

Bylaws of Science Fiction & Fantasy Conventions of New Zealand Incorporated (SFFCONZ)

As of 30 November 2017

1 Introduction

1.1 Registered Office

1.1.1 The current registered office of Science Fiction Conventions of New Zealand Incorporated (SFFCONZ) “the Society” is:

26 Halifax Street
Kingston
Wellington

1.1.2 The Society shall keep an up-to-date record of the registered office of the Society with the Registrar of Incorporated Societies.

1.1.3 The address of the registered office may be changed only by amendment of these bylaws. The address must be updated with the Registrar of Incorporated Societies within seven (7) days of such change.

1.2 Society membership

1.2.1 The current rate of membership to the Society is not less than \$20.

1.2.2 The membership rate of the Society may be changed only by amendment of these bylaws. Any changes in membership rates shall be forwarded or made available to each member of the Society within fourteen (14) days of said amendment.

1.3 About the bylaws

1.3.1 These bylaws are written for the establishment of rules regarding the conduct of Council business.

1.3.2 They are additional to the constitution, and must be interpreted in accordance with those articles.

1.3.3 These bylaws may be revised, amended, or repealed by a resolution approved by a majority of the entire Council.

1.3.4 These bylaws must be made available to any member of the Society who wishes to view them.

1.3.5 Any changes to these bylaws must be forwarded or made available to each member of the Society within seven (7) days.

1.4 Profit Sharing Prohibition

1.4.1 No Society member, Council member, Officer, employee, other connected person, or any family members thereof “affiliated person” shall receive any of the net earnings or pecuniary profit from the operations of the Society; except for reimbursement of expenses incurred, or compensation for services rendered in pursuit of the Society’s public or charitable purposes, provided that such payment is reasonable, is permitted by the constitution and bylaws, and is fixed by resolution of the Council.

1.4.2 No affiliated person shall be entitled to share in the distribution of, and shall not receive, any of the Society’s assets upon the winding up of the Society.

1.4.3 Upon the winding up of the Society, the assets thereof, after all debts have been satisfied, shall be distributed as required by the constitution and not otherwise.

1.5 Insurance

1.5.1 The Council shall purchase and maintain insurance on behalf of itself or any agent of the Society against liability other than for violating provisions of law.

1.6 Absentee Votes

1.6.1 Any voting member of the Society can provide the Secretary or President with their vote in writing, and that vote will be counted at the appropriate time as if that member were present.

1.7 Discrimination

1.7.1 The Society and its Council shall not, in any of their policies or the administration thereof, discriminate against individuals or groups of individuals because of their gender, race, colour, religion, national origin, age, handicap, or sexual preference.

1.8 Complaints

1.8.1 Complaints can be made to any member of the Council, to the greatest comfort of the complainant.

1.8.2 The complaint must be placed before the Council within twenty-eight (28) days of notice received.

1.8.3 The council will decide on action regarding a complaint. The complainant has the right to be present to state their perspective to the Council regarding their complaint. The decision of the Council is final.

2 The Council

2.1 Council Makeup

2.1.1 The constitution places the number of Council seats between five (5) and nine (9) Councillors. The current number of Councillors shall be specified by resolution of the Council, provided that no seated Councillor would be removed during their term.

2.1.2 The current number of Council seats is eight (8).

2.1.3 The Names and email addresses of the current Council Members are:

Seat	Name	Email	Office
Seat #1	Daniel Spector	danjite@gmail.com	President
Seat #2	Lynelle Howell	lynelle.howell@gmail.com	Secretary
Seat #3	Harry Musgrave	hhmusgrave@gmail.com	Treasurer
Seat #4	Raewyn Nevin	raewynnevin@gmail.com	Councillor
Seat #5	Anton Reinauer	meants@name	Councillor
Seat #6	Andrew Adams	aaa@meiji.ac.jp	Councillor
Seat #7	Vacant		
Seat #8	Ross Younger	crazyscot@gmail.com	Councillor

2.1.4 The terms for Council members is two (2) years. Even numbered seats are up for election in even numbered years, odd numbered seats are up for election in odd numbered years.

