

NATURE PHOTOGRAPHY SOCIETY OF NEW ZEALAND INC

RULES AND BY-LAWS

22 August 2019

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NATURE PHOTOGRAPHY SOCIETY OF NEW ZEALAND INCORPORATED

RULES

1. NAME

The name of the Society shall be the "Nature Photography Society of New Zealand Incorporated".

2. OBJECTS

The Objects of the Society shall be to:

- 2.1 Promote the advancement of nature photography in New Zealand and overseas. Nature photography is here defined to include photography of all aspects of the natural environment, including landscapes, flora, fauna and close-up photography;
- 2.2 Promote friendship, cooperation and the exchange of information and ideas about nature photography among the members of the Society both within New Zealand and overseas;
- 2.3 Publish any material relating to the objects and aspirations of the Society;
- 2.4 Hold and/or promote exhibitions of nature photography and/or equipment used in the production of photographs;
- 2.5 Associate or affiliate with other nature photography societies around the world, with a view to exchanging ideas and views about nature photography that might promote common interests;
- 2.6 Engage in any or all such lawful activities which may be conducive to or incidental to the attainment of the objects of the Society;
- 2.7 Make any such Rule and By-Law as may be necessary for the regulation of the Society for its activities and for the good conduct of the Society;
- 2.8 Award Fellowships, Associateships, Licentiateships or Service Awards of the Society in recognition of outstanding work or service in the field of nature photography.

3. REGISTERED OFFICE

3.1 The registered office of the Society shall be the address of the Secretary or any such place as may from time to time be determined.

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4. PROPERTY

4.1 The funds, property and assets of the Society shall be under the control of the Management Committee and shall be managed and used in accordance with the objects of the Society.

4.2 No member of the Society, or any person associated with a member, shall participate in the making of any decisions or materially influence any decision made by the Society in respect of the payment to or on behalf of that member or associated person of any income, benefit or advantage whatsoever.

5. THE COMMON SEAL

5.1 The Common Seal of the Society and its use shall be under the control of the Management Committee and as more particularly defined under Appendix A.

6. MEMBERS

6.1 The members of the Society shall be such persons as the Management Committee admits to membership in the following classes: Foundation Members, Ordinary Members, Life Members, Clubs and Societies.

6.2 Foundation Member. Any member of the Society who paid a subscription fee of \$80 during the first twelve months of operation of Nature Photography Society of New Zealand is a Foundation Member of the Society.

6.3 Ordinary Member. Any person who is interested in nature photography, who has met the requirements of the rules and by-laws and who has paid the required subscription is an Ordinary Member.

6.4 Life Member. Any financial member whether resident in New Zealand or Overseas who has provided distinguished service to the Society may be granted an Honorary Life Membership by the Society at the Annual General Meeting. This member shall not be required to pay any annual subscription or levies and shall enjoy all the rights and privileges of financial members, including holding office on any committee of the Society. Any financial member may nominate a financial member for Honorary Life Membership in writing to the committee, at least three calendar months prior to the next Annual General Meeting outlining the reason for the nomination. All Honorary Life Memberships shall be announced and awarded at an Annual General Meeting.

6.5 Club Members. Any New Zealand Club or Society the aims and objects of which are compatible with those of the Society, which has met the requirements of the Society's rules and by-laws and paid the required Society's subscription fee, is a member.

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7. APPLICATION FOR MEMBERSHIP

7.1 Candidates for membership shall make application in writing on the Membership Application Form and such applications shall be deemed to be agreement to accept and abide by the existing or future rules and by-laws of the Society.

7.2 The Management Committee shall have the power to refuse applications and may not be called upon to give any reason for such refusal.

8. RESIGNATION

8.1 A member desiring to retire from the Society shall give notice in writing to the Secretary. No refund of subscription may be made on the resignation of a member. Termination of membership shall operate to relieve all right, interest or title of any member to property, assets and privileges of the Society.

9. EXPULSION

9.1 The Management Committee as defined in Appendix A, shall have the power to expel members from the Society.

10. ELECTION OF THE MANAGEMENT COMMITTEE

10.1 The Society shall elect a Management Committee which shall operate as stated in Appendix A. The Management Committee shall consist of the officers and committee members as listed in clause 11 and be elected at the Annual General Meeting of the Society. The Management Committee shall continue in office from each Annual General Meeting until the next following Annual General Meeting; at which time all members will retire and may stand for re-election. All members of the Management Committee must be financial members of the Society.

10.2 The Auditor is not part of the Management committee.

11. MANAGEMENT COMMITTEE

The Management Committee shall consist of:

11.1 A PATRON whose position is honorary. A Patron shall be appointed on the recommendation of the outgoing Management Committee to an Annual General Meeting of the Society.

11.2 A PRESIDENT whose position shall be honorary. A President shall be elected and will promote the good and welfare of the Society and carry out all normal duties pertaining to that office.

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11.3 A VICE-PRESIDENT whose position shall be honorary. A Vice President shall be elected and will act for and represent the Society at any time the President is unable to do so.

11.4 A SECRETARY whose position shall be honorary. The Secretary shall be appointed by the Management Committee.

11.5 A TREASURER whose position shall be honorary. The Treasurer shall be appointed by the Management Committee. This office may be combined with that of the Secretary.

11.6 Seven COMMITTEE MEMBERS shall be elected or such other number as may be decided from time to time at the Annual General Meeting or at any Extraordinary General Meeting of the Society called for that purpose.

12. MEETINGS

Meetings shall be held as follows:

12.1 An Annual General Meeting shall be held once a year. At the meeting the President shall present a report of the Society's activities and proceedings for the year. The Treasurer shall present an audited financial report of the Society's financial affairs. Only financial members of the Society are entitled to vote.

12.2 On the recommendation of the Management Committee/Treasurer an Auditor will be appointed.

12.3 Notice of any Annual General or Extraordinary General Meetings of the Society shall be given in writing or by electronic means to the last recorded address of members no later than 28 (twenty-eight) days before the date for which the meeting is called.

12.4 Extraordinary General Meetings of the Society may be convened by the Management Committee as it sees fit, with notice to members as above. In addition, an Extraordinary General Meeting shall be called, with notice as above, by the Management Committee within 14 [fourteen] days of a requisition from members being lodged with the Secretary. Such requisition must state the purpose for the meeting and be signed by no fewer than 15 [fifteen] financial members.

12.5 Ordinary meetings of members shall be held once a month or at any other time determined by the Management Committee.

12.6 The Management Committee shall meet at least twice a year. Notice for Management Committee Meetings shall be provided at least 7 [seven] days before the meeting or at such other time as members of the Management Committee unanimously agree.

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12.7 Quorums. Fifteen members at any Ordinary or Extraordinary General Meeting of the Society shall constitute a quorum.

Four members at any meeting of the Management Committee shall constitute a quorum.

13. FINANCE

13.1 Financial Year. The financial year of the Society shall be from the first day of January to the last day of December in that year.

13.2 An Annual Subscription and any other fee pertaining to the Society's activities shall be determined at the Annual General Meeting and notified to all members. Any changes to subscriptions and other fees will take effect immediately but shall not be payable by current financial members until the start of the next financial year, being 1st January the year following the AGM.

13.3 That membership payments are due prior to 31st January and any payment made after 28th February may, at the discretion of committee, incur a \$15 late payment penalty. If a member is still not financial at the date of the AGM, the membership will be deemed to have lapsed.

13.4 Any member who resigns from or is expelled from the Society shall not be entitled to any refund of any levy or fees or subscription or any part thereof.

13.5 The Management Committee may, in order to promote the objects of the Society, recommend to borrow or raise money upon mortgage of the real or personal property of the Society or part of it, or borrow money from any source with or without security, in such manner as the Society may determine.

14 ALTERATION TO RULES (BY-LAWS)

14.1 These Rules may be altered by resolution of the members present at any Annual General Meeting or Extraordinary General Meeting of the Society, provided that any member desirous of moving such resolution shall notify the Secretary in writing at least three calendar months before the date of the next AGM. Such a resolution will be passed provided two thirds of the members present and entitled to vote for it, do so.

14.2 The Management Committee itself may from time to time make, amend, or cancel By-laws for the proper regulation and management of the affairs of the Society and its members including those appended as A – By-laws of the Management Committee and B – By-laws of the Honours Board. Such making, amending and cancellation shall be by a simple majority decision at a meeting of the Management Committee of which due notice is given.

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14.3 No addition to, alteration or recession of the Rules or By-laws shall be approved if it affects the non-profit aims, personal benefit clause or winding up clause.

14.4 The Secretary shall notify the Registrar of Incorporated Societies of any resolution of the members changing the Rules or By-laws of the Society.

15 INTERPRETATION

15.1 The Management Committee shall be the sole authority for the interpretation of the Rules and of the By-laws and regulations of the Society, and the decision of the Management Committee shall be binding on all Officers and members of the Society.

