

Constitution of Hutt Valley Orchestra Incorporated

The Society

1. Name

- 1.1. The name of the society is **Hutt Valley Orchestra Incorporated** (in this constitution referred to as the 'Society').

2. Charitable Status

- 2.1. The Society is registered as a charitable entity under the Charities Act 2005.

3. Registered Office

- 3.1. The Registered Office of the Society shall be in Wellington at a place determined by the Committee. Changes to the Registered Office shall immediately be notified to the Registrar of Incorporated Societies in a form and as required by the Statute.

4. Purpose of the Society

- 4.1. The Society is established and maintained exclusively for charitable purposes to benefit the community. Its purpose is to promote and encourage orchestral music, improve our musicianship, and entertain and inspire our audiences by:
- a. providing an opportunity for orchestral instrument players of all ages and levels in greater Wellington to play, enjoy and perform music;
 - b. fostering the development of musicians of all ages;
 - c. providing a fun and enjoyable environment that caters for the musicians that play with us;
 - d. entertaining and educating the general public and in particular the Hutt Valley area through a range of performances each year;
 - e. promoting, encouraging and conducting music workshops;
 - f. doing anything necessary or helpful to the above purposes.
- 4.2. The Society runs a symphonic orchestra that provides an opportunity for musicians of different ages and levels to participate. The Society's operating model is set out in bylaws that fit within the scope of these rules.
- 4.3. Pecuniary gain is not a purpose of the Society. Any income, benefit, or advantage must be used to advance the charitable purposes of the Society.

Society Membership

5. Minimum number of members

- 5.1. The Society shall maintain the minimum number of Members required by the Act.

6. Types of Members

- 6.1. A Member of the Society is an individual admitted to membership under these Rules who has not ceased to be a Member.
- 6.2. There are two classes of membership, collectively referred to as Members. They are:
 - a. Playing Members who play an instrument in the Society's orchestra and pay subscriptions and fees as set out in Rule 9;
 - b. Non-playing Members who support the Society either financially or non-financially and pays subscriptions and fees. A Non-playing Member shall have all the rights and privileges of a Member and shall be subject to all the same duties as a Member.
- 6.3. A minor under the age of 18 may be a Member but shall have no voting rights. However, such a minor may nominate a person over the age of 18, such as a parent or guardian, as a proxy with voting rights.
- 6.4. The Committee may appoint any suitable person to Life Membership of the Society. Such membership will entitle the life member to benefits as decided by the Committee from time to time.

7. Becoming a Member

- 7.1. Every applicant for membership must consent in writing to becoming a Member. An applicant for membership must complete and sign an application form, and supply any information required by the Committee
- 7.2. The Committee may accept or decline an application for membership. The Committee must advise the applicant of its decision (but is not required to provide reasons for that decision). The Committee's decision shall be final.

8. Obligations and rights

- 8.1. All Members shall:
 - a. promote the interests and purposes of the Society and shall do nothing to bring the Society into disrepute;
 - b. treat all other Members with respect; and
 - c. provide the Society with their name and requested contact details and promptly advise the Society of any changes to those details.
- 8.2. In addition, Playing Members shall:
 - a. attend punctually all rehearsals and engagements they are required at unless special circumstances arise;
 - b. inform us if they are going to be absent; and
 - c. pay their annual subscription
- 8.3. Membership does not confer on any Member any right, title, or interest (legal or equitable) in the property of the Society.

- 8.4. A Member is only entitled to exercise the rights of membership (including attending and voting at General Meetings) if all subscriptions and any other fees have been paid to the Society by the due date.

9. Subscriptions and fees

- 9.1. The annual subscription and any other fees for membership for each calendar year shall be set by resolution of a General Meeting.
- 9.2. The Committee may agree to reduce or waive the fee for a Playing Member due to financial need, part-year availability, or other special circumstances.
- 9.3. Any Member failing to pay the required fees within one calendar month of the date they were due shall be considered as unfinancial and shall (without being released from the obligation of payment) have no membership rights and shall not be entitled to participate in any Society activity or to access or use the Society's premises, facilities, equipment and other property until all the arrears are paid. If such arrears are not paid within two months of the due date for payment of the subscription, any other fees or levy, the Committee may terminate the Member's membership (without being required to give prior notice to that Member).

10. Ceasing to be a member

- 10.1. A Member ceases to be a Member by resignation by notice to the Secretary, or on termination of a Member's membership following a dispute resolution process under these Rules.
- 10.2. Cessation of membership takes effect from the date of receipt by the Secretary, or any subsequent date stated in the notice of resignation, or termination of membership following a dispute resolution process under these Rules.