2.1.5 This list shall be updated by the council within seven (7) days following any change to Council.

2.2 Removal and resignation

2.2.1 Any Council member may be removed from office by a two-thirds (2/3) vote of the Society, at any Society meeting. Such a removal will be effective at the time of the vote.

2.2.2 Any Council member may resign at any time by giving written notice to the Council. Any such resignation shall take effect at the date of receipt of such notice or at any later date specified therein,

and, unless otherwise specified therein, the acceptance by Council of such resignation shall not be necessary to make it effective.

2.3 Vacancy on the Council

2.3.1 A vacancy on the Council shall be filled by appointment by the Council before the next regular meeting of the Council.

2.4 Council Duties

2.4.1 The Council must attend meetings at such times and places as they have agreed, or as required by the constitution and these bylaws.

2.4.2 Council members must update the Secretary with any changes to contact information for record maintenance.

2.5 Function of the Council

2.5.1 All decisions of the Council shall be by a majority vote. In the event of an equal vote, the President shall have a casting vote.

2.5.2 The business of the Council may be carried out using electronic communication.

3 Council Officers

3.1 Electing Officers

3.1.1 Each year, during the first Council meeting after the Annual General Meeting (AGM), the newly elected Council must elect Officers. This meeting must be held no more than fourteen (14) days after the AGM.

3.1.2 Each office (President, Secretary, and Treasurer) shall be voted upon individually by written ballot, with each Council member casting no more than one vote.

3.1.3 If there is only one candidate for an office, a written ballot is not necessary, and the Council may elect the candidate to the position by unanimous consent. If there is only one nominee for each office, the Council may elect the entire slate of candidates simultaneously by unanimous consent.

3.2 Removal and Resignation

3.2.1 Any Officer may be removed from office by a two-thirds (2/3) vote of the entire Council, at any time. Such a removal will be effective at the time of the vote, or at any later date specified by the Council at the time.

3.2.2 Any Officer may resign at any time by giving written notice to the Council. Any such resignation shall take effect at the date of receipt of such notice or at any later date specified therein, and, unless otherwise specified therein, the acceptance by Council of such resignation shall not be necessary to make it effective.

3.3 Vacancy in an Office

3.3.1 A vacancy in an Office shall be filled according to the procedure in section 2.3.1 at the next regular meeting of the Council.

3.3.2 Until the vacancy is filled, the President shall assign a Council member to assume the responsibilities of the vacant office. In the case of vacancy in the office of President, the Secretary shall take on the responsibilities of the President until the election is held.

3.4 Duties of the President

3.4.1 The President is the Chief Executive Officer of the Society and shall, subject to the constitution and bylaws, supervise and control the affairs of the Society, the affairs of the Council, and the affairs of the Officers.

3.4.2 The President shall determine the date, time and location of all meetings and inform the Secretary with ample time for proper notice to be made.

3.4.3 The President shall Chair all meetings of the Council and of the Society and establish whether or not a quorum is present, or designate a Council member to do so.

3.4.4 The President shall ensure that the constitution of the Society and these bylaws are followed.

3.4.5 The President shall provide a Report on the operations of the Society for the AGM, and present that report at the AGM.

3.4.6 The President shall perform all duties incident to this office and such other duties as may be required by law, by the constitution or bylaws, or which may be prescribed from time to time by the Council.

3.5 Duties of the Secretary

3.5.1 The following responsibilities are subject to the provisions of the constitution and bylaws.

3.5.2 The Secretary shall keep and maintain the records of the Society including:

- A. Constitution as amended or otherwise altered to date;
- B. Bylaws as amended or otherwise altered to date;
- C. Register of members, which shall contain the name and address of all members, the class of membership, and the dates at which they became members;
- D. Minutes of all meetings, recording the time and place of the meeting, meeting type, how called, how notice was given, the names of those present, and the proceedings thereof;
- E. E-vote records;
- F. Unanimous consent records.

