

<b>Date</b>	23 November, 2018, 6.15pm
<b>Prepared By</b>	Stephanie Sew Hoy
<b>Attendees</b>	Stephanie Sew Hoy, Chris Weir, Kelly Tonkin, Eric Mouhica, Heather Libeau-Dow, Jean-Marie Alleaume, Justine Lee, Diane Beaufils, Prue Gardiner, Hugh Webber, Lydia Alleaume, Andy Smith, Liz Tonkin, AF staff and guests
<b>Apologies</b>	Fiona Bain, Alex Summerlee, Sarah Armstrong, Cecile Upton, Ann Thompson
<b>Proxy votes</b>	Fiona Bain, Alex Summerlee, Sarah Armstrong, Cecile Upton, Ann Thompson
<b>Meeting</b>	Alliance Française Special General Meeting
<b>Purpose</b>	Minutes

The notice of the meeting was sent through the e-newsletter and was available on the Alliance Française Christchurch website since 8 November, 2018.

## 1. Introduction

Welcome from the President

Members of the Executive Committee introduced themselves.

The President called for apologies and requested a motion to accept the apologies. Chris Weir proposed the motion, and Jean-Marie Alleaume seconded the motion.

All members present were in favour of the motion. No abstentions. No one against. Motion passed.

The President explained that the purpose of the meeting was to make changes to the Constitution and Rules to make it more manageable.

## 2. Change required to the current Constitution and Rules

Chris Weir gave an explanation of the changes required to the current Constitution and Rules. The details are in the Notice of the Meeting in the Appendix.

The Executive Committee decided and it was resolved at the 2017 Annual General Meeting, to move the annual financial year end from September 30 to December 31, to align with the academic year. As a consequence the Annual General Meeting needs to move to later in the year. Also the

requirement to have two Vice Presidents seems unnecessary. In addition, there is a typo in the title of Article 17 that needs to be corrected.

### **Motion proposed**

#### RESOLUTION

1. THAT Article 18A of the Constitution be deleted and substituted in its entirety by the following:

#### **“A Annual General Meetings**

The Annual General Meeting of the Society is to be summoned no later than five months after the Society’s balance date. The business to be transacted at the Annual General Meeting is:

- (a) To approve the Minutes of the previous Annual General Meeting.
- (b) Receive from the Executive Committee a Report, Balance Sheet and Reviewed Statement of Accounts for the preceding financial year.
- (c) Elect the Officers and Members of the Executive Committee as provided by these Rules.
- (d) Elect a Reviewing Accountant.
- (e) Consider and decide any other matter which may properly be brought before the Meeting.”

Motion was put forward by Chris Weir to approve that Article 18A of the Constitution be deleted and entirely replaced. Seconded by Eric Mouhica

All members present and proxies voted in favour. No one against. Motion passed.

#### RESOLUTIONS

2. THAT Articles 12(a), (b) and (c) of the Constitution of the Society be deleted in their entirety and substituted by the following:

“(a) Society is to have the following Officers and Members elected at each Annual General Meeting—

- (i) A President;
  - (ii) A Vice President;
  - (iii) A Secretary;
  - (iv) A Treasurer;
  - (v) A minimum of four (4) and a maximum of eight (8) ordinary members
- (b) A Reviewing Accountant who is not a Member of the Executive Committee is to be appointed to conduct a review of the books and accounts of the Society. Such Reviewing Accountant is to be appointed by and at each Annual General Meeting. The Reviewing Accountant is to have full right of access to the books, accounts, vouchers and online accounting systems of the Society and is entitled to require from the Officers of the Society and Executive Committee such information and explanations as are necessary for the fulfilment of his or her duty. The Executive Committee may fill any casual vacancy in the office of Reviewing Accountant.
- (c) A person may hold more than position except that the Reviewing Accountant is not entitled to hold any other office.”

Motion was put forward by Chris Weir to approve that Article 12(a), (b) and (c) be deleted and replaced. Motion was seconded by Kelly Tonkin.

All members present and proxies voted in favour. No one against. Motion passed.

3. THAT the Title of Article 17 be deleted and substituted in its entirety by the following:

**“PROCEEDINGS AT MEETINGS OF THE EXECUTIVE COMMITTEE”**

Motion was put forward by Chris Weir to approve that the title of Article 17 of the Constitution be deleted and replaced. Motion was seconded by Heather Libeau-Dow.