11. Obligations on resignation

- 11.1. A Member who resigns or whose membership is terminated under these Rules:
- a. remains liable to pay all subscriptions and other fees incurred to the end of the calendar year;
 - b. shall return to the Society all materials provided to Members by the Society (e.g. instruments, folders, music) within 7 days of ceasing to be a Member; and
 - c. remains liable for any loss, damage or non-return of Society property.

Becoming a member again

- 11.2. Any former Member may apply for re-admission in the manner prescribed for new applicants and may be re-admitted only by resolution of the Committee.
- 11.3. However, if a former Member's membership was terminated following a dispute resolution process, the applicant may be re-admitted only by a General Meeting on recommendation of the Committee.

Management of the Society

12. Managing Committee

12.1. The Society shall have a managing committee ('the Committee') which will consist of at least 5 people who are financial Members of the Society, and not disqualified by these Rules or the Act (see **Appendix 1** for Act requirements).

12.2. The Committee will include:

- a. a President,
- b. a Secretary
- c. a Treasurer
- d. such other Members as the Society shall decide up to a maximum of 7 in addition to the President, Secretary and Treasurer..

12.3. The Officers of the Society are the President, the Treasurer, and the Secretary.

12.4. The Society's Music Director is not automatically a Committee Member but shall attend those parts of the Committee Meetings relating to the music direction of the society including performances and future schedules. The Music Director can stand for election to the Committee.

13. Appointment of Committee Members

13.1. Prior to election or appointment, every nominee must consent in writing to be a Committee Member and certify in writing that they are not disqualified from being appointed or holding office as a Committee Member by these Rules or the Act. The criteria for Committee Eligibility are in **Appendix 1**.

13.2. The election of Committee Members shall be conducted as follow:

- a. Committee Members shall be elected during Annual General Meetings.
- b. Nominations for members of the Committee shall be called for at least 14 days before an Annual General Meeting.
- c. Each candidate shall be proposed and seconded in writing by Members and the completed nomination delivered to the Secretary at least 5 Clear Days before the date of the Annual General Meeting. Each nomination must be accompanied by the written consent of the nominee (who must be a Member) with a certificate that the nominee is not disqualified from being appointed or holding office as a Committee Member by these Rules or the Act. If there are insufficient valid nominations received, further nominations may be received from the floor at the Annual General Meeting.
- d. All retiring member of the Committee shall be eligible for re-election.
- e. Votes shall be cast in such a manner as the person chairing the Meeting determines.

- f. Two Members (who are not nominees) shall act as scrutineers for the counting of the votes and destruction of any voting papers.
- g. The failure for any reason of any Member to receive Notice of the Annual General Meeting shall not invalidate the election.
- h. In the event of any vote being tied, the tie shall be resolved by the incoming Committee (excluding those in respect of whom the votes are tied).
- i. If the position of any Officer becomes vacant between Annual General Meetings, the Committee may appoint another Committee Member to fill that vacancy until the next Annual General Meeting.
- j. If a vacancy in the position of any Committee Member occurs between Annual General Meetings, that vacancy shall be filled by resolution of the Committee (and any such appointee must, before appointment, supply a signed consent to appointment and a certificate that the nominee is not disqualified from being appointed or holding office as a Committee Member by these Rules or the Act).

14. Term

- 14.1. The term of office for all Committee Members runs from the date of their election or co-option until the end of the next Annual General Meeting.

15. Cessation of Committee membership

- 15.1. A Committee Member shall be deemed to have ceased to be a Committee Member if that person ceases to be a Member. Each Committee Member shall within 7 Clear Days of submitting a resignation or ceasing to hold office, deliver to the Secretary all books, papers and other property of the Society held by such former Committee Member.

Removal

- 15.2. If any Committee Member is absent from three consecutive meetings without leave of absence the President may declare that person's position to be vacant.
- 15.3. Where a complaint is made about the actions or inaction of a Committee Member, the Committee Member who is the subject of the complaint, must be advised of all details of the complaint and be given adequate time to prepare a response. Both the complainant and the Committee Member who is the subject of the complaint, must be given an adequate opportunity to be heard, either in writing or at an oral hearing by the Committee. Any oral or written statement or submissions shall be considered by the Committee (excluding the Committee Member who is the subject of the complaint). If the complaint is upheld the Committee Member may be removed from the Committee by a resolution of the Committee or of a General Meeting, in either case passed by a simple majority of those present and voting.

