

Introduction to the Proposed Constitution

(1) Incorporation:

The Working Committee carefully considered the question of whether or not the Society should be an Incorporated Society. It was thought that the Society should become Incorporated but only after it had been in existence for some time. The main advantages to be derived from Incorporation are:

- (i) that the members of an Incorporated Society cannot be held liable for the Society's debts, and
- (ii) that the creditors cannot wind up such a Society except through the Supreme Court.

Several minor additions would need to be made to the Constitution as it is here presented before an application for Incorporation could be made.

(2) The Council

Provision has been made for a Council of nine members, each member serving for up to three years before his term in office expires. It is hoped that through this provision, regional and sectional interests will, in the course of time, gain adequate representation on the Council.

(3) Inaugural Meeting

The Regulations which concern the Annual General Meeting (Article VII) do not apply to the Inaugural Meeting. The business of the Inaugural Meeting shall include:

- (a) The election of a President.
- (b) The election of an Incoming Vice-President (Article VI (3)).
- (c) The election of a second Vice-President who shall hold, in the first year of the Society's existence, the position later to be that of the Immediate Past President (Article VI (2)).
- (d) The election of six Council members (Article V):
 - (i) two to serve three year terms,
 - (ii) two to serve two year terms,
 - (iii) two to serve one year terms.
- (e) The appointment of an Auditor for the ensuing year.

PROPOSED CONSTITUTION OF THE NEW ZEALAND MATHEMATICS SOCIETY

ARTICLE I: NAME

The name of this organization shall be the New Zealand Mathematics Society (hereinafter referred to as "the Society").

ARTICLE II: OBJECTS

The purposes for which the Society shall be established are

- (1) To promote the development, application and dissemination of mathematical knowledge within New Zealand.
- (2) To assist mathematicians in New Zealand to maintain effective cooperation with one another and with mathematicians and mathematical societies in other countries.

The Society shall be administered with these ends in view and not for the purpose of financial gain for its members. Should it be necessary for the Society to be dissolved (Article IX), any assets remaining after all debts have been paid shall be given to organizations whose objects are congruent with those of the given Society.

ARTICLE III: MEMBERS

The membership of the Society shall consist of three classes of members - ordinary, honorary and institutional members. Ordinary membership shall be open to any person interested in the objects of the Society. Election to ordinary membership shall be by vote of Council (Article V) upon written application and upon payment of the annual subscription. The amount of the subscription shall be determined by Council from time to time. However, a member of a Society with which the New Zealand Mathematics Society maintains a reciprocity agreement shall, upon application to Council, be admitted as and remain an ordinary member of the New Zealand Mathematics Society at a reduced subscription, provided that he is not normally a resident in New Zealand. An honorary member shall be any person of distinction in the field of mathematics whose work or whose services to the Society are judged by the Council to merit election to honorary membership. There is no subscription for honorary members. Institutional membership may be granted by the Council to Institutions, Associations, business enterprises and other organizations interested in the objects of the Society. The amount of the subscription shall be determined by Council from time to time.

Subscriptions shall be payable in advance and shall be due and payable on the day nominated by Council in each year.

ARTICLE IV: BRANCHES

With the approval of the Council (Article V), regional branches may be formed from members of the Society normally residing in a particular region. Each such regional Branch shall elect annually a Convenor and a Secretary (who may be the same person) and other officers from among its members. The persons so elected shall constitute the Committee of the Branch, and shall arrange meetings, including an Annual General Meeting, and otherwise conduct the business of the Branch.

Each Branch may send a delegate to each meeting of the Council. Delegates shall be allowed to speak but not to vote.

ARTICLE V: THE COUNCIL

The Council shall be the governing body of the Society. It shall consist of the President, two Vice-Presidents (Article VI), and six elected members. The six elected members of the Council shall normally serve for three years, in such a way that the terms of office of two of them expire each year. These members may be available for re-election but shall not serve for longer than six years in succession. In the event of a member being elected to the Incoming Vice-Presidency (Article VI) before the expiry of his term of office, an additional member shall be elected to Council, who shall also serve for three years. Editors of any journals the Society may publish, if they are not already members of the Council, shall have the right to attend meetings and vote on matters pertaining to their journals. Council may co-opt further members for limited periods for specific purposes.

The Council shall determine the policies of the Society and shall supervise the affairs of the Society according to such by-laws as the Council may adopt. A by-law or amendment or repeal thereof shall come into effect thirty days after notification to the membership in a publication of the Society or otherwise in writing, unless during this thirty day period twenty members of the Society shall so petition and the by-law or amendment or repeal thereof shall then be submitted to a vote of the membership and shall not come into effect unless approved by a majority of those voting. However, this restriction shall not apply to those by-laws adopted at the time this constitution is first ratified.

The Council may enter into working arrangements and reciprocity agreements with other societies and organizations.

The Council shall meet at least twice a year, and at other times if requested by the President or at least three members of Council. In addition, a special meeting of the Council shall be held as soon as possible after the Annual General Meeting (Article VII) to appoint a Secretary and a Treasurer (Article VI) who shall be chosen from among the six elected members of Council. Five members of the Council shall constitute a quorum, provided that at least one of the members present shall be the President or a Vice-President. The President, or in his absence a Vice-President, shall normally preside as Chairman at each meeting of the Council. All matters at Council meetings shall be decided by a majority vote of members of Council present and voting. In the case of a deadlock, the Chairman shall have a casting vote.

