

RULES

of the

CRIMINAL BAR ASSOCIATION OF NEW ZEALAND INCORPORATED

(As at 25 March 2022)

NAME AND OBJECTS

1. The name of the Association shall be the **“CRIMINAL BAR ASSOCIATION OF NEW ZEALAND INCORPORATED”**.
2. The objects of the Association are:
 - (a) To promote fellowship and mutual support for those with a practice or an interest in the criminal law.
 - (b) To promote amongst the public and practitioners knowledge and reform of the criminal law and matters ancillary thereto.
 - (c) To promote any other activities consistent with the spirit of the above.
 - (d) To affiliate with and maintain connections with international associations with similar objects.
 - (e) To promote proper conduct at the criminal bar.
 - (f) To discipline improper conduct at the criminal bar in accordance with Rule 7.
 - (g) Such other objects as the Association shall in general meeting from time to time decide.

POWERS

3. (a) The Association shall have the power to do anything consistent with its objects.
- (b) The Committee shall at its discretion have the authority to request members to contribute a sum of money for a particular purpose that is within the objects of the Association.

MEMBERSHIP

4. There shall be five classes of members namely:
 - (a) Ordinary Members
 - (b) Life Members
 - (c) Associate Members
 - (d) Corporate Members
 - (e) Student Members
5. (a) Subject to provisions of these Rules the following persons shall be eligible for ordinary membership of the Association:
 - (i) Persons holding a current certificate to practise law in New Zealand.
 - (ii) Persons holding a degree in Law.
- (b) Life Membership may be conferred on any person with particular merit or qualifications in the area of criminal law, by unanimous resolution of the Committee, reported to an annual general meeting.

A Life Member shall have all the privileges of an Ordinary Member.

- (c) Associate Membership may be conferred on any persons or organisation of persons who have particular merit, interests or qualifications in the area of criminal law, by unanimous resolution of the Committee, reported to an annual general meeting.

An Associate Member shall have all the rights and privileges of an Ordinary Members but may not:

- (i) Vote at any general meeting.
 - (ii) Be nominated or elected as a member of the Committee.
- (d) Corporate Membership may be conferred on any group of persons who are eligible for Ordinary Membership of the Association and are employed by a law firm, incorporated law firm (sole trader or multiple partners), government department, or the Public Defence Service.

A Corporate member shall have all the privileges of an Ordinary Member but may not:

- (i) Be nominated or elected as President or Vice-President of the Association, or
 - (ii) Each law firm or incorporated law firm or government department will be limited to one vote per organisation at any general meeting.

For the avoidance of doubt, this Rule does not prevent persons eligible for Ordinary Membership of the Association from holding Ordinary Membership in his or her own right.

- (e) Student Membership may be conferred on any persons who enrolled in the study of law at a New Zealand University.

A Student Member shall have all the rights and privileges of an Ordinary Members but may not:

- (i) Vote at any general meeting.
- (ii) Be nominated or elected as a member of the Committee.

- 6. The Association in general meeting may by majority vote annul the membership of any person or group of persons who have acted in a manner prejudicial to the interests or objects of the Association.
- 7. The Committee may request the resignation of or may suspend or expel the membership of any person or group of persons who have been acting in a manner prejudicial to the interests or objects of the Association.
- 8. Applicants for membership and renewal of membership shall apply in writing to the Secretary.
- 9. Any member whose resignation has been requested or who has been suspended or expelled shall:
 - (a) Be entitled upon the written request of such members to receive reasons in writing for the decision of the Committee; and
 - (b) Have a right of appeal to the Association in general meeting.

10. Save as in relation to Clauses 5(b) - (e), Clauses 6 – 9 or in relation to the rate of annual subscription, the term “member” and “members” when used in these rules shall mean an Ordinary Member and Ordinary Members.

11. **TREASURER**

The Secretary of the Association may act as Treasurer if the Committee so decides. The Treasurer shall keep proper books of account and an Annual Statement of Receipts and Expenditure up to and including the last day of March, every year, which shall be signed by the President and Treasurer for presentation to the Annual General Meeting of the Association.