Role of the Committee

15.4. From the end of each Annual General Meeting until the end of the next, the Society shall be governed by the Committee, which shall be accountable to the Members for the advancement of the Society's purposes and the implementation of resolutions approved by any General Meeting.

15.5. The role of the Committee is to:

- a. Administer, manage, and control the Society including the Society's web site.;
- b. Carry out the purposes of the Society, and use money or other assets to do that;
- c. Manage the Society's financial affairs, including approving the annual financial statements for presentation to the Members at the Annual General Meetings;
- d. Set accounting policies in line with generally accepted accounting practice;
- e. Delegate responsibility and co-opt members where necessary;
- f. Ensure that all Members follow the Rules;
- g. Decide how a person becomes a Member, and how a person stops being a Member;
- h. Decide the times and dates for Meetings, and set the agenda for Meetings;
- i. Decide the procedures for dealing with complaints;
- j. Recommend the level of the annual subscription to the Annual General Meeting;
- k. Make regulations and bylaws;
- l. The Committee may enter into contracts as to remuneration and conditions of employment of the Music Directors as it sees fit provided any payments are reasonable reward for the service performed.

15.6. The Committee has all of the powers of the Society, unless the Committee's power is limited by these Rules, or by a majority decision of the Society.

15.7. All decisions of the Committee shall be by a majority vote. In the event of an equal vote, the President shall have a casting vote, that is, a second vote.

15.8. Decisions of the Committee bind the Society unless the Committee's power is limited by these Rules or by a majority decision of the Society.

16. Roles of Committee Members

16.1. The President is responsible for:

- a. Ensuring that the Rules are followed;
- b. Convening Meetings and establishing whether or not a quorum (half of the Committee) is present;
- c. Chairing Meetings, deciding who may speak and when;
- d. Overseeing the operation of the Society; and

- e. Providing a report on the operations of the Society at each Annual General Meeting.

16.2. The Secretary is responsible for:

- a. Recording the minutes of meetings;
- b. Keeping the Register of Members;
- c. Holding the Society's records, documents, and books except those required for the Treasurer's function;
- d. Receiving and replying to correspondence as required by the Committee; and
- e. Advising the Registrar of Incorporated Societies of any rule changes.

16.3. The Treasurer is responsible for:

- a. Keeping proper accounting records of the Society's financial transactions to allow the Society's financial position to be readily ascertained;
- b. Providing financial information to the Committee as the Committee determines;
- c. Preparing annual financial statements for presentation at each Annual General Meeting;
- d. Preparing and filing statements as required by the acts that govern an Incorporated Society with charitable status; and
- e. Overseeing the collection of subscriptions.

16.4. The Society's Music Director is responsible for:

- a. Working constructively and positively with the Society's Committee, and Members, and each other to ensure the purpose of the Society is realised and that the needs of the Members of the Society are met;
- b. Providing musical direction.
- c. Regularly attending rehearsals;
- d. Planning, coordinating and directing weekly orchestra rehearsals and public performances;
- e. Appointing, in conjunction with the Committee, alternative Conductors as required;
- f. Creating a positive and supportive environment for players;
- g. Assisting Members to ensure they perform well and develop;
- h. Developing positive working relationships with Members;
- i. In conjunction with the Committee providing concert programmes of the proposed music at the start of the year;
- j. Providing a brief annual report, and
- k. Performing other tasks as agreed with the Committee to further the goals of the Society.

17. Committee Meetings

- 17.1. The Committee shall meet as required and determined by the President at such times and places and in such manner (including by audio, audio and

visual, or electronic communication) as it may determine and otherwise where and as convened by the President or Secretary.

17.2. No Committee Meeting may be held unless at least half of the Committee Members attend.

17.3. The President shall chair Committee Meetings, or if the President is absent, the Committee shall elect a Committee Member to chair that meeting.

