

# Body Positive – New Zealand

**1. The name of the Society shall be BODY POSITIVE – NEW ZEALAND INCORPORATED. TINANA ORA – AOTEAROA shall be the reo Māori equivalent and will accompany the name wherever possible.**

## 2. REGISTERED OFFICE

The Registered Office of the Society shall be Body Positive House Auckland, New Zealand or at any other place in Aotearoa New Zealand as decided by the elected Board Members of the Society.

### Definitions

In these rules, unless the context otherwise requires:

**Society** means Body Positive New Zealand /Tinana ora Aotearoa Incorporated.

**Board** means the elected/appointed Members of the Annual General Meeting or as determined by a Postal Vote election to oversee the affairs of the society.

**Officers of the Board** shall consist of the Chairperson, Deputy Chairperson, Treasurer and Secretary.

**Manager** means the Chief Executive Officer appointed by the Board to manage the day to day affairs of the Society.

**Te Tiriti o Waitangi** refers to the Treaty of Waitangi, an accord signed between representatives and agencies of the British Crown and the Māori Chiefs of Aotearoa.

**He Korowai Oranga** refers to the Ministry of Health (2002) Strategy, which aligns with the Ottawa Charter (1986).

**HIV and AIDS** refers to the Human immunodeficiency virus infection (HIV) and acquired immune deficiency syndrome (AIDS).

**GIPA, MIPA and MIWA** are abbreviations that refer to the greater involvement of people living with HIV and AIDS (GIPA), the meaningful involvement of people living with HIV and AIDS (MIPA) and the meaningful involvement of women living with HIV and AIDS (MIWA). All are outcomes of the Denver Principles (1983), intended to ensure the equitable inclusion of people living with HIV and AIDS in decisions affecting their wellbeing.

## 3. PRINCIPLES

Body Positive New Zealand /Tinana Ora Aotearoa Incorporated is a group founded by and run for people living with HIV and AIDS

### VISION

The vision of Body Positive New Zealand /Tinana Ora Incorporated shall be: "All people living with HIV and AIDS are enabled to live fully productive lives, free from stigma and discrimination."

### MISSION

The mission of Body Positive New Zealand /Tinana Ora Incorporated will be: "Peer support and advocacy for people living with HIV and AIDS."

Furthermore, Body Positive New Zealand /Tinana Ora Incorporated firmly commits to uphold the Principles of the Te Tiriti o Waitangi. These affirm the Participation of Māori living with HIV and AIDS; Partnerships that are inclusive of Māori, and; the utilisation of strategies that offer ways to Protect Māori knowledge and resources, towards the well-being of people living with HIV and AIDS.

## 4. OBJECTS

The objects of the Society uphold the Principles of Te Tiriti o Waitangi, through the He Korowai Oranga Strategy which:

### Works across sectors –

- To advocate for people living with HIV and AIDS and to represent their views on issues affecting people living with HIV and AIDS.
- To raise funds for the maintenance of the Society and for the well-being of people living with HIV and AIDS.
- To invest such funds as decided by the Board in such securities as would be appropriate for the investment of trust funds.

### Ensures effective service delivery towards well-being –

- To provide such services to people with HIV and AIDS as the Society may from time to time determine including but not limited to the provision of a drop in centre, library references to medical services, mental health services training and workshops.
- To provide medical and clinical support and referrals as available and required.

### Supports whānau, hapū, iwi and community development -

- To support and facilitate peer support groups.
- To provide positive role models for people living with HIV and AIDS
- To provide support for further education of people living with HIV and AIDS including support for attendances at relevant conferences or workshops.
- To produce and provide educational material and to promote such education to people living with HIV and AIDS, their families and communities, and to people who are at risk of contracting HIV and AIDS.

### Supports Māori participation at all levels of the health and disability sector -

- To develop a diverse and inclusive community of people living with HIV, and AIDS giving physical, emotional, and psychological support to all people living with HIV and AIDS.