All members present and proxies voted in favour. No one against. Motion passed.

**3. Other business**

No other business was raised by the members.

Meeting closed at 6.26pm

## Appendix

### ALLIANCE FRANCAISE CHRISTCHURCH

#### Notice of Special Meeting

Notice is hereby given that a special meeting of members of Alliance Francaise Christchurch will be held at 275 Cashel Street, Units 4&5, Christchurch 8011 on Friday, 23 November, 2018 at 6.15pm.

#### BUSINESS TO BE TRANSACTED

The business of the meeting will be to consider and, if thought fit, to pass the following resolutions which are resolutions passed by a two thirds majority of Members entitled to vote and voting on each resolution.

#### RESOLUTIONS

4. THAT Article 18A of the Constitution be deleted and substituted in its entirety by the following:

##### “A Annual General Meetings

The Annual General Meeting of the Society is to be summoned no later than five months after the Society's balance date. The business to be transacted at the Annual General Meeting is:

- (f) To approve the Minutes of the previous Annual General Meeting.
- (g) Receive from the Executive Committee a Report, Balance Sheet and Reviewed Statement of Accounts for the preceding financial year.
- (h) Elect the Officers and Members of the Executive Committee as provided by these Rules.
- (i) Elect a Reviewing Accountant.
- (j) Consider and decide any other matter which may properly be brought before the Meeting.”

5. THAT Articles 12(a), (b) and (c) of the Constitution of the Society be deleted in their entirety and substituted by the following:

“(a) Society is to have the following Officers and Members elected at each Annual General Meeting—

- (i) A President;
  - (ii) A Vice President;
  - (iii) A Secretary;
  - (iv) A Treasurer;
  - (v) A minimum of four (4) and a maximum of eight (8) ordinary members
- (d) A Reviewing Accountant who is not a Member of the Executive Committee is to be appointed to conduct a review of the books and accounts of the Society. Such Reviewing Accountant is to be appointed by and at each Annual General Meeting. The Reviewing Accountant is to have full right of access to the books, accounts, vouchers and online accounting systems of the Society and is entitled to require from the Officers of the Society and Executive Committee such information and explanations as are necessary for the fulfilment of his or her duty. The Executive Committee may fill any casual vacancy in the office of Reviewing Accountant.
  - (e) A person may hold more than position except that the Reviewing Accountant is not entitled to hold any other office.”

6. THAT the Title of Article 17 be deleted and substituted in its entirety by the following:

**“PROCEEDINGS AT MEETINGS OF THE EXECUTIVE COMMITTEE”**

BY ORDER OF THE EXECUTIVE COMMITTEE



Stephanie Sew Hoy  
President

DATED: 8 November, 2018

**EXPLANATORY NOTES**

1. Members will recall that on 30 April, 2017, the Society voted to change the annual requirement that audited accounts be produced. As a consequence Article 20 was amended to provide that reviewed accounts are to be produced. This is in compliance with applicable legislation.
2. A consequential amendment to Article 18A is now required as the Executive Committee has determined that its annual financial year will now end on 31st December. The rationale behind this change is to ensure a better alignment with the New Zealand academic year. Therefore, the proposed replacement to Article 18A states that the Annual General Meeting is to occur within five months of each balance date.
3. A further consequential amendment in regard to Article 12 is required to reflect the change to reviewed accounts and the appointment of a reviewing accountant as opposed to an auditor.
4. At present the Constitution of Alliance Française de Christchurch Article 12(a) stipulates two Vice Presidents to be elected at each Annual General Meeting. The likelihood that either the President or Vice-President is unavailable is rare, therefore the need to have a second Vice-President is redundant.
5. It is appropriate to correct the spelling mistake in the Title to Article 17.

**VOTING**

1. Every member who has paid his or her subscription for the current year is entitled to vote in person or by proxy. (Article 18D).
2. The quorum for the proposed meeting is 15 members entitled to vote (Article 18E).
3. A special general meeting can be called at least 7 clear days prior to the date appointed for such a meeting (Article 18C(b)).
4. Article 26(a) of the Constitution permits the alteration of the constitution and rules of the society by a resolution passed by a two thirds majority of members present in General Meeting.