17.4. Decisions of the Committee shall be by majority vote.

17.5. The President or person acting as President has a casting vote, that is, a second vote.

17.6. Only Committee Members present at a Committee Meeting may vote at that Committee Meeting.

17.7. Subject to these Rules, the Committee may regulate its own practices.

17.8. The President or their nominee shall adjourn the meeting if necessary.

18. Committee Members' Duties

18.1. At all times each Committee Member:

- a. shall act in good faith and in what he or she believes to be the best interests of the Society;
- b. must exercise all powers for a proper purpose;
- c. must not act, or agree to the Society acting, in a manner that contravenes the Statute or this Constitution;
- d. when exercising powers or performing duties as a Committee Member, must exercise the care and diligence that a reasonable person with the same responsibilities would exercise in the same circumstances taking into account, but without limitation, the nature of the Society, the nature of the decision, and the position of the Committee Member and the nature of the responsibilities undertaken by them;
- e. must not agree to the activities of the Society being carried on in a manner likely to create a substantial risk of serious loss to the Society or to the Society's creditors, or cause or allow the activities of the Society to be carried on in a manner likely to create a substantial risk of serious loss to the Society or to the Society's creditors; and
- f. must not agree to the Society incurring an obligation unless they believe at that time on reasonable grounds that the Society will be able to perform the obligation when it is required to do so.

19. Powers

19.1. Subject to these Rules and any resolution of any General Meeting the Committee may:

- a. exercise all the Society's powers, other than those required by the Act or by these Rules to be exercised by the Society in General Meeting; and
- b. enter into contracts on behalf of the Society or delegate such power to a Committee Member, sub-committee, employee, or other person.

20. Sub-committees

20.1. The Committee may appoint sub-committees consisting of such people (whether or not Members of the Society) and for such purposes as it thinks fit. Unless otherwise resolved by the Committee:

- a. the quorum of every sub-committee is half the members of the sub-committee,
- b. no sub-committee shall have power to co-opt additional members,
- c. a sub-committee must not commit the Society to any financial expenditure without express authority, and
- d. a sub-committee must not further delegate any of its powers.

21. Conflicts of interest

21.1. A member of the Committee with an actual or perceived conflict of interest shall, as soon as practicable, disclose details of the nature and extent of the interest (including any monetary value of the interest if it can be quantified):

- a. to the Committee and/or sub-committee; and
- b. in an interests register kept by the Committee.

21.2. A member of the Committee and/or sub-committee who is interested in a matter will remove themselves from any discussion or decision making on that matter.

21.3. Where 50 per cent or more of Committee Members are prevented from voting on a matter because they are interested in that matter, a Special General Meeting must be called to consider and determine the matter.

Society Meetings

22. Annual General Meetings

22.1. An Annual General Meeting shall be held once a year on a date and at a location determined by the Committee and consistent with any requirements in the Act, and the Rules relating to the procedure to be followed at General Meetings.

22.2. The business of an Annual General Meeting shall be to:

- a. confirm the minutes of previous Society Meeting(s);
- b. adopt the annual report on Society business;
- c. adopt the Treasurer's report on the finances of the Society, and the annual financial statements;
- d. elect a Committee;
- e. consider any motions; and
- f. consider any general business.

22.3. At each Annual General Meeting the Committee must present the following information:

- a. an annual report on the affairs of the Society during the most recently completed accounting period,
- b. the annual financial statements for that period, and
- c. notice of any disclosures of conflicts of interest made by Committee Members during that period (including a brief summary of the matters, or types of matters, to which those disclosures relate).

23. Special General Meetings

23.1. Special General Meetings may be called at any time by the Committee by resolution. The Committee must call a Special General Meeting if the Secretary receives a written request signed by at least 10 per cent of financial Members. Any resolution or written request must state the business that the Special General Meeting is to deal with.

23.2. The Rules relating to the procedure to be followed at General Meetings shall apply to a Special General Meeting, and a Special General Meeting shall only consider and deal with the business specified in the Committee's resolution or the written request by Members for the Meeting.

24. Procedure

24.1. The Committee shall give all members at least 14 clear days' notice of any General Meeting and of the business to be conducted at that General Meeting. The General Meeting and its business will not be invalidated simply because one or more Members do not receive the Notice.

24.2. All Members may attend, speak and vote at General Meetings in person, or by a signed original written proxy received by, or handed to, the Secretary

before the commencement of the General Meeting. The position related to Members who are minors under 18 is set out in Rule 6.3.