A commitment to the He Korowai Oranga Strategy also upholds the Principles of GIPA, MIPA and MIWA, to empower greater and more meaningful involvement of people living with HIV and AIDS in collective strategies towards well-being.

## 5. MEMBERSHIP

All persons living with HIV or AIDS who are citizens of Aotearoa New Zealand

or who are living permanently in Aotearoa New Zealand will automatically be entitled to a "FULL" membership with all the incumbent entitlement to vote at the Annual General Meeting and any such authorised Special General Meeting.

Any person not living with HIV and AIDS who supports the interests and principles of the Society will be entitled to be a "SUPPORT MEMBER", but will not be entitled to vote at any Annual General Meeting of Special General Meeting.

Membership lists will be confidential and accessible only to Officers and Staff of the Society. All people living with HIV and AIDS are entitled to use the facilities offered by the Society even if they are not formal members.

The Board can refuse or revoke Membership at its sole discretion.

## 6. ANNUAL GENERAL MEETINGS

An Annual General Meeting (AGM) will be held each year. Notice of the AGM shall be sent to all FULL Members who are entitled to vote. This notice shall be sent out at least three weeks prior to the Meeting. Such notice shall also accompany nomination forms for Members to nominate people to the Board, and Proxy Vote forms for FULL Members to exercise their right to vote. Only FULL Members shall be eligible for nomination as Board Members. The purpose of the AGM shall be to receive from the Chairperson/Treasurer/Manager a detailed analysis of the year's financial activities and to elect or confirm nominated Board Members.

There shall be up to 8 FULL Members on the Board.

If more nominations are received than there are positions available on the Board, the meeting will vote to either proceed with an election or defer to a postal vote to be held within the following three weeks.

A Quorum for the AGM shall be at least 25 FULL Members.

## 7. SPECIAL GENERAL MEETINGS

The Board may from time to time call for a Special General Meeting. The notice shall be sent out three weeks prior to the Meeting. Such notice shall accompany appropriate details to inform the Member as to the reason for the Meeting and Proxy Vote forms for FULL Members to exercise their right to vote.

The Board will call for a Special General Meeting if it receives a written requisition signed by a minimum of 25 FULL Members.

A Quorum for the SGM shall be at least 25 FULL Members.

## 8. BOARD

Those Members nominated or voted as a result of the AGM or any subsequent Postal Vote shall constitute the Members of the Board.

At the first meeting of the Board which will be notified within one calendar month of the AGM or declaration of Postal Vote election the Board will:

Elect from within their number a Chairperson, Deputy Chairperson, Treasurer, and Secretary.

The Board may make an external appointment for the positions of Treasurer and Secretary if it is deemed appropriate.

Through the Principles of GIPA, MIPA and MIWA and the affirm the aspirations towards collective wellbeing upheld through He Korowai Oranga, the Board shall give consideration to co-opting additional Members to the Board on the basis of:

*Regional representation*

*Gender representation*

*Māori representation*

*Body Positive Staff representation*

*Professional skills as may be required*

*Or any other person the Board may determine to assist in its duties.*

The Board will determine Voting rights for each co-option.

The Board will appoint a Chief Executive Officer (or any other title determined by the board) to be employed by the Board to manage the day to day affairs of the Society.

A Quorum for a Board meeting will be two thirds of the elected Board.

## 9. FUNDS

- The Board shall have charge of the funds of the Society which shall be held in a bank account at a bank designated for the purpose from time to time by the board.
- There shall be four authorised signatories for each bank account and any two of the four shall sign each transaction.
- The cheque books shall be kept in a secure place under the charge of the Chief Executive Officer.

## 10. COMMON SEAL

The Board shall have the safekeeping of the common seal which shall be affixed to a document on the resolution of the Board and countersigned by two Board members authorised for that purpose by the Board.

## 11. WINDING UP

'If upon the winding up or dissolution of the society there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid or distributed among members or the society but shall be given or transferred to some other charitable organisation or body having objects similar to the objects of the first organisation, or for some other charitable purpose within Aotearoa New Zealand.