



**CANADA NEW ZEALAND  
BUSINESS COUNCIL**

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**RULES OF CANADA NEW ZEALAND BUSINESS COUNCIL  
(INCORPORATED)**

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**Revised December 2016**

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# **RULES OF CANADA NEW ZEALAND BUSINESS COUNCIL (INCORPORATED)**

## **1. DEFINITIONS AND INTERPRETATION**

- 1.1 In the interpretation of these Rules the following terms shall, unless inconsistent with the context, respectively have the meaning set opposite them.

**"Act"** means the Incorporated Societies Act 1908 and any amendments or any Act in substitution.

**"Council"** means the Canada New Zealand Business Council (Incorporated).

**"Executive"** means those persons appointed to the executive in accordance with these Rules.

**"General Meeting"** means the Annual General Meeting of the Council, and any Special General Meeting, and any Extraordinary General Meeting of the Council but does not include informal meetings of Members.

**"Member"** includes members of any and all classes of the Council (whether regular, honorary or life as the case may be) and "Membership" has a corresponding meaning.

**"President"** means the President of the Council from time to time.

**"Registered Office"** means the office of the Council situated at Level 2, Claymore House, 63 Fort Street, Auckland or such other place or places as the Executive may from time to time determine and notify to the Registrar.

**"Registrar"** means the Registrar of Incorporated Societies pursuant to the Act from time to time.

**"Resolution"** means a motion required to be passed by a majority of Members present and voting at any General Meeting of the Council.

**"Rules"** means these Rules and any amendments for the time being in force of the Council, but does not include regulations or by-laws made pursuant to these Rules.

**"Secretary"** means the Secretary of the Council from time to time.

**"Special Resolution"** means a motion required to be passed by the affirmative vote of a majority of three quarters of the Members voting in person or by proxy at any General Meeting of the Council

**"Treasurer"** means the Treasurer of the Council

- 1.2 In these Rules:  
a. words referring to persons include firms, partnerships, companies and corporations;

- b. where the context permits, words referring to the singular also refer to the plural and vice versa and words importing one gender refer to the other gender.

## **2, NAME**

- 2.1 The name of the Society is "Canada New Zealand Business Council (Incorporated)".

## **3. OBJECTS**

- 3.1 The objects of the Society are those set out in the Schedule to these Rules.

## **4. MEMBERSHIP**

### **Membership Register**

- 4.1 The number of Members shall not be limited unless restricted to a specific number from time to time by the Executive.
- 4.2 The Council shall keep a Register of Members distinguishing between any classes of Members and shall enter and maintain the following particulars:
  - (a) The names, addresses and descriptions of the Members;
  - (b) The date at which each person was entered in the Register as a Member;
  - (c) The date at which any person ceased to be a Member.

The Register of Members shall be open to the inspection of any Member at times and conditions and at such cost (if any) as may be determined from time to time by the Executive.

- 4.3 The Council shall have three classes of Membership, each having qualification, rights and duties.

### **Class of Membership**

- 4.4 A regular Membership to the Council shall be open to all persons or corporations who are engaged or concerned in, or who are in any way interested in trade, business or commerce between Canada and New Zealand, unless the Executive resolves to waive this qualification. The Executive may determine from time to time different classes of regular membership and the conditions and dues (if any) applicable to each class.
- 4.5 An honorary membership may be granted by the Executive from time to time for such period as the Executive shall determine, to any person or persons either in their personal capacity or by of their office. Honorary Members shall not be liable for membership dues.
- 4.6 The Executive may grant a life Membership. A life Member shall be nominated by the Executive and stand before the Annual General Meeting for approval. Life Members shall not be liable for membership dues.