3.5.3 The Secretary shall maintain current contact information for all Council members.

3.5.4 The Secretary will update the Registrar of Incorporated Societies with all information required.

3.5.5 The Secretary will forward or make available any changes in membership fees within fourteen (14) days of such change.

3.5.8 The Secretary shall see that all notices are duly given in accordance with the provisions of the constitution of the Society and these bylaws.

3.5.9 The Secretary shall send notice quarterly to all core members whose membership will lapse in the following quarter.

3.5.10 The Secretary shall be the custodian of the Society's records, except those required for the Treasurer's function.

3.5.11 The Secretary shall be the custodian of the Society's Common Seal of the Society, and see that the seal is affixed to all duly executed documents, in accordance with the constitution of the Society and these bylaws.

3.5.12 The Secretary shall exhibit at all reasonable times to any any Society or Council member, upon request, the constitution, the bylaws, the register of members, or the minutes of any meeting.

3.5.13 The Secretary shall receive and reply to all correspondence as required by the constitution or bylaws of the Society, or the Council.

3.5.14 The Secretary shall perform all duties incident to this office and such other duties as may be required by law, by the constitution or bylaws, or which may be prescribed from time to time by the Council.

3.6 Duties of the Treasurer

3.6.1 The following responsibilities are subject to the provisions of the constitution and these bylaws relating to the execution of instruments, deposits, and funds.

3.6.2 The Treasurer is responsible for and shall have charge of, or approve someone to have charge of all funds of the Society. Such funds shall be deposited in the name of the Society.

3.6.3 The Treasurer shall receive and give receipts for all monies due and payable to the Society from any source whatsoever.

3.6.4 The Treasurer shall disburse or cause to be disbursed, the funds of the Society as may be directed by the Council, taking proper vouchers for such disbursements.

3.6.5 The Treasurer shall keep and maintain adequate and correct accounts of the Society's money or other assets and all transactions thereof.

3.6.6 The Treasurer shall exhibit at all reasonable times to any Society or Council member, upon request, the books of account and financial records of the Society.

3.6.7 The Treasurer shall prepare or cause to be prepared, and certify or cause to be certified, any financial statements to be included in reports or presented at an AGM.

3.6.9 The Treasurer shall present basic information on all accounts at each regular meeting of the Council.

4 Council Meetings

4.1 Regular Meetings

4.1.1 Regular meetings of the Council will be held quarterly, on the third Saturday of January, April, July, and October at 13:00, or at such other times and dates during those months as the President may designate.

4.1.2 For each regular meeting, the Council shall designate a location at the previous meeting. In the absence of such a designation, the President shall designate the location for such a meeting.

4.1.3 The Secretary shall send each Council member a notice of the date, time, and place of the meeting by email or telephone at least twenty-one (21) days before the meeting.

4.1.4 Items for the agenda should be advised to the Secretary at least fourteen (14) days before the meeting.

4.1.5 The Secretary must make the meeting agenda available to all Society and Council members at least seven (7) days before the Council meeting.

4.1.5 The Secretary must make the draft meeting minutes available to all Council members no more than seven (7) days after the Council meeting for corrections.

4.1.5 The Secretary must make the final meeting minutes available to all Society and Council members no more than fourteen (14) days after the Council meeting for corrections.

4.2 Special Meetings

4.2.1 Special meetings of the Council may be called at any time by the President, and must be called upon the written request of any two Council members. A request to hold a special meeting must include all necessary information on the business to be conducted.

4.2.2 A Special Meeting must be held within twenty-one (21) days of the President receiving a qualified request for such a meeting.

4.2.3 The President must provide the Secretary with the date, time, and venue of the meeting along with all information regarding the business to be conducted at the meeting.

4.2.4 Notification of a special meeting shall be sent to all Council members by the Secretary specifying the date, time, and venue.

4.2.5 The location of special meetings shall be designated by the President. In the absence of a designation from the President, the Councillors calling the meeting shall designate a location.