16 APPEALS

16.1 Any member of the Society who may find cause for dissatisfaction with the Society's operation may appeal in writing to the Management Committee whose decision shall be final.

17. HONOURS AND SERVICE AWARDS

17.1 HONOURS. The Management Committee may at its discretion appoint an Honours Board which will have the power to recommend to the Management Committee to grant a FELLOWSHIP, ASSOCIATESHIP OR LICENTIATESHIPS to the Society in recognition of ability in the field of Nature Photography. Recipients may append to their names, so long as they remain members of the Society, the following indications of their status:

Licentiateships	LNPSNZ
Associates	ANPSNZ
Fellows	FNPSNZ
Honorary Fellows	FNPSNZ (Honorary)

The inclusion of an additional category of Honorary Fellow allows the Society where appropriate to recognise an individual who has in the view of the Honours Board and the Management Committee of the Society made a substantial contribution to Nature Photography in general both nationally or internationally or has made a distinguished contribution to the Nature Photography Society of New Zealand over an extended period.

17.2 Such Honours Board shall conduct itself in accordance with the Appendix B – By Laws of the Honours Board, appended hereto.

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17.3 SERVICE. The Management Committee may at its discretion grant a Certificate to any member in recognition of outstanding service or support to the Society.

18. WINDING UP OF THE SOCIETY

18.1 The Society may be wound up by a resolution of the majority of the members present at any general meeting. Notice of the proposed resolution must be given with the required notice of any such meeting at which the resolution is to be put.

18.2 Notice of the passing of such a resolution shall be given by the Management Committee to the Registrar of Incorporated Societies. In the event of winding up the property of the Society shall be applied to the payment of the debts and liabilities of the Society and the costs and expenses of the winding up.

18.3 The remaining property shall be transferred to some other society or organisation having similar objects to those of the Society, and to be determined by the Society at or before the time of winding up.

Signed _____	Peter Hockley PRESIDENT	26/8/2019
Signed _____	Stacey Hill VICE- PRESIDENT	26/8/2019
Signed _____	Elizabeth Burt SECRETARY	26/08/2019

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**NATURE PHOTOGRAPHY SOCIETY OF NEW ZEALAND
INCORPORATED**

APPENDIX A – BY-LAWS OF THE MANAGEMENT COMMITTEE

1. THE MANAGEMENT COMMITTEE

- 1.1 Must conduct itself and manage the affairs of the Society in accordance with Objects of the Society as outlined in Clause 2 of the Rules;
- 1.2 Be the sole authority for the interpretation of the Rules and of the By-Laws and Regulations of the Society and the decision of the Management Committee shall be binding on all the Offices and Members of the Society
- 1.3 Shall manage the funds, property and assets of the Society under its control and in accordance with the Objects of the Society;
- 1.4 May, in order to promote the objects of the Society, borrow or raise money upon mortgage of the real or personal property of the Society or part of it, or borrow money from any source with or without security;
- 1.5 Shall appoint a Secretary who shall retire annually at the first meeting of the newly elected Management Committee. The Secretary shall be responsible to the Management Committee for the minutes of all meetings of the Society in General Meeting and meetings of the Management Committee, for conducting the business and correspondence of the Society and for carrying out such other duties as the Management Committee may from time to time direct;
- 1.6 Shall appoint a Treasurer, whose office may be combined with that of the Secretary, and who shall retire annually at the first meeting of the newly elected Management Committee;
- 1.7 Shall ensure that all money received by the Secretary/Treasurer be paid into a bank account, in the name of the Society;
- 1.8 May recommend at the Annual General Meeting an honorarium to the Honorary Secretary, the Honorary Treasurer, Auditor or other officers of the Society, in appreciation of their services to the Society;
- 1.9 Shall appoint a Common Seal. The Secretary shall be responsible for the safe custody and control of the Common Seal. Whenever the Common Seal is required to be affixed

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to any deed, document or other instrument, the Seal shall be affixed pursuant to a resolution of the Management Committee and in the presence of two members of the Management Committee, who shall sign the document to which the Seal is attached;

1.10 Shall accept members to the Society in accordance with Rules 6 and 7;

1.11 Shall have the authority, if at any time they shall be of the opinion that the interests of the Society so require, to invite in writing, any member to withdraw from the Society within such time as may be specified in the letter. In the event of two-thirds of the Management Committee voting for his/her expulsion, such member shall thereupon cease to be a member of the Society and the Management Committee cannot be called upon to give any reason for its decision, which shall be final.

1.12 May, on the nomination of a Member in accordance with clause 6.4, and after due consideration of the nomination, award an Honorary Life Membership provided that at no time shall the number of living life members exceed five per cent of the total membership of the Society.

1.13 May appoint an Honours Board, which shall conduct itself in accordance with Appendix B – By-Laws of the Honours Board;

1.14 Shall receive appeals from any member dissatisfied with the operation of the Society and make a decision which shall be final.

1.15 Shall notify the Registrar of Incorporated Societies of any resolution of members changing the Rules or winding up the Society.

2. RULES OF OFFICE BEARERS

2.1 The President shall promote the good and welfare of the Society and carry out all normal duties pertaining to that office.

2.2 The Vice-President will act for and represent the Society at any time the President is unable to do so.

2.3 The Secretary shall:

- (a) Record the minutes of the Annual General Meeting, Committee meetings and Extraordinary Annual General Meetings when these are held.
- (b) Conduct the required correspondence and keep files of the incoming and out going correspondence.

2.4 The Treasurer shall:

- (a) Ensure that all money received is deposited in the Society's bank account.

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- (b) Pay all accounts as directed by the Management Committee with cheques counter signed by the authorised additional officer.
- (c) Present a statement of annual audited financial accounts to the Society's members at the Annual General Meeting and forward a copy to the Registrar,
after it has been accepted at the Annual General Meeting, as per section 23 of the Incorporated Societies Act 1908.

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NATURE PHOTOGRAPHY SOCIETY OF NEW ZEALAND INCORPORATED.

APPENDIX B – BY-LAWS OF THE HONOURS BOARD

1. CREATION OF HONOURS

The Honours Board, created under Clause 17 of the Rules, shall be empowered to recommend to the Management Committee of the Nature Photography Society of New Zealand Incorporated, the following Honours which the Management Committee may award in the name of the Society:

The Licentiateship	LNPSNZ
The Associateship	ANPSNZ
The Fellowship	FNPSNZ
The Honorary Fellowship	FNPSNZ (Honorary)

2. APPLICATIONS FOR HONOURS

- 2.1 The Closing Date for Applications will be set at the November meeting of the Society each year.
- 2.2 Awards will be given at the AGM of the Society in March each year.
- 2.3 The application fee will be \$80 or such other amount as the Management Committee may from time to time decide.

3. QUALIFICATIONS FOR HONOURS

The qualifications for the above Honours shall be as follows:

3.1 The Licentiateship (LNPSNZ)

- (a) The applicant must be a financial member of the Society.
- (b) The Licentiateship recognises a high order of proficiency in the field of nature photography. The applicant shall apply for this Honour on the prescribed form and submit ten (10) examples of their work (either projected images or prints) showing a diversity of subject matter and demonstrating the breadth of the applicant's skill. The set should not be based around a theme. The work must be solely that of the applicant. Images may be processed by a trade laboratory.
- (c) The maximum size for submitted prints is 20 × 16 inches.

3.2 The Associateship (ANPSNZ)

- (a) The applicant must be a financial member of the Society.

- (b) The Associateship recognises a higher order of proficiency in the field of nature photography. The applicant shall apply for this Honour on the prescribed form and submit twelve (12) examples of their work (either projected images or prints) showing a diversity of subject matter and demonstrating the breadth of the applicant's skill. The set should not be based around a theme. The work must be solely that of the applicant.
- Images may be processed by a trade laboratory.
- (c) The maximum size for submitted prints is 20 × 16 inches.

3.3 The Fellowship (FNPSNZ)

- (a) The applicant must be a financial member of the Society.
- (b) The applicant must be an Associate of the Society.
- (c) The Fellowship recognises an outstanding ability in the field of nature photography. The applicant shall apply for this Honour on the prescribed form and submit eighteen (18) examples of their work (either projected images or prints) around a specific theme. The work must be solely that of the applicant. Images may be processed by a trade laboratory.
- (d) The maximum size for submitted prints is 20 × 16 inches.

3.4 The Honorary Fellowship (FNPSNZ – Honorary)

This allows the Society where appropriate to recognise an individual who has in the view of the Honours Board and the Management Committee of the Society made a substantial contribution to Nature Photography in general both nationally and internationally or has made a distinguished contribution to the Nature Photography Society of New Zealand over an extended period.

4. SUBJECT BOUNDARIES

4.1 The subject boundaries are guided by Clause 2.1 of the Rules of the Society. This states:

“The objects of the Society shall be: To promote the advancement of nature photography in New Zealand and overseas. Nature photography is here defined to include photography of all aspects of the natural environment including landscapes, flora and fauna, and close-up photography.”