### **Application**

- 4.7 Applicants for regular Membership shall be made in writing by or on behalf of any person or persons to the Executive. The Executive (and any other person delegated by the Executive in this respect) shall have the absolute right to accept or decline any application for Membership without being called upon or required to assign any reason for accepting or declining such application.
- 4.8 All applicants must agree that should their application be approved by the Executive, they shall abide by the Rules of the Council and pay such membership dues as are properly assessed by the Executive.
- 4.9 A company or society or partnership applying for Membership shall if called upon disclose the names and addresses of the person or persons comprising and/or controlling and/or managing that entity.
- 4.10 If any application for Membership is accepted by the Executive or its delegate (having regard to the provisions of these Rules) then upon payment of the entrance fee (if any) and the annual subscription prescribed by or pursuant to these Rules, the applicant shall be and become a Member of the Council.

### **Benefits of Membership**

- 4.11 Every Member who complies, and continues to comply, with these Rules, any bylaws made hereunder, and lawful directions of the Executive, President or Secretary, and who pays on or prior to due date all moneys owing to the Council by such Member, shall be entitled and continue to be entitled to receive and participate in and enjoy all of the benefits of Membership.

### **Withdrawal from Membership**

- 4.12 Subject to the provisions of this Rule 4, any Member may withdraw from Membership of the Council at any time provided however that such person shall remain liable for any moneys incurred in the period prior to withdrawal and due by that Member to the Council.

### **Removal from Membership**

- 4.13 The Executive shall have absolute discretion to remove from the Council any Member who is adjudicated bankrupt, or, in the case of a corporate entity, over which a receiver or manager is appointed, or which passes a resolution for its voluntary liquidation, or in respect of which an order is made by the High Court for its winding up.
- 4.14 The Executive shall have further absolute discretion to remove from Membership any Member who, in the absolute opinion of the Executive, is undesirable as a Member or is not fit and proper to remain a Member or if any Member is found guilty by any Court of any offence whatsoever which in the opinion of the Executive is prejudicial to the interests of the Council or its Members or any of them.

- 4.15 The Executive shall have further absolute discretion to remove from Membership any Member who:
- (a) The Executive is satisfied has failed to pay when due any moneys required to be paid by Members for a period of not less than two months; and/or
  - (b) The Executive is satisfied has committed a breach of any of these Rules.
- 4.16 A majority of not less than three quarters of the Members present and voting at a General Meeting may also remove a Member, provided that no Member shall be expelled in this manner unless they have received notice no less than fourteen days before the General Meeting of the proposed resolution of their expulsion and of the reasons for which their expulsion is sought. Such Members must be afforded an opportunity to state their case at such a General Meeting.
- 4.17 An entry in the Register of Members by the Secretary, at the direction of the Executive, that a person has been removed from Membership pursuant to this Rule, shall be conclusive evidence that the requirements of this Rule have been complied with, that the Executive has exercised its power in a proper manner, and that the person ceased to be a Member from the date of the resolution to remove his/her/its name from the Register of Members.
- 4.18 The Executive may readmit to Membership any Member it removes pursuant to the provisions of this Rule upon full payment by such Member of all fees due by him/her/it or upon full discharge by such Member of his/her/its obligations to the Council, or upon satisfaction of any conditions of readmission imposed by the Executive.
- 4.19 Any Member removed by the Executive pursuant to the provisions of this Rule shall have a right of appeal against such removal to a meeting of the Council. The Executive shall, upon receipt of notice from such Member of his/her/its intention to appeal, summon by notice a Special General Meeting to be held within one month after the receipt of such notice for the purpose of determining the appeal. The resolution of such General Meeting shall be the final determination of the question.
- 4.20 Any person ceasing to be a Member of the Council from any cause whatsoever pursuant to this Rule shall nevertheless remain liable to the Council for Membership fees and other monies which may be due by that person prior to the removal resolution of the Executive.

#### **Obligation to Notify Change of Address**

- 4.21 Members shall forthwith notify (in writing) the Secretary of any change of their address.

