vote he or she may have.

7. EXECUTIVE COMMITTEE

- 7.1 The Officers of the Association shall be the President, the Vice President, the Secretary and the Treasurer.
- 7.2 The Executive shall consist of the President, the Secretary and the Treasurer together with one Regional Delegate (as provided for in Appendix A) from each region of the Association (as set out in Appendix B), one of whom shall be the Vice President.
- 7.3 The Secretary and the Treasurer shall be elected annually at the Annual General Meeting and shall commence office at the conclusion of Conference. The President shall be elected biennially.
- 7.3.1 The term of office for the President shall be for a minimum of 2 years.
- 7.3.2 The term of office for the Secretary and Treasurer shall be by the annual election process.
- 7.3.3 Nominations for the position of President, Secretary and Treasurer shall be called at least eight (8) weeks prior to the Annual General Meeting.
- 7.3.4 Only financial members of the Association whose annual subscription has been received by the Treasurer on or before 31 March of the current financial year shall be eligible to hold office.
- 7.3.5 Every candidate shall be nominated and seconded in writing by any two financial members of the association.
- 7.3.6 Written nominations on the appropriate form must be received by the Administrator four (4) weeks prior to the Annual General Meeting.
- 7.4 The Vice President shall be elected within the Executive at the meeting held at the conclusion of Conference.
- 7.5 Notwithstanding the above, the Immediate Past President of the Association may be invited to be an additional member of the Executive for up to one year after vacating office whilst they remain a current member of the Association.
- 7.6 The Executive shall meet at least three times a year. Where appropriate the Executive may use teleconferencing or similar facilities to constitute a meeting. Where a Regional Delegate fails to attend two consecutive meetings without reasonable notice and cause, the Executive may appoint a replacement Regional Delegate for the remainder of the relevant term or until another Regional Delegate is elected by Region Members.
- 7.7 The quorum at Executive meetings shall be seventy five per cent (75%) of the Executive.
- 7.8 At all meetings of the Executive, each member shall have one vote. Voting shall be by ballot if requested by any member. At all meetings of the Executive, the majority shall rule. A substitute for any Regional Delegate shall have the same rights as the Regional Delegate.
- The president, while in the chair, shall have a casting vote in addition to any personal vote held.
- 7.9 The Executive may appoint such subcommittees as it may deem necessary from time to time to assist it in carrying out its duties. The President shall be an ex officio member of any such subcommittees (other than Regional Sub-committees, as provided for in Appendix A).
- 7.10 The Executive may employ such staff as it shall from time to time deem necessary.

7.11 The Executive shall have the right to fill all or any vacancies, which may occur from time to time in its Officer positions.

8. DUTIES OF OFFICERS

8.1 The President shall preside at all General and Executive Meetings, and shall have a casting vote as well as a personal vote at all such meetings. The President shall be the spokesperson for the Association, and shall either make all media statements or approve of their release.

8.2 In the absence of the President, the Vice President shall take over the duties of the President. In the event that the Vice President is also absent, the meeting shall elect its own Chairperson. The Chairperson, while in the chair, shall have a casting vote in addition to any personal vote held.

8.3 The Secretary shall, as far as possible, attend all Meetings of the Association, and shall ensure that all necessary records are kept of business conducted (including minutes of meetings), all notices of meetings are issued to members, and correspondence promptly actioned.

8.4 The Treasurer shall ensure that a register is kept of financial members that payment of accounts incurred by the Association are made, and all necessary financial records are kept, and shall forward the Accounts for audit after the end of the financial year and present the Annual Accounts to the Annual General Meeting.

9. FINANCE

9.1 The financial year of the Association shall close on 31 December each year.

9.2 Subject to the provisions of Appendix A:

9.2.1 All monies received by the Association shall be paid to its credit into a bank account approved by the Executive; and

9.2.2 All accounts shall be paid and authorised by any two officers.

9.3 The Executive may invest the funds of the Association in any registered bank and use the funds of the Association in such proper manner, as it shall see fit in pursuance of the aims and objectives of the Association.