4.2.6 Special meetings of the Council may be held upon forty-eight (48) hours' notice.

4.3 Notice of Meetings (delivery and contents)

4.3.1 A notice shall be deemed to be delivered upon sending an email. Notices shall be sent to each Council member at the email address kept on file with the Secretary.

4.3.2 The Council shall maintain an email discussion list for Council members. Notices posted to that list shall be considered as delivered by email to each Council member subscribed to that list.

4.3.3 Notice of meetings shall contain:

- A. the venue, day, and time of the meeting;
- B. the text of any amendments to the bylaws or constitution;
- C. any information regarding any other business to be conducted at the meeting; and
- D. any other information that will aid Council Members in making their decisions.

4.3.4 The transactions of any meeting of the Council, however called and noticed or wherever held, are equally valid, provided a quorum is present and that:

- A. either before or after the meeting each Council member not present signs:
 - a. a waiver of notice;
 - b. a consent to holding the meeting; or
 - c. an approval of the minutes thereof.

All such waivers, consents, or approvals shall be made part of the minutes of the meeting.

4.4 Quorum for Meetings.

4.4.1 A quorum shall consist of a majority of the Council members. Except as otherwise provided in these bylaws or in the constitution, or by law, no business shall be considered by the Council at any meeting at which a quorum is not present.

4.4.2 The Council members present at a meeting at which a quorum is initially present may continue to do business after the loss of a quorum due to the withdrawal of a Council member from the meeting, provided that any action thereafter taken is approved by at least the minimum number of Council members required for any such action.

4.4.3 Every act or decision done or made by the majority of the Council members present at a meeting at which a quorum is present is the act of the Council, unless the constitution or bylaws require a greater percentage for approval of a matter by the Council.

4.4.4 All references to the number of votes required for any action (i.e. majority, two-thirds, three-fourths, unanimous) refer to the percentage of those Council members present, unless the reference specifically states the entire Council.

4.5 Conduct of Meetings.

4.5.1 The President shall Chair the Council meetings or, if the President is absent, the Council members present will elect a Chair who is neither the Secretary nor the Treasurer. The Chair of the meeting has a casting vote.

4.5.2 Observers shall have the right to attend Council meetings, but their presence must be formally acknowledged by the meeting. Observers may not vote, but may speak to a specific motion at the request of the meeting. The Council may deny attendance to observers for all or part of any Council meeting on the grounds of commercial confidentiality or individual privacy.

4.5.3 All speakers shall address the meeting through the Chair. Speakers shall avoid personalities, impropriety, irrelevance and repetition. Speakers shall confine themselves to the matter under discussion. These provisions shall also apply to those taking part in a Council meeting electronically.

4.5.4 A Council member, when speaking, shall not be interrupted except by the Chair as conductor of the meeting or by a Council member raising a point of order. When more than one speaker starts to speak at the same time the Chair shall decide who takes the floor.

4.5.5 The Chair may propose, speak to and vote on motions.

4.5.6 When a Secret Ballot is called, for any reason, the voters shall write their preference on a piece of paper which shall be folded in half. The votes will be counted by a member of the Council as determined by the President. The President shall give specific instructions as to whether the vote is "yea or nay", preferential, or any other format.

4.5.7 The Council may hold meetings by email, video conference, teleconference, or other internet technologies. These meetings shall be governed by these bylaws as if they were face-to-face meetings.

4.5.8 The Council shall be considered to be permanently in session via a formal Council-only mailing list for the purpose of electronic balloting. Once an electronic ballot results in a majority of serving Council members registering a vote "for" a motion the result shall be declared as "carried", or if a majority registers a vote "against" a motion, the result shall be declared as "lost", as if a formal face-to-face meeting had been held. The voting period on such a ballot will be three (3) days unless a different period is specified prior to the opening of the ballot.

4.5.9 The Secretary is required to call an electronic ballot of Council within two (2) days of receipt of such a request accompanied by a properly moved motion.