#### **Obligations as to Conduct**

- 4.22 Members shall observe and perform these Rules and any regulations or bylaws of the Council made pursuant to them, and act in all things in a manner consistent with the intent and the general well-being and reputation of the Council and the Members.

The Executive may determine from time to time different classes of Regular Membership and the dues (if any) and conditions applicable to each class”.

## **5. ENTRANCE FEES AND ANNUAL SUBSCRIPTIONS**

### **Fees and Subscriptions**

- 5.1 Every regular Member shall pay to the Council such annual Membership dues as may be determined by the Executive from time to time and as may be notified to the members.
- 5.2 Every regular member shall also pay all sums that, from time to time, are levied upon Members of the Council by resolution of the regular Members. Such levies upon Members must be considered necessary and expedient for the purposes of furthering the interests of the Council and its Members.

### **Obligation of Members to Pay Levies**

- 5.3 A Member is not entitled to vote at a General Meeting or take advantage of Membership in any way until such Member's fees or subscription and/or arrears of the same are paid.
- 5.4 The Executive may waive, in its absolute discretion, any levies or subscriptions due from any Member or class of Member.

## **6. OFFICERS**

- 6.1 At the first meeting of the Council and at every following Annual General Meeting the Council must elect from the Council's Membership a Executive consisting of the following: a President, up to a maximum of two Vice Presidents, a Secretary, a Treasurer (which office may also be held by the Secretary) and any other officers (if any) that the Council deems necessary or desirable for the conduct of Council business.
- 6.2 Each officer shall hold office for a term of one year and shall retire at the Annual General Meeting following the anniversary of their election or appointment. Each retiring officer shall be eligible for re-election.
- 6.3 Nominations for election shall be made in writing and be signed by the Member or a duly authorised representative of the member proposing the candidate, and shall be counter-signed by the candidate. All nominations must be lodged with the Secretary at least five (5) days prior to the Annual General Meeting at which the election is to take place.
- 6.4 The Executive has power to appoint a Member to fill any casual vacancy on the Executive until the next Annual General Meeting. Any Member so appointed must retire at the next Annual General Meeting together with the rest of the Executive but all or any of the retiring Executive are eligible for re-election.
- 6.5 The President of the Council may at the discretion of the Executive serve in an ex-officio capacity on the Executive.

### **The Secretary**

6.6 The Secretary shall perform the following functions:

- a. Notify the Members of each meeting of the Council and Members of the Executive of meetings of the Executive and give all such other notices as required by these Rules;
- b. Keep the Registrar of Members;
- c. Keep a record of all proceedings of meetings of the Council;
- d. Do all such other things in relation to the affairs of the Council as from time to time the Executive may require.

### **The Treasurer**

6.7 The Treasurer shall perform the following functions:

- a. Bank or cause to be banked all funds received in the name of the Council;
- b. Disburse the funds of the Council as determined by the Executive;
- c. Keep the Councils books and accounts and prepare the necessary financial accounts and statements.

## **7. THE EXECUTIVE**

7.1 The Executive shall comprise no less than six members of the Council (of which at least three shall be those officers set out at clause 6.1).

7.2 If any Executive members are absent without leave from three consecutive Executive meetings the Executive may by resolution remove that Member from office.

7.3 It is the duty of the Executive to:

- a. generally conduct the affairs and administration of the Council;
- b. keep usual and proper books of account properly posted up;
- c. keep other records of the business of the Council;
- d. notify Members of intended meetings and the business to be transacted at those meetings; and
- e. prepare and submit to the Annual General Meeting a report and financial statements for the preceding year.