9.4 The accounts of the Association shall, at the end of each financial year, be submitted for audit to an Auditor appointed by the Executive Committee. The Auditor shall be a duly qualified chartered accountant who is not a member of the Association.

9.5 The Executive shall have the authority to pay an Honorarium to the President, Vice President, Treasurer and Secretary as provided for in the annual budget.

9.6 The President, Vice President, Treasurer and Secretary are not involved in determining the amount of the Honorarium.

10. SUBSCRIPTION AND LEVIES

10.1 The subscription of members shall be determined annually by the Annual General Meeting for the financial year that follows.

10.2 The Annual General Meeting may decide on any other levies, which are to be paid by members, and such decision shall be binding on all members.

10.3 Paid up members shall be deemed to be financial up to the end of the financial year.

10.4 All subscriptions are payable on 1 January each year, and levies by the same date unless an alternative date is agreed. If such subscriptions and levies remain unpaid after 31 March, the member shall forfeit all rights of membership until all outstanding fees are paid in full.

11. MISCONDUCT

The Executive shall have power to enquire into the conduct of any Member, which may be injurious to the good name of the Association, and shall have the power to impose any penalty, that it shall see fit, including suspension or expulsion from the Association in accordance with the provisions of the Association's Code of Ethics clause 6.2. Any person aggrieved by any such penalty imposed shall have the right of appeal as stated under Clause 6.2 of the Code of Ethics. The final decision will be ratified by the Executive and summarily reported to the following Annual General Meeting.

12. DISSOLUTION

The Association shall not be dissolved unless a motion has been passed by a majority of votes recorded at a General Meeting convened for the purpose in accordance with the Incorporated Societies Act 1908. If any property remains after the winding up or dissolution of the association and the settlement of all of the association's debts and liabilities, that property must be given or transferred to another organisation that is charitable under New Zealand law and has purposes similar to those of the association.

13. COMMON SEAL

The Association shall have a Common Seal which shall be kept under the direction of the Secretary, and shall be affixed to any documents or writing, upon the resolution of a General Meeting or of the Executive, by any two Members of the Executive, at least one of whom shall be the President, the Secretary or the Treasurer.

14. ALTERATION OF RULES

No alteration of these Rules shall be made except at a General Meeting. Any alteration shall require the assent of the majority of eligible votes.

15. INDEMNITY CLAUSE

Every member of the Executive and every other officer of the Association for the time being shall be indemnified out of the funds of the Association against any liability incurred in the discharge of any duty undertaken on behalf of the Association and in defending any proceedings whether civil or criminal in which judgement is given in favour of the person or in which the person is acquitted.

Appendix A

Regions

1. Regions shall be defined in accordance with the attached geographical plan, Appendix B. Boundary changes can occur by submission to and approval from the Executive.
2. Each region shall be recognised as a region of the Association.
3. Each region shall elect one representative as a member of the Executive at the Regional Annual Meeting. The representative shall commence office at the conclusion of the next Annual Conference and hold office to the conclusion of the following conference.
4. Members of each region must be financial at least one month prior to the meeting at which they are elected as the representative.
5. Each region shall hold an Annual Meeting, by 31 May, for the purposes of:
 - 5.1 Electing the executive representative
 - 5.2 Presenting the regional financial statements
6. The financial year of each region shall be the same as that of the association. The annual and region financial statements should be forwarded to the treasurer by mid-February each year
7. Regional meeting minutes should be made available to the Executive after each meeting. These may be edited for further publication.
8. The regional chairperson/secretary is to inform the National Secretary of the name and school of the regional delegate following the region's annual meeting.
9. Regional delegates to ensure that Association sponsorship guidelines are followed.
10. Regional delegates will convey to the Executive and to their regional meetings all matters of relevance and importance.
11. The President must receive notice of a substitute Delegate at least 14 days in advance of the Executive meeting or such shorter notice as may be considered by the President to be reasonable in emergency situations i.e. illness, bereavement, emergency at school etc.

Signed:

T Gerbich (President)

R Pikaahu (Secretary)

L Reynolds (Treasurer)

Date Signed: