

NATURE PHOTOGRAPHY SOCIETY OF NEW ZEALAND INC

RULES AND BY-LAWS

21/03/22 Rules approved by Annual General Meeting
02/05/22 Committee By-laws approved by Management Committee
05/12/22 Honours By-laws approved by Management Committee

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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.

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. MEMBERS

- 5.1 The members of the Society shall be such persons as the Management Committee admits to membership in the following classes: Foundation Members, Ordinary Members, Joint Members, Life Members, Clubs and Societies.
- 5.2 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.
- 5.3 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 annual subscription is an Ordinary Member.
- 5.4 Joint Members. Any two adults at the same contact address, who have met the requirements for Ordinary Membership, as in 5.3 above, may apply to have joint membership. Where one member in a Joint Membership is a Life Member the second partner only has to pay the difference between an Ordinary Member and Joint Member annual subscription fee.
- 5.5 Life Member. Any financial member 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 Management 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. APPLICATION FOR MEMBERSHIP

- 6.1 Candidates for membership shall make application in writing on the Membership Application Form or online and such applicants shall be deemed to accept and abide by the existing or future Rules and By-laws of the Society.
- 6.2 The Management Committee shall have the power to refuse applications and may not be called upon to give any reason for such refusal.

7. RESIGNATION

- 7.1 A member desiring to retire from the Society may 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.

8. EXPULSION

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

9. ELECTION OF THE MANAGEMENT COMMITTEE

- 9.1 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 the Management Committee clause of the Rules 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.
- 9.2 The Reviewer shall not be a member of the Management Committee.

10. MANAGEMENT COMMITTEE

The Management Committee shall consist of the following members:

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

- 10.2 A PRESIDENT whose position shall be honorary. A President shall be elected and will promote the good name and welfare of the Society and carry out all normal duties pertaining to that office.
- 10.3 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.
- 10.4 Up to nine other Committee Members who shall be elected.
- 10.5 A SECRETARY whose position shall be honorary. The Secretary shall be appointed by the Management Committee from the elected Members.
- 10.6 A TREASURER whose position shall be honorary. The Treasurer shall be appointed by the Management Committee from the elected Members. This office may be combined with that of the Secretary.

11. MEETINGS

Meetings shall be held as follows:

- 11.1 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 a reviewed financial report of the Society's financial affairs. Only financial members of the Society are entitled to vote.
- 11.2 On the recommendation of the Management Committee/Treasurer a Reviewer will be appointed at the Annual General Meeting or at a Management Committee Meeting if a Reviewer resigns before completing their review.
- 11.3 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.
- 11.4 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.
- 11.5 Ordinary meetings of members shall be held once a month or at any other time determined by the Management Committee.

- 11.6 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.
- 11.7 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.

12. FINANCE

- 12.1 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.
- 12.2 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 the 1st of January of the year following the Annual General Meeting.
- 12.3 Annual Subscriptions are due prior to 31st January and any payment made after 28th February may, at the discretion of the Management Committee, incur a late payment penalty. If a member is still not financial at the date of the Annual General Meeting, the membership will be deemed to have lapsed.
- 12.4 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.
- 12.5 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.

13. ALTERATION OF RULES AND BY-LAWS

- 13.1 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 Annual General Meeting. Such a resolution will be passed provided two thirds of those members present and entitled to vote for it, do so.
- 13.2 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.

- 13.3 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 Of The Society clause of the Rules.
- 13.4 The Secretary shall notify the Registrar of Incorporated Societies of any resolution of the members changing the Rules of the Society and any resolution of the Management Committee changing the By-laws of the Society.

14. INTERPRETATION

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

15. APPEALS

- 15.1 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.

16. HONOURS AND SERVICE AWARDS

- 16.1 The Management Committee may at its discretion appoint an Honours Board which will have the power to recommend to the Management Committee to award honours.
- 16.2 Such Honours Board shall conduct itself in accordance with the Appendix B – By-laws of the Honours Board, appended hereto.
- 16.3 The Management Committee may at its discretion grant a Certificate to any member in recognition of outstanding service or support to the Society.

17. WINDING UP OF THE SOCIETY

- 17.1 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.

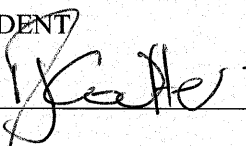
- 17.2 Notice of the passing of such a resolution shall be given by the Management Committee to the Registrar of Incorporated Societies. In the event of winding up the property of the Society shall be applied to the payment of the debts and liabilities of the Society and the costs and expenses of the winding up.
- 17.3 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.

Agreed by resolution passed at a General Meeting of the Society on

21/03/22

PRESIDENT

Signed



Name

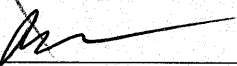
Jane Coates

Dated

3 April 2023

VICE-PRESIDENT

Signed



Name

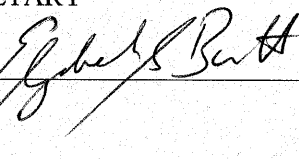
James Thompson

Dated

3 April 2023

SECRETARY

Signed



Name

Elizabeth S Burtt

Dated

3 April 2023

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 the Objects clause of the Rules;
- 1.2 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 the Officers 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 Shall appoint a Secretary who shall retire annually at the first meeting of the newly elected Management Committee;
- 1.5 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;
- 1.6 Shall ensure that all money received by the Secretary/Treasurer be paid into a bank account, in the name of the Society;
- 1.7 May recommend at the Annual General Meeting an honorarium to the Honorary Secretary, the Honorary Treasurer, Reviewer or other officers of the Society, in appreciation of their services to the Society;
- 1.8 Shall accept members to the Society in accordance with the Members and Application for Membership clauses of the Rules;
- 1.9 Shall have the authority, if two thirds of the Management Committee vote in favour, to invite in writing, any member to withdraw from the Society within such time as may be specified in the letter. If the member does not withdraw within the time specified and two thirds of the Management Committee vote in favour, then the member will be expelled from the Society. Members who withdraw or who are expelled will no longer be allowed to append Society honours to their name. This clause is applicable to all membership types.
- 1.10 May, on the nomination of a Member in accordance with the Life Member clause of the Rules, and after due consideration of the nomination, award an Honorary Life Membership at the next Annual General Meeting provided that at no time shall the number of living life members exceed five per cent of the total membership of the Society.