- 7.4 Meetings of the Executive may be convened as the Executive sees fit by circular letter or electronically (e.g. email or similar) giving at least 24 hours notice at such times and places as the President (or in the case of the President's absence, inability or refusal to act, the Secretary, or two officers) determines. Matters shall be resolved by a majority vote, but should a deadlock of votes occur, the President shall have a second or casting vote.
- 7.5 Meetings shall be conducted in accordance with the provisions of Rule 9.11. Meetings may be held subject to Rule 7.6, by Members being assembled together at the place, date, and time for the meeting and/or by means of an audio, or an audio and visual, communication by which all Members participating can simultaneously hear each other through the meeting.
- 7.6 The quorum required for the transaction of business at a meeting of the Executive is four Members. If the President is not able to chair the meeting, or if the President is not present at the meeting within ten minutes after the time appointed for holding the meeting, or if the President is unwilling to act as Chairman, then one of the Vice Presidents shall act as Chairman.
- 7.7 If there are no Vice Presidents or if at any meeting of the Executive the Vice Presidents are not present at the meeting within ten minutes after the time appointed for holding the meeting, or if either of the Vice Presidents are unwilling to act as Chairman, then members of the Executive present shall choose one of their members to be Chairman.
- 7.8 All acts done by any meeting of the Executive or by any person acting as a member of the Executive shall be valid as if every such person had been duly appointed and was qualified to be a member of the Executive, notwithstanding if it is later discovered that there was some defect in the appointment of such member or person or that they or any of them are disqualified.

## **8. ADDITIONAL POWERS OF THE EXECUTIVE**

- 8.1 In addition to any power conferred by these Rules the Executive has the following powers and authorities:
- a. to co-operate with all interested parties in public relations in promotion of the objects of the Council;
  - b. to enter into any arrangement with any institution or organisation which has objects similar to those of the Council;
  - c. to solicit donations, gifts and bequests to the Council for promotion of the objects of the Council;
  - d. to expend any money in pursuance of and incidental to any of the objects of the Council;
  - e. to purchase, lease or otherwise acquire property and to sell, lease or otherwise dispose of property;

- f. to recommend the printing of publications and their issue to Members of the Council and others;
- g. to appoint sub-Executives for special purposes as may be required from time to time;
- h. to acquire or establish and maintain or to suspend and remove such offices and administrative services and other services or real property necessary for the attainment of the Councils objects;
- i. subject to Rule 22, to borrow money and to receive money on deposit, invest and reinvest, either with or without security and to lend money to Members or other persons with or without security and to invest money of the Council in such manner as the Executive thinks fit;
- J. to guarantee and to give guarantees or indemnities for the payment of money or the performance of contracts or obligations by the Council;
- k. to draw, make, accept, endorse, discount, execute and issue any cheques, promissory notes, and bills of exchange and other negotiable instruments of any kind whatsoever as may be considered appropriate in the interests of the Council by the Executive;
- L. to affiliate with or to become a Member of any society whether in New Zealand or elsewhere having objects wholly or in part similar to the objects of the Council;
- m. to indemnify officers of the Council and agents of the Council against all claims and demands made upon or in respect of all acts done by them in good faith purporting to be in pursuance of the objects of the Council whether such acts shall be strictly within the powers of the Council or not;
- n. to do all or any such things which may be lawfully done or performed by virtue of the Act or otherwise, and which in the opinion of the Executive may seem conducive to the attainment of the Council's objects or any one or more of them and generally to be in the best interests of the Members or any of them;
- o. to do all things as are incidental or conducive to the attainment of the above powers and authorities or any of them.

8.2 In the event of any ambiguity this Rule and each and every other Rule shall be construed in such a way as to widen and not restrict the powers of the Council.

## **9. MEETINGS**

### **Annual General Meeting**

9.1 The Council must hold an Annual General Meeting once in every calendar year. The Annual General Meeting must be held no more than 15 months after the previous Annual General Meeting. The Annual General Meeting shall be held on such date, and at such time and place as the Executive determines.