The following definition has also been included:

Category 1: Nature: Natural Environment and Wildlife

- Subjects may include wild flora (plants) and/or fauna (animals) in their natural (but not necessarily native) environment, inanimate natural subjects such as rocks and shells, and all natural landscapes including geological features and weather phenomenon.
- Cultivated plants and domestic or captive animals are not acceptable.
- The NPSNZ code of ethics must be followed.
- Images in this category should avoid evidence of humans.
- Except for cropping the image content should not be changed.
- Manipulations, either in or out of camera are limited to those that enhance the original capture to make it more accurately reflect what the photographer saw at the time.

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Category 2: Nature: Creative

- The intention of this category is to show the photographer's creative and artistic interpretation of nature.
- Subjects may include wild flora (plants) and/or fauna (animals) in their natural (but not necessarily native) environment, inanimate natural subjects such as rocks and shells, and all natural landscapes including geological features and weather phenomenon.
- Cultivated plants and domestic or captive animals are not acceptable.
- The NPSNZ Code of Ethics must be followed.
- Images in this category should avoid evidence of humans.
- Images may be manipulated to show the photographer's creative and artistic depiction of an altered reality that is intended to enhance our appreciation of the natural world.

Category 3: Nature: Impact of Humans on Nature

- This category is intended to promote photojournalism as it relates to natural subjects.
- Images and sets should tell a story that describes the impacts of humans on nature or natural processes.
- The NPSNZ Code of Ethics must be followed.
- The inclusion of human elements is expected and a strong interaction with nature or a natural process must be demonstrated.
- Except for cropping, no manipulations, either in or out of camera, are allowed, which change the original content of the image.
- Techniques allowed are limited to those that enhance the original capture to make it more accurately reflect what the photographer saw at the time.

5 PRIVILEGES AND LIMITATIONS OF HONOURS

5.1 Those awarded Honours may append to their names, so long as they remain members of the Society, the following indications of their status.

Licentiate:	LNPSNZ
Associates:	ANPSNZ
Fellows:	FNPSNZ
Honorary Fellows:	NPSNZ (Honorary)

6. DUTIES AND PROCEDURES OF THE HONOURS BOARD

- 6.1 The Honours Board (hereafter called the Board) will be made up of six members and shall elect a Chairperson from their number. A minimum of four members is required for a quorum.
- 6.2 At each Annual General Meeting of the Society the longest serving member shall retire but be eligible for re-election. The Management Committee, on the recommendation of the Board, shall appoint a new member to replace a retiring

member not seeking re-election or a casual vacancy.

- 6.3 Each Board member may be on the Board for a maximum of three terms. The initial term of appointment will be three years.
- 6.4 The Board is an Honorary Honours Board.
- 6.5 The Board will appoint an Honours Board Secretary annually and will consult with the Management Committee regarding this appointment.
- 6.6 Members of the Honours Board may not bestow Honours upon themselves.
- 6.7 The business of the Board may be undertaken by correspondence as well as by formal meeting.
- 6.8 The President of the Society shall not take part in the deliberations or decisions of the Board.
- 6.9 All decisions shall be conveyed to the Management Committee through the President.
- 6.10 The Board shall submit a report of its activities to the Management Committee, through the President, at the close of each financial year.
- 6.11 The Board may at its discretion waive any of its specific requirements when such a waiver is not inconsistent with the objects of the Society.
- 6.12 The Board shall determine its policy in the issuing of Honours in accordance with the aims and objectives of the Society.
- 6.13 The Board may recommend to the Management Committee any changes to the policies, practices, rules and regulations governing the establishment and awarding of Honours as it seems fit.
- 6.14 The Board shall determine what information it requires from applicants and prepare the appropriate forms on which applications and nominations are to be made.
- 6.15 The closing date for the receipt of applications and nominations for the Honours shall be advised to members at the November meeting of the Society or such other date as the board may decide.
- 6.16 The decision of the Honours Board in accepting or rejecting an application for the Honours shall be final and the Board may not be called upon to give reasons for its decisions.

- 6.17 All records of unsuccessful applications and nominations for Honours shall be destroyed immediately they have been dealt with.
- 6.18 All awards shall be presented and published in such a manner and at such times as the Management Committee may, from time to time, direct.
- 6.19 Certifications to be issued to the recipients of Honours shall be signed by the President of the Society and the Chairperson of the Honours Board.
- 6.20 The Honours Board will operate under the agreed Procedures and Protocols for the Honours Board