1.11 Shall take the following into account when recommending a Reviewer to the Annual General Meeting:

- o The reviewer will have a level of knowledge of the organisation in order to be able to identify the events and transactions that may have a significant effect on the financial statements.
- o The reviewer will perform an independent review of the subject matter using analytical procedures.
- o The review should provide a reasonable level of assurance on the subject matter.

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2 DUTIES OF THE SECRETARY

The Secretary shall:

- o Record the minutes of the Annual General Meeting, Committee meetings and Extraordinary General Meetings when these are held.
- o Conduct the required correspondence and keep files of the incoming and outgoing correspondence.

3 DUTIES OF THE TREASURER

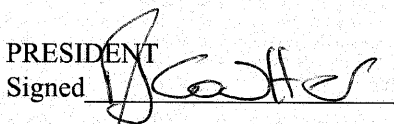
The Treasurer shall:

- o Ensure that all money received is deposited in the Society's bank account.
- o Pay all accounts as directed by the Management Committee with payments approved by an additional authorised officer.
- o Present a statement of annual reviewed financial accounts to the Society's members at the Annual General Meeting and forward a copy to the Registrar of Incorporated Societies, after it has been accepted at the Annual General Meeting.

Agreed by resolution passed at a Management Committee Meeting
of the Society on 22/05/2022

PRESIDENT

Signed



Name

Jane Coates

Dated

3 April 2023

VICE-PRESIDENT

Signed



Name

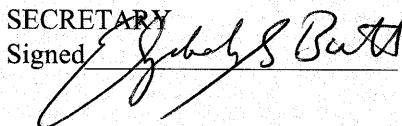
James Thompson

Dated

3 April 2023

SECRETARY

Signed



Name

Elizabeth S Burtt

Dated

3 April 2023

APPENDIX B – BY-LAWS OF THE HONOURS BOARD

1. CREATION OF HONOURS

- 1.1 The Honours Board, created under the Honours and Service Awards clause 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:

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

2. APPLICATIONS FOR HONOURS

- 2.1 Honours will be presented at the Annual General Meeting of the Society.
- 2.2 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 applicant does not need to be a Licentiate of the Society.
 - (c) 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.

- (d) 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.
- (e) All applicants must submit a brief (maximum of 150 words) description of the concept or story behind the set of images.

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. CATEGORIES

- 4.1 The subject boundaries in each category are guided by this sub clause of the Objects clause from the Rules. 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.”

Category 1: Nature: Natural Environment and Wildlife

Sets of images must represent nature, or a natural process or activity.

- o 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.
- o Cultivated plants and domestic or captive animals are not acceptable.
- o The NPSNZ Code of Ethics must be followed.
- o Images in this category should avoid evidence of humans

- o Except for cropping the image content should not be changed.
- o 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.

Category 2: Nature: Creative

Sets of images must represent nature, or a natural process or activity.

The intention of this category is to show the photographer's creative and artistic interpretation of nature.

- o 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.
- o Cultivated plants and domestic or captive animals are not acceptable.
- o The NPSNZ Code of Ethics must be followed.
- o Images in this category should avoid evidence of humans.
- o 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

Sets of images must represent the influence of humans on nature or a natural process or activity.

This category is intended to promote photojournalism as it relates to natural subjects.

- o Images and sets should tell a story that describes the impacts of humans on nature or natural processes.
- o The NPSNZ Code of Ethics must be followed.
- o The inclusion of human elements is expected and a strong interaction with nature or a natural process must be demonstrated.
- o Except for cropping the image content should not be changed.
- o 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.
- o

5. PRIVILEGES AND LIMITATIONS OF HONOURS

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

- o The Licentiateship LNPSNZ
- o The Associateship ANPSNZ
- o The Fellowship FNPSNZ

5.2 Those awarded the following Honours may append the following indications to their names, to reflect their status, whether they are members of the Society or not.

- o The Honorary Fellowship FNPSNZ (Honorary)

6. DUTIES AND PROCEDURES OF THE HONOURS BOARD

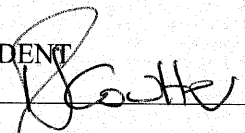
- 6.1 The Honours Board (hereafter called the Board) will be made up of six members and shall elect a Chairperson from their number. A minimum of four members is required for a quorum.
- 6.2 At each Annual General Meeting of the Society the longest serving member shall retire but be eligible for re-election.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

Agreed by resolution passed at a Management Committee Meeting
of the Society on 05/12/22

PRESIDENT

Signed



Name

Jane Collier

Dated

3 April 2023

VICE-PRESIDENT

Signed



Name

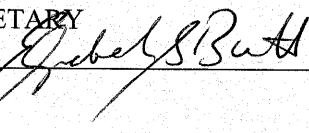
James Thompson

Dated

3 April 2023

SECRETARY

Signed



Name

Elizabeth S Barth

Dated

3 April 2023