- 9.2 All Members, or their duly authorised representative, may attend a General Meeting of the Council. All regular Members who have fully paid their membership dues shall be entitled to one vote. Honorary and life members may be present and may speak at General Meetings, but shall not be entitled to vote.
- 9.3 The duly authorised representative of a Member shall be the chief executive officer or such other senior executive or other officer of the Member appointed in writing by the Member or in the case of a Member who is an individual, a person duly appointed in writing by such Member.
- 9.4 The meeting must be called for the following purposes:
- a. to receive from the Executive and consider the annual report and audited financial statements of account for the preceding year;
  - b. to elect the Executive for the ensuing year and to appoint an auditor;
  - c. to decide on any resolution which must have been duly submitted to the Secretary not less than 21 days prior to the date of such meeting.
  - d. To consider any other matter authorised by the Chairman to be considered or required to be considered by virtue of a resolution of the majority of regular members present and voting at the Annual General Meeting.

### **Special General Meeting**

- 9.5 The Executive may at any time for any special purpose call a Special General Meeting and the President must do so forthwith upon the requisition in writing of no less than two fifths of the regular Members of the Council entitled to vote at a general meeting, stating the purposes for which the meeting is required. The resolution shall also state the date and place for the Special General Meeting.

### **Quorum**

- 9.6 At all General Meetings, representatives of not less than one quarter of the regular Members of the Council constitute a quorum. If a quorum is not present within 30 minutes after the time appointed for the meeting the meeting shall be adjourned to the same day in the following week at the same time and place, and if, at the adjourned meeting, a quorum is not present within 30 minutes after the time appointed for the meeting, the Members present or their proxies are a quorum.

### **Procedure at Meetings**

- 9.7 At all General Meetings the President shall be the Chairman, and in the Presidents absence, one of the two Vice Presidents of the Council. If neither the President or any of the Vice Presidents are present within ten minutes of the time appointed for the meeting or none of them are willing to act as Chairman, then the meeting may appoint a Member to act as Chairman.

- 9.8 Every Member is entitled on every motion to one vote exercised in person, by proxy or in writing. In the case of an equality of votes the Chairman has a casting as well as a deliberative vote. Voting on all questions may be decided by a show of hands or if the President or any three Members so require by a poll.
- 9.9 All matters shall be decided by a majority of votes whether the voting be by show of hands or by a poll. In the event of a tied vote, the Chairman shall be entitled to a second or casting vote.

### **Notice of Business**

- 9.10 Fourteen (14) clear days before either a General Meeting, or a Special General Meeting, a notice must be given of the date, place and time for and of the business to be transacted at that meeting together with a copy of the report and balance sheet in the case of the Annual General Meeting. The notice must be sent to every Member and no business other than that of which notice has been so given can be brought forward at such meeting. The accidental omission to notify any Member shall not invalidate the meeting if this rule is substantially complied with.

### **Method of Meetings**

- 9.11 A General Meeting may be held either:
- a. by a number of Members, who constitute a quorum, being assembled together at the place, date and time appointed for the meeting; or
  - b. by means of an audio, or audio and visual, communication by which all Members participating and constituting a quorum can simultaneously hear each other throughout the meeting.
- 9.12 The Council is not required to hold General Meetings for the purpose specified in Rule 9.4. General Meetings will be held in that manner only if the notice of meeting so specifies or the Executive otherwise decides that the Council should do so.

## **10. SERVICE OF NOTICES**

- 10.1 Every notice required to be given to the Members or any of them is deemed to have been duly delivered if posted to the Member in a prepaid letter addressed to the Member at the Member's last known place of business or residential address; or by electronic mail. Notice may be given by post and shall be deemed to have been served on the day following the posting of the notice.

## **11. COMMON SEAL**

- 11.1 The Council must provide a common seal, which is to remain in the custody of the Secretary. The use of the seal can only be authorised only by resolution of the Executive and its application is to be witnessed by the President and the Secretary or by two members of the Executive and the Secretary. The seal may only be altered by resolution of the Executive.
- 11.2 Every application of the seal must be recorded in a register kept for that purpose and a copy of every document to which the seal has been affixed must be kept together with the register.

## **12. FINANCIAL MATTERS**

- 12.1 The financial year of the Council shall commence on the first day of April in each year.
- 12.2 Officers and Executive members shall unless otherwise terminated by the Council in a General Meeting serve without remuneration but shall be entitled to be reimbursed for expenses incurred in relation to the business of the Council. This provision shall not restrict that Executive from employing staff to conduct the business and affairs of the Council.
- 12.3 The Council shall annually deliver to the Registrar at such time and form as they require a statement containing the following particulars:
- a. the income and expenditure of the Council during the Councils last financial year;
  - b. the assets and liabilities of the Council at the close of the year;
  - c. all mortgages, charges and securities of any description affecting any property of the Council at the close of the year;
- 12.4 The statement shall be accompanied by a certificate signed by the Secretary, or in their absence, by another officer authorised by the Executive to the effect that the statement has been submitted to and approved by the Members of the Council at a General Meeting.

## **13. CONTROL AND INVESTMENT OF FUNDS**

- 13.1 The funds of the Council are to be devoted solely to the furtherance of the objects of the Council as set out in these Rules and are to be under the control of the Executive.
- 13.2 All monies received by or on behalf of the Council must forthwith be paid to the credit of the Council in an account with such bank as is from time to time be fixed by the Executive. Any bank accounts are to be operated by any two of the President, Secretary and Treasurer or any other member of the Executive (whether past or present) (with a limit to be prescribed from time to time by the Executive).

**14. APPLICATION OF PROFITS**

- 14.1 The income and property of the Council from wherever derived, are to be applied solely towards the promotion of the objects of the Council as set forth in these Rules and no portion of such income or property is to be paid or transferred directly or indirectly by way of profit to the Members of the Council.

**15. BORROWING POWERS**

- 15.1 In addition to the other powers vested in it the Council has a power to borrow or raise money from time to time by the issue of debentures, bonds, mortgages or any other security, founded or based on all or any of the property and/or rights of the Council or without any such security and upon such terms as to priority and otherwise as the Council thinks fit. The powers of borrowing or raising money cannot be exercised except pursuant to a resolution of the Council passed in General Meeting.

**16. AUDITOR**

- 16.1 The accounts and financial statements of the Council must be audited annually and reported upon by an auditor appointed at the annual general meeting of the Council.
- 16.2 Such auditor cannot hold any other office in the Council and is to receive such fee as may be fixed from time to time by the Executive. If a vacancy occurs in the office of auditor during any year the Executive is to appoint an auditor to hold office until the next Annual General Meeting.

**17. REGISTERED OFFICE**

- 17.1 The registered office of the Council is to be at such place as the Executive from time to time determines. Due notice of any change of office is to be given to the Registrar of Incorporated Societies.

**18. WHERE NO RULE APPLIES**

- 18.1 If any case arises which in the opinion of the Executive is not provided for in these Rules the Executive will decide it. The Executive must act in what it considers to be the best interests of the Council and its decision is final.

**19. REGULATIONS**

- 19.1 The Executive may from time to time by resolution make amend or cancel regulations not inconsistent with these Rules governing procedure at its meetings and conduct of its activities in pursuance of its objects.

- 19.2 The Executive has the power to make, alter or cancel regulations not inconsistent with these Rules for the conduct and behaviour of Members or any other matter related to the affairs of the Council. Regulations take effect and become binding on all Members 14 days after notice of the regulations has been given by circular to all Members of the Council, unless within that time a written notice of objection signed by five Members is received by the Secretary. In that case such notice is deemed to be a requisition for the purpose of convening a Special General Meeting.

## **20. ALTERATION OF THE RULES**

- 20.1 These Rules may be altered, added to or cancelled by Special Resolution at a General Meeting.
- 20.2 No addition or alteration of the objects, personal benefits clause or the winding up clause shall be approved without the Inland Revenue Department's approval. The provision and effect of this clause shall not be removed from this document shall be included and implied into any document replacing this document.