Any vacancy in the Council or Offices (Article VI) occurring other than by the normal expiration of a term of office, may be filled by an appointment of the Council. Officers and members thus appointed shall hold office until the next Annual General Meeting. When the vacancy is in the office of President of the Society (Article VI) the choice shall be made from one of the Vice-Presidents.

ARTICLE VI: OFFICERS

The Officers of the Society shall be as follows:

- (1) The President.
- (2) A Vice-President who shall normally be the person who held the office of President immediately before the President in office; which person shall be known as the "Immediate Past President".
- (3) A Vice-President who shall be the person elected to succeed the President in the following year; he shall be known as the "Incoming Vice-President".
- (4) The Secretary.
- (5) The Treasurer.

The term of office of the President and the Vice-Presidents shall be one year. The term of office of the Secretary and Treasurer shall be one year, but these officers shall be eligible for re-election.

The President shall be ex officio a member of all committees. He shall deliver the Annual Report of the Council at the Annual General Meeting (Article VII). The Secretary shall be responsible to Council for the records of membership, meetings and correspondence of the Society. The Treasurer shall be responsible to the Council for the management of the financial affairs of the Society in accordance with the policies determined by the Council. He shall keep the Society's financial records and prepare the necessary financial statements.

ARTICLE VII: MEETINGS

There shall be an Annual General Meeting of the Society at such a time and in such a place as the Council may determine. The business of the Annual General Meeting shall be:

- (1) To receive the Annual Report of the Council.
- (2) To receive the duly audited Annual Statement of the income and expenditure and assets and liabilities of the Society.
- (3) To elect the Incoming Vice-President.
- (4) To elect members of Council.
- (5) To appoint an Auditor for the ensuing year.
- (6) To transact any other business of which notice in writing has been given to the Secretary at least six weeks prior to the Meeting.

Special General Meetings may be convened at any time by the Secretary or the President under the direction of the Council or upon the requisition of a petition of not less than 20 members of the Society to discuss only those matters specified in the petition.

Four weeks' notice of any Annual General Meeting or Special General Meeting shall be given to members.

The above regulations shall not apply to the Inaugural Meeting.

At every Annual General Meeting or Special General Meeting the Chair shall be taken by the President if present or in his absence by one of the Vice-Presidents, failing one of them, a Chairman to be nominated from members of the Council by the persons present at the Meeting. The quorum for General Meetings of the Society shall be twenty members. All business shall be decided by a majority vote of those present and voting. In the case of a deadlock the Chairman shall have a casting vote.

ARTICLE VIII: AMENDMENTS

An amendment to the Constitution may be proposed:

- (a) by a petition of twenty members of the Society,
- (b) by a decision of a General Meeting of the Society,
- (c) by a decision of the Council.

An amendment shall be adopted by a majority of not less than three-fourths of the members who vote on the amendment by mail or at a General Meeting, provided the amendment has been duly proposed and the membership notified at least four weeks before the vote is taken.

This regulation shall not apply to the amendments (if any) proposed and adopted at the time this Constitution is first ratified.

ARTICLE IX: DISSOLUTION

The Society may be wound up voluntarily if the members, at a Special General Meeting duly called for the purpose, pass a resolution requiring the Society to be so wound up and the resolution is confirmed at a subsequent General Meeting called together for that purpose and held not earlier than thirty days after the date on which the resolution so to be confirmed was passed.

PROPOSED BY-LAWS (74-75)

1. Date of the Annual General Meeting: The Annual General Meeting shall be held during the N.Z. Mathematics Colloquium at the same venue as the Colloquium.
2. Subscription Dates: The annual subscription shall be payable in advance and is due on 1 June 1974, and on 1 April in succeeding years.
3. Subscription Rates: The subscription for Ordinary Members shall be N.Z.\$5.00, and for Institutional Members N.Z.\$10.00.
4. Dates for Council Meetings: The two mandatory Council meetings shall take place during the periods July-August-September and February-March in each year.
5. Dates for Taking up Office: The Council and elected officers shall take up their positions at the Inaugural Meeting in 1974 and on 1 June in succeeding years.
6. Geographical Distribution: At least two of the Council members shall be residents of the North Island, and at least two residents of the South Island.
7. Honorary Members: The following persons shall be invited to become Honorary Members of the Society: Professor Emeritus J. T. Campbell and Professor Emeritus H. G. Forder.
8. Nominations: Each nomination of an Ordinary or Honorary member for the office of Incoming Vice-President, for a vacancy on Council or a nomination for the position of Auditor shall be put forward by two Ordinary or Honorary members of the Society. The written nominations, countersigned by the nominee, should be received by the Secretary not less than five weeks before the General Meeting at which elections are to be held. The Secretary, after consultation with Council shall prepare a complete list of nominations, which list shall be circulated to all members of the Society at least four weeks before the General Meeting. This by-law becomes binding on 1 January, 1975.