12. **COMMITTEE**

- (a) The conduct of the affairs of the Association shall be vested in the Committee. The Committee shall consist of the President, two (2) Vice-Presidents (one of whom must represent a region other than Auckland), Secretary and no more than fifteen (15) other members, being ten (10) elected members and five (5) who may be co-opted by the committee at any time. Membership of the Committee shall be representative wherever possible of regions and ethnicities of criminal lawyers throughout New Zealand and shall be in broad proportion to the geographical location and ethnic make-up of members of the Association. The geographical diversity shall be reflected but not limited to include at least one Committee member from each of Auckland, Wellington, Christchurch and Dunedin. Wherever possible, as a matter of respecting the Treaty of Waitangi, membership of the Committee shall include at least one member of the Association who identifies as NZ Māori. In exercising its power to co-opt, the Committee shall bear these inclusivity goals in mind. The Committee should consider and may co-opt the Association’s immediate past President to form part of the Committee.

- (b) The composition of a Committee may be altered from time to time by the Association in general meetings.

13. The Committee shall have the following powers:

- (a) To manage day-to-day affairs of the Association.
- (b) To form such sub-committees as it deems fit.
- (c) To co-opt members to such sub-committees.
- (d) To make, vary or repeal any by-laws or rules for the pursuit of the objects of the Association.
- (e) To transact the affairs of the Association.
- (f) To invest the funds of the Association as authorised by the Rules.
- (g) To borrow money as it deems necessary, provided however that the Committee shall not borrow more than a total of \$5,000.00 without the prior approval of the Association in general meeting.

14. Public statements on behalf of the Association shall only be made by the President, Vice-Presidents or such other member of the Association as the Committee may authorise.

15. At meetings of the Committee and any sub-committee each member present including the President (who shall be ex officio a member of any sub-committee) shall have one vote on any matter and in the case of equality of votes the President shall have a second vote.

16. The Secretary shall:
 - (i) Conduct all correspondence and keep copies of same.
 - (ii) Keep a record of the names and addresses of all members of the Association.
 - (iii) Keep such other books or records as the Committee may from time to time determine.
 - (iv) Keep the Minutes of all general meetings of the Association and of all meetings of the Committee.
17. The office of the President shall be held by the same member for two (2) years with the option of a further term of not more than two (2) years with the consent of the Committee.
18. The Committee shall be elected annually at the annual general meeting of the Association and shall, except as provided in Clause 20 below, hold office until the election of the new Committee at the next annual general meeting.
19. A committee member absent from three (3) consecutive meetings of the Committee, without leave granted by the President, shall cease to be a member of the Committee.
20. When a vacancy on the Committee occurs by death, resignation or otherwise than by the effluxion of time, the Committee may fill such vacancy.

21. (a) The Committee may meet together, adjourn and otherwise regulate its meetings as it thinks fit except that the Committee shall meet at least once every two months.
- (b) The President may, and the Secretary on the requisition of a member of the Committee shall, at any time summon a meeting of the Committee members.
- (c) Four (4) members shall be a quorum at Committee meetings. If within twenty (20) minutes from the time appointed for the commencement of a Committee meeting a quorum is not present, the meeting shall be adjourned to a convenient future date, of which the Secretary shall duly notify members of the Committee who were not present.

22. **SUBSCRIPTIONS**

- (a) The annual subscription for members shall be fixed from time to time by the Committee.
- (b) Subscriptions shall be payable upon admission to the Association and shall cover the period from the date of admission up to and including the 31st day of March in each year.

Thereafter, subscriptions shall become due and payable on the first day of April in each year.

23. (a) A member whose annual subscription remains unpaid for a period of three (3) months after the first day of April in any year shall be deemed a non-financial member.
- (b) A non-financial member shall not be eligible for election to the Committee or appointment to any sub-committee.

- (c) The Committee may cancel the membership of any non-financial member.
- (d) A non-financial member shall not be entitled to vote at any general meeting of the Association.

MEETINGS

- 24. An annual general meeting of the Association shall be held in each year being not more than thirteen (13) months after the date of the last annual general meeting at such place, date and hour as the Committee shall determine.

The first annual general meeting shall be held within six (6) months of the date of the formation of the Association.