- 24.3. Any Member may request that a motion be voted on ('Member's Motion') at a General Meeting, by giving notice to the Secretary at least 5 clear days before that meeting. The Member may also provide information in support of the motion ('Member's Information').
- 24.4. No General Meeting may be held unless at least 20 eligible Members attend. This will constitute a quorum.
- 24.5. If, within half an hour after the time appointed for a meeting a quorum is not present, the meeting – if convened upon request of Members – shall be dissolved; in any other case it shall stand adjourned to a day, time and place determined by the President of the Society. If a quorum is not present at the adjourned meeting those present in person or by proxy shall be deemed to constitute a sufficient quorum. Any decisions made when a quorum is not present are not valid.
- 24.6. General Meetings may be held at one or more venues using any real-time audio, audio and visual, or electronic communication that gives each member a reasonable opportunity to participate.
- 24.7. All General Meetings shall be chaired by the President. If the President is absent, the meeting shall elect another Committee Member to chair that meeting.
- 24.8. In the event of a tied vote, any person chairing a General Meeting has a casting vote.
- 24.9. Any person chairing a General Meeting may:
 - a. With the consent of that General Meeting adjourn the General Meeting from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
 - b. Direct that any person not entitled to be present at the Meeting, obstructing the business of the Meeting, behaving in a disorderly manner, being abusive, or failing to abide by the directions of the chairperson be removed from the Meeting, and
 - c. In the absence of a quorum or in the case of emergency, adjourn the Meeting or declare it closed.
- 24.10 The appointment of a Music Director will be by a majority vote of members at a General or Special meeting. Subject to a majority vote at a General or Special meeting the Music Director can have his or her appointment cancelled with the giving of three months' notice.
- 24.11 Minutes must be kept by the Secretary of all General and Special Meetings.

Money and other assets of the society

25. Use of Money and Other Assets

25.1. The Society may only Use Money and Other Assets if:

- a. It is for a purpose of the Society;
- b. It is not for the sole personal or individual benefit of any Member; and
- c. That use has been approved by either the Committee or by majority vote of the Society.

26. Control and management

26.1. The funds and property of the Society shall be:

- a. controlled, invested and disposed of by the Committee, subject to these Rules, and
- b. devoted solely to the promotion of the purposes of the Society.

26.2. The Committee shall ensure that proper and accurate books, accounts and records are kept.

26.3. At the end of each year the Committee shall prepare a report of the activities of the Society during the year along with a balance sheet and statement of accounts for presentation at the Annual General Meeting and be open for discussion.

26.4. The Treasurer shall prepare and file statements as required by the acts that govern an Incorporated Society with charitable status.

27. Balance date

27.1. The Society's financial year shall commence on 1 January of each year and ends on 31 December, the latter date being the Society's balance date.

28. Additional Powers

28.1. The Society may:

- a. contract people for the purposes of the Society;
- b. exercise any power a trustee might exercise; and
- c. invest in any investment that a trustee might invest in.

28.2. The Society has the power to borrow money

29. Assurance on the Financial Statements

29.1. The Treasurer shall prepare financial statements as required by the acts governing an Incorporated Society with charitable status for review by the Committee before they are filed.

Administrative Matters

30. Register of Members

- 30.1. The Secretary shall keep an up-to-date Register of Members, recording for each Member their name, contact details, the date they became a Member, whether the Member is a Playing Member or a Non-playing member, whether the Committee has agreed to a reduced fee, and any other information required by these Rules or prescribed by Regulations under the Act.
- 30.2. Every Member shall promptly advise the Secretary of any change of their contact details.
- 30.3. With reasonable notice and at reasonable times, the Secretary shall make the Register of Members available for inspection by Members and Committee Members. However, no access will be given to information on the Register of Members to Members or any other person, other than as required by law.

31. Register of interests

- 31.1. The Secretary shall at all times maintain an up-to-date register of the interests disclosed by Committee Members.

32. Access to information

- 32.1. A Member may at any time make a written request to a society for information held by the society. The request must specify the information sought in sufficient detail to enable the information to be identified.
- 32.2. The Society must, within a reasonable time after receiving a request provide the information; or agree to provide the information within a specified period; or agree to provide the information within a specified period if the Member pays a reasonable charge to the Society (which must be specified and explained) to meet the cost of providing the information; or refuse to provide the information, specifying the reasons for the refusal.
- 32.3. Nothing in this Rule limits Information Privacy Principle 6 of the Privacy Act 1993.

33. Winding up

- 33.1. The Society may be wound up, or liquidated, or removed from the Register of Incorporated Societies in accordance with the provisions of the Act.
- 33.2. The Secretary shall give Notice to all Members of the proposed motion to wind up the Society, or remove it from the Register of Incorporated Societies and of the General Meeting at which any such proposal is to be considered, of the reasons for the proposal, and of any recommendations from the Committee in respect to such notice of motion.

33.3. Any resolution to wind up the Society or remove it from the Register of Incorporated Societies must be passed by a 75% majority of all Members present and voting.

33.4. If the Society is wound up, or liquidated, or removed from the Register of Incorporated Societies, no distribution shall be made to any Member, and if any property remains after the settlement of the Society's debts and liabilities, that property must be given or transferred to another organisation for a similar charitable purpose or purposes as defined in section 5(1) of the Charities Act 2005.

34. Alterations to the Rules

34.1. The Society may amend or replace these Rules at a General Meeting by a resolution passed by a two-thirds majority of those Members present and voting.

34.2. Any proposed motion to amend or replace these Rules shall be signed by at least 50 per cent of eligible Members (all Members except unfinancial Members) and given in writing to the Secretary at least 14 Clear Days before the General Meeting at which the motion is to be considered. The motion shall be accompanied by a written explanation of the reasons for the proposal.

34.3. At least 7 Clear Days before the General Meeting at which any amendment is to be considered the Secretary shall give to all Members notice of the proposed motion, the reasons for the proposal, and any recommendations the Committee has.

34.4. When an amendment is approved by a General Meeting it shall be provided to Charities Services within three months of the date of the amendment.

35. Common seal

35.1. The common seal of the Society must be kept in the custody of the Secretary

35.2. The common seal may be affixed to any document by:

- a. resolution of the Committee, and must be countersigned by two Committee Members or by one Committee Member and the President;
or
- b. by such other means as the Committee may resolve from time to time.

36. Bylaws to govern the Society

36.1. The Committee from time to time may make and amend bylaws, and policies for the conduct and control of Society activities and codes of conduct applicable to Members, but no such bylaws, policies or codes of conduct applicable to Members shall be inconsistent with the Act, regulations made under the Act, or these Rules.

37. Dispute resolution

37.1. Any grievance by a Member, and any complaint by anyone, is to be lodged by the complainant with the Secretary in writing and must provide such details as are necessary to identify the details of the grievance or complaint. All Members (including the Committee) are obliged to cooperate to resolve disputes efficiently, fairly, and with minimum disruption to the Society's activities.

37.2. The complainant raising a grievance or complaint, and the Committee, must consider and discuss whether a grievance or complaint may best be resolved through informal discussions, mediation or arbitration. Where mediation or arbitration is agreed on, the parties will sign a suitable mediation or arbitration agreement.

Act and Regulations

37.3. Nothing in this Constitution authorises the Society to do anything which contravenes or is inconsistent with the Statute, any regulations made under the Statute, or any other legislation.

Definitions

In these Rules, unless the context requires otherwise, the following words and phrases have the following meanings:

- **Act** means the Incorporated Societies Act 1908 or any Act which replaces it (including amendments to it from time to time), and any regulations made under the Act or under any Act which replaces it.
- **Clear Days** means complete days, excluding the first and last named days (for instance, excluding the date a Notice of meeting is posted or sent to Members and the date of the meeting).
- **Member** means a person properly admitted to the Society who has not ceased to be a member of the Society.
- **Rules** means the rules in this document.

Appendix 1: Committee Eligibility

The following persons are disqualified from being appointed or holding office as a Committee Member:

- a. a person who is under 18 years of age,
- b. a person who is an undischarged bankrupt,
- c. a person who is prohibited from being a director or promoter of, or being concerned or taking part in the management of, an incorporated or unincorporated body under the Companies Act 1993, the Financial Markets Conduct Act 2013, or the Takeovers Act 1993,
- d. a person who is disqualified from being a member of the Committee of a charitable entity under section 31(4)(b) of the Charities Act 2005,
- e. a person who has been convicted of any of the following, and has been sentenced for the offence, within the last 7 years:
 - i. an offence under subpart 6 of Part 4,
 - ii. a crime involving dishonesty (within the meaning of section 2(1) of the Crimes Act 1961),
 - iii. an offence under section 143B of the Tax Administration Act 1994,
 - iv. an offence, in a country other than New Zealand, that is substantially similar to an offence specified in subparagraphs (i) to (iii),
 - v. a money laundering offence or an offence relating to the financing of terrorism, whether in New Zealand or elsewhere,
- f. a person subject to:
 - i. an order under section 108 of the Credit Contracts and Consumer Finance Act 2003; or
 - ii. a forfeiture order under the Criminal Proceeds (Recovery) Act 2009; or
 - iii. a property order made under the Protection of Personal and Property Rights Act 1988, or whose property is managed by a trustee corporation under section 32 of that Act.