4.6 Action by Unanimous Consent

4.6.1 Any action required or permitted to be taken by the Council under any provision of law may be taken without a meeting if all Council members consent in writing to such action.

4.6.2 Such written consent or consents shall be filed with the minutes and proceedings of the Council.

4.6.3 Such action by written consent shall have the same force and effect as a unanimous vote of the Council.

4.6.4 Any document filed which relates to action so taken shall state that the action was taken by unanimous written consent of the Council without a meeting and that the bylaws authorise the Council to so act.

4.7 Conflict of Interest

4.7.1 All Council members are required to promptly notify the Secretary of any conflict of interest for inclusion in the minutes.

4.7.2 Council members are required, prior to a discussion or vote, to inform the meeting of any item on the agenda which will give rise to a potential conflict of interest for them. Council will note the declaration and determine if the Council member will be requested to withdraw during discussion on the indicated topic.

4.7.3 Council members shall abstain from voting on issues where they have a conflict of interest.

4.8 Motions

4.8.1 All motions require a proposer and seconder.

4.8.2 Any substantive motion before a Council meeting shall be disposed of before any other substantive motion is introduced.

4.8.3 Only one amendment to a motion shall be considered at a time.

4.8.4 Any amendment must be relevant to the substantive motion. If its effect is to negate the motion, it must include a reasoned alternative course of action.

4.8.5 E-motions shall include two (2) Council members, which is mover, which is seconder, and the text of the motion.

4.9 Minutes of Council Meetings

4.9.1 Minutes shall be the responsibility of the Secretary. In the absence, or at the request of the Secretary, the Chair of the meeting shall appoint a person to record the minutes of the meeting. If a person recording the minutes is not a Council member, that person shall neither vote nor participate in the discussion except to carry out their duties.

4.9.2 The minutes shall contain at least:

- A. the time, date, and place of the meeting, recorded in a manner appropriate to the type of meeting;
- B. whether the meeting is regular or special, how it was called, and the notice given;
- C. the names of those present at the meeting;
- D. substantive motions, each with its proposer's and seconder's name, and the names of all Council Members voting and how they voted;
- E. issues or ideas noted by the Council;
- F. summary of discussion where no motion was considered.

4.9.3 Any papers or other supporting material, whether discussed or not, shall (where practical) be attached to the minutes of the meeting where the material was presented. Where this is not practical, the minutes shall contain sufficient references to allow such material to be found by the reader.

4.9.4 The only discussion on a motion for the confirmation of the minutes shall be as to the accuracy of the record.

5 Committees.

5.1 Standing Committees

5.1.1 The Council may create and discharge standing committees by a majority vote of the entire Council. Once created, standing committees shall exist until discharged.

5.1.2 The Chair of any standing committee shall be appointed by the President, and such appointment must be ratified by the Council within twenty-eight (28) days of the appointment. If necessary, the President shall call a special meeting of the Council within that period in order to consider the ratification of the appointment.

5.1.3 The Chair of any standing committee shall be removed only by a majority vote of the entire Council. If the Chair of a standing committee is not a Council member, he or she shall be ex officio, a non-voting member of the Council. (Such a non-voting member shall not count as one of the numbered seats of the Council, nor shall such a non-voting member count toward quorum or other requirements.)

5.1.4 The procedure for choosing the remaining members of standing committees, and of filling such vacancies as may arise within a standing committee, shall be established by resolution of the Council. [See also Standing Rule 1, which sets the default procedures for choosing the remaining members of standing committees and of filling vacancies therein.]

5.1.5 Each standing committee shall appoint a Committee Treasurer who shall periodically report to the Society Treasurer on the financial matters of that committee. Each standing committee shall report to each regular meeting of the Council on that committee's activities.

5.2 Other Committees

5.2.1 The Society shall have such other committees as may from time to time be designated by resolution of the Council. Such other committees may consist of persons who are not also members of the Council. The Chair of each committee shall be appointed by the President. The procedure for choosing the remaining committee members, and filling such vacancies as may arise, shall be set by resolution of the Council.