- 25.
 - (a) A general meeting of members may be convened by the Committee at any time.
 - (b) A general meeting of members may be convened by the Secretary upon receipt of a requisition stating the business to be dealt with and signed by five (5) members entitled to vote
 - (c) A general meeting required pursuant to Clause 25 shall be convened within twenty-one (21) days of the date of receipt of the requisition to deal with the business mentioned in the requisition.
- 26.
 - (a) Notice in writing of the place, date and hour of every annual general meeting and general meeting together with information as to how members may attend the meeting via audio visual link shall be posted or emailed or communicated by other electronic means to members at least fourteen (14) days prior to that meeting and shall specify:

- (i) The general nature of the business.
- (ii) If an election of the Committee or any member to the Committee is to form part of the business of the meeting, the last day for receipt of nominations of candidates.
- (b) Non-receipt by any member of such notice of meetings shall not invalidate proceedings at any meeting.

27. No business shall be transacted at any annual general meeting or at any general meeting unless a quorum of members is present. Such quorum shall consist of ten (10) members of the Association entitled to vote. Members may attend annual general meetings and any other general meeting, via audio visual link.

28. If within one half hour from the time appointed for the commencement of an annual general meeting or general meeting, a quorum of members is not present, such meeting shall be adjourned to the same day in the following week at the same hour and place or to a day and place to be fixed by the President.

If a quorum is not present at the subsequent meeting, the members present shall be a quorum.

29. The President for the time being or in his/her absence a Vice-President of the Association shall be the Chairperson at every Annual General Meeting and general meeting of the Association. Provided that in the absence of the President or Vice-Presidents, the members present at such meeting may elect some other member present at the meeting to be the chairperson.

30. (a) Each financial member entitled to vote shall have one vote at any meeting of the Association. In the case of equality of votes, the Chairperson shall have a

second vote. A resolution put to the meeting shall be determined by a show of hands.

- (b) Any member entitled to vote, may vote by proxy in any election or on any issue submitted to a general meeting. The letter appointing a proxy must be received by the Secretary not less than 2 clear days before the time appointed for the meeting at which the proxy is to be used.

FUNDS

- 31. (a) All monies payable to the Association and all negotiable instruments payable to the Association or its order shall so soon as possible after the receipt be paid to the credit of a Bank Account in the name of the Association.
- (b) Every withdrawal form shall be signed by no less than any two of the President, Vice-President, Treasurer and Secretary.
- (c) Payments via internet banking may be approved in writing by no less than any two of the President, Vice-President, Treasurer and Secretary.
- (d) Funds of the Association may be invested by placing on deposit in any bank, savings bank or deposit company carrying on business in New Zealand, in or upon Government securities in New Zealand, in or upon any mortgage of real estate in New Zealand or any security approved by law for the investment of trust funds, as approved by the Committee or such other investment as may be authorised by the Association in general meetings from time to time.

ALTERATION OF THE RULES

- 32. These rules shall not be altered except by Resolution passed by a general meeting of the Association in the following way:

- (a) Notice of the proposed resolution must be given in writing to the Secretary who shall include such proposed resolution in full in the notice summoning the meeting.
- (b) Such resolution shall not pass unless carried by a majority of two-thirds of the members entitled to vote present and voting at that meeting.

PROVIDED THAT no addition to or alteration or rescission of the aforesaid rules shall be approved that in any way affects Rule 35 (Winding Up).

33. **COMMON SEAL**

The Association shall have a Common Seal which shall be kept in the custody of the Secretary and shall not be affixed to any document or instrument except in pursuance of a resolution of the Committee and in the presence of the President, the Secretary and one other member of the Committee who shall sign every document or instrument to which the seal is affixed.

WINDING UP

- 34. The Association may be wound up if a resolution requiring the Association to be wound up under the provisions of the Incorporated Societies Act 1908 is passed by a bare majority of the members entitled to vote present and voting at that meeting.
- 35. If upon winding up or dissolution of the Association there remains, after the satisfaction of all its liabilities, any property, the same shall not be paid or distributed amongst the members of the Association but shall be disposed of in such a manner as a general meeting confirming the resolution for winding up shall decide.