## **21. LIQUIDATION AND DISPOSITION OF SURPLUS ASSETS**

- 21.1 The Council may be put into liquidation if the Council, at a General Meeting of its Members, passes a resolution appointing a liquidator, and the resolution is confirmed at a subsequent General Meeting called together for that purpose and held not earlier than 30 days after the date on which the resolution so to be confirmed is passed.
- 21.2 In the event of the Council being put into liquidation the surplus assets after payment of the Council's liabilities and the expenses of the liquidation are not to be paid to or distributed among the Members of the Council. They will be given or transferred to some other institution or institutions having objects similar to the objects of the Council and will prohibit the distribution of their income and property among its or their Members to the extent at least as great as is imposed on this Council at or before the time of the dissolution. If no suitable institution is found, then the Executive shall distribute the surplus assets to such other charitable institution in New Zealand as the Executive may choose.

## **22. PERSONAL BENEFIT**

- 22.1 Any income, benefit or advantage shall be applied to the objectives of the Council. No Member of the Council or any person Council with a Member shall participate in or materially influence any decision made by the Council in respect of the payment to or on behalf of that Member or associated person of any income, benefit, or advantage whatsoever. Any such income shall be reasonable and relative to that which would be paid in an arms length transaction (being open market value).

**23 CONFIDENTIALITY**

- 23.1 All information in any way relating to the affairs of the Council or of any Member of the Council which is received by a Member is to be treated as secret and confidential. This obligation of secrecy and confidence continues indefinitely notwithstanding the termination of such Member's Membership of the Council.

**24. INDEMNITY**

- 24.1 No action in law or other claim may be taken by Members or their executors or administrators against any other in pursuance of the provisions of these Rules notwithstanding any irregularity or informality occurring in or about the doing or omitting or suffering of any act, matter or thing. No officer of the Council is liable for any loss or expenses of the Council or any Member unless it occurs as a result of wilful default.
- 24.2 The Council shall indemnify its officers and agents against all claims and demands made upon or in respect of all acts done by them in good faith purporting to be in pursuance of the objects of the Council whether such acts shall be strictly within the powers of the Council or not.

**25. LIABILITY OF MEMBERS**

- 25.1 No Member is under any liability in respect of any contract, debit or other obligation made or incurred by the Council.



### **SCHEDULE OF OBJECTS**

The principal objects of the Council shall be to foster, grow and promote closer economic co- operation between New Zealand and Canada and to conduct all such business and do all acts and things as are or are intended to achieve that principal object. Without derogation from the foregoing the following are the further objects of the Council:

1. To co-ordinate the promotion and development of trade, commerce and business between Canada and New Zealand, and to encourage Members, Governments, government departments, trade officials and enterprises engaging in trade, commerce and business in Canada and New Zealand to engage in greater communication and assistance.
2. To encourage consideration and discussion of trade relations between Canada and New Zealand through the establishment of a forum, where Members may discuss their views and exchange information relating to trade between Canada and New Zealand by private and governmental sources.
3. To hold conferences and meetings relating to trade between Canada and New Zealand and publish lecture notes, magazines, journals and books for Members, whist also collating other relevant information for Members.
4. To represent the interests of Members to private and government organisations on matters relating to or affecting trade, commerce and business between Canada and New Zealand.
5. To take all steps deemed necessary to promote and protect the interests of Members of the Council.
6. To sell, improve, maintain, manage, exchange, lease, mortgage, dispose of, turn to account or otherwise deal with all or any part of the property assets and rights of the Council.

**SIGNED** as a member of the Council by:

Name of Member

Signature of Member

Position of Member

**SIGNED** as a member of the Council by:

Name of Member

Signature of Member

Position of Member

**SIGNED** as a member of the Council by:

Name of Member

Signature of Member

Position of Member