5.3 Meetings and action of committees

5.3.1 Meetings and action of committees shall be governed in accordance with the provisions of these bylaws, with such changes as are necessary to substitute the committee and its members for the Council and its members, except that the time and place of special meetings of committees may be fixed by resolution of the Council.

5.3.2 The Council may adopt rules and regulations pertaining to the conduct of meetings of committees to the extent that such rules and regulations are not inconsistent with the provisions of these bylaws.

5.4 Discharge of committees

5.4.1 Unless otherwise provided for in these bylaws, or in the resolution creating a committee or by other action of the Council, all non-standing committees shall be discharged at the conclusion of the regular Board meeting following the creation of the committee, while standing committees sit until released.

6 Financial Control

6.1 Execution of Instruments, Deposits, and Funds

6.1.1 The Council, except as otherwise provided in these bylaws, may by resolution authorize any Officer or agent of the Society to enter into any contract, or execute and deliver any instrument in the name of and on behalf of the Society.

6.1.2 Authority may be general or confined to specific instances, except that any contract in excess of \$20,000 must be approved by the Council.

6.1.3 Unless so authorized, no Officer, agent, or employee shall have any power or authority to bind the Society by any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount.

6.1.4 The Council may accept on behalf of the Society any contribution, gift, bequest, or devise for the charitable or public purposes of this Society.

7 Accounting Policies

7.1 Books and records of account

7.1.1 Books and records of account shall be kept detailing business transactions and accounts of the Society's assets, liabilities, receipts, disbursements, gains, and losses.

8 Records and Reports

8.1 Maintenance of Society Records

8.1.1 Unless otherwise authorized by these bylaws, the Society shall keep:

- A. minutes of all meetings of the Council and committees of the Council;
- B. adequate and correct books and records of account;
- C. a Register of Members;

- D. a record of the current and past Council members, indicating their seat number, office (if any), name, email address, and telephone number;
- E. an up-to date copy of the Society's constitution and bylaws as amended.

8.1.2 Every Member shall have the right at any reasonable time to inspect all books, records, and documents.

8.2 Annual Report

8.2.1 The Council shall cause an annual report to be furnished not later than ninety (90) days after the close of the Society's fiscal year to all Councillors of the Society, which report shall contain the following information in appropriate detail:

- A. the assets and liabilities, including the trust funds, of the Society as of the end of the fiscal year.
- B. the principal changes in assets and liabilities, including trust funds, during the fiscal year;
- C. the revenue or receipts of the Society, both unrestricted and restricted to particular purposes, for the fiscal year;
- D. the expenses or disbursements of the Society, for both general and restricted purposes, during the fiscal year;

9 Definitions

9.1 Definitions and miscellaneous matters

9.1.1 "Casting Vote" means a second vote bestowed upon an individual for the sole purpose of tie-breaking.

9.1.2 "Constitution" refers to the current constitution of Science Fiction & Fantasy Conventions of New Zealand Incorporated, as amended.

9.1.3 "Council" refers only to the Council of Science Fiction & Fantasy Conventions of New Zealand Incorporated.

9.1.4 "Notice" refers to any form of notice: personal, telephone, physical mail, email, or web posting.

9.1.5 "Officers" refers only to the positions of President, Secretary, and Treasurer of Science Fiction & Fantasy Conventions of New Zealand Incorporated.

9.1.6 "President" refers only to the President of Science Fiction & Fantasy Conventions of New Zealand Incorporated.

9.1.7 "Secretary" refers only to the Secretary of Science Fiction & Fantasy Conventions of New Zealand Incorporated.

9.1.8 "Society" refers only to Science Fiction & Fantasy Conventions of New Zealand Incorporated.

9.1.9 "Treasurer" refers only to the Treasurer of Science Fiction & Fantasy Conventions of New Zealand Incorporated, except where specifically noted otherwise.

9.1.10 "Written Notice" means written communication by physical or electronic means (including email, and website posting).

10 Standing Rules

10.1 Standing Rule 1

10.1.1 Unless otherwise provided by resolution or instructions, Chairs of Standing Committees shall have authority to appoint members to, and discharge members from, their committees.

10.2 Standing Rule 2

10.2.2 The motion to postpone definitely is allowed at all meetings. No motion may be postponed beyond the next regular meeting.

11 Appendix

11.1 Appendix 1— Council Timelines

11.1.1 The timeline for an AGM is as follows:

- A. At least 28 days out— Notice of time, date, and location of meeting shall be issued.
- B. 28 days out— The Call for nominations to the Council shall be issued.
- C. 21 days out— Deadline for Member's Motion to be requested
- D. 14 days out— Nominations to the Council close.
- E. 14 days out— Meeting Papers must be sent, these papers include:
 - a. an agenda detailing business to be conducted at the AGM;
 - b. minutes of the previous Society meeting(s);
 - c. the President's Report on the Society's operations;
 - d. the Treasurer's Report on the finances of the Society;
 - e. the Treasurer's Annual Financial Statements as approved by Council;
 - f. notice of any motions including information on the motion and the Council's recommendations about those motions; and
 - g. any other documentation that will aid the members of the Society in conducting the business of the AGM.
- F. 7 days out— The list of Nominees to the Council and the information they provided about themselves (not to exceed 400 words each) shall be issued.

11.1.1 The timeline for an SGM is as follows:

- A. 14 days out— Notice of time, date, and location of meeting shall be issued.
- B. 7 days out— Meeting Papers must be sent, these papers include:
 - a. an agenda detailing business to be conducted at the SGM;
 - b. notice of any motions including information on the motion and the Council's recommendations about those motions; and
 - c. any other documentation that will aid the members of the Society in conducting the business of the AGM.

11.1.1 The timeline for a Regular Council Meeting is as follows:

- A. 28 days out— President notifies secretary of time, date, and location of meeting.
- B. 21 days out— Notice of time, date, and location of meeting shall be issued.
- C. 14 days out— Notify Secretary of any business to be conducted.
- D. 7 days out— Secretary must send agenda to all Council members.
- E. 7 days after— Secretary sends minutes to Council members for approval.
- F. 14 days after— Secretary makes minutes available to all Society members.

11.1.1 Other important timings are as follows:

- A. 90 days— For an annual report to be published from the End of Year.
- B. 28 days— For the Council to ratify the appointment of the Chair of a Standing Committee.
- C. 21 days— For a special Council meeting to be held after proper notice.
- D. 7 days— For Society members to be notified of a change in membership rates.
- E. 7 days— For Society members to notify the Secretary of a change of address
- F. 7 days— For Registrar of Incorporated Societies to be notified of a change of address for the Society.
- G. 2 days— For an e-vote to be called for after proper notice.

11.2 Appendix 2— Registrar of Incorporated Societies

11.2.1 The Registrar of Incorporated Societies will be kept updated with:

- A. annual financial statements upon their approval by the Core members at an AGM, or
- B. advice of any change to the registered address or
- C. advice of any change to the constitution of the Society

12 Endorsement

12.1 Bylaws Endorsement

12.1.1 We, the undersigned, are the persons named as the initial Council Members in these bylaws, and, pursuant to the authority granted to the Council by these bylaws to take action by unanimous written consent without a meeting, as is allowed in these bylaws, hereby adopt the foregoing bylaws, consisting of twelve (12) pages, as the bylaws of this Society.

Seat 1 Daniel Spector danjite@gmail.com

Seat 2 Lynelle Howell lynelle.howell@gmail.com

Seat 3 Harry Musgrave hhmusgrave@gmail.com

Seat 4 Raewyn Nevin raewynnevin@gmail.com

Seat 5 Anton Reinauer me@ants.name

Seat 6 Andrew Adams aaa@meiji.ac.jp

Seat 7 Vacant

Seat 8 Ross Younger crazyscot@gmail.com
