

WATCH TOWER BIBLE AND TRACT SOCIETY OF NEW ZEALAND

RULES

The Rules of Watch Tower Bible and Tract Society of New Zealand are as follows:

1. THE name of the Association is "Watch Tower Bible and Tract Society of New Zealand".
2. THE objects of the Association are to advance the Christian religion as practiced by the body of Christian persons known as Jehovah's Witnesses by:—
 - (a) preaching publicly, from house to house and place to place, the gospel of God's Kingdom under Christ Jesus, unto all nations and peoples, as a witness to the name, word and supremacy of Almighty God Jehovah by the dissemination of Bible truths orally, written, and by the use of any other lawful means that are directly or indirectly conducive to the furtherance of the objectives of the Association—Matthew 24:14; 28:19, 20; Psalm 83:18;
 - (b) promote and spread by use of the printed page, audio, video and electronic recordings, its volunteers, or other means approved by the Association, ethical values and practical moral and spiritual values to guide families, including infants, adolescents, and the elderly enabling them to confront social problems that threaten their unity, and improving men, women and children intellectually and morally through the promotion of education in the Bible, and incidental scientific, historic, and literary subjects, and Christian missionary work, in New Zealand and throughout the world;
 - (c) authorising, appointing, preparing, supporting, maintaining and sending out from New Zealand to other nations volunteer religious missionaries, teachers and instructors in the Bible and Bible literature, and for public religious worship;
 - (d) without charge, arrange for translation, writing, printing, publishing, distributing and disseminating in New Zealand and throughout the world Bibles and religious literature of all kinds, and in various languages, to promote the Word of God and Scripture, as well as to expound on biblical, scientific, historic, social and educational issues (2 Timothy 3:16, 17). This material is translated from information supplied by and published under the direction of the ecclesiastical Governing Body of Jehovah's Witnesses;
 - (e) establishing printing facilities, receive and sent out printed publications and sound, video and electronic recordings, and supply other related items;
 - (f) importing and exporting Bibles, books, religious literature, and other religious material to accomplish the objectives of the Association;
 - (g) providing, supporting and maintaining buildings and works in New Zealand and throughout the world for the purposes of public worship, and the gratuitous housing, sheltering and boarding of its special full-time ministers of Jehovah's Witnesses, including ministers, missionaries, teachers and instructors;
 - (h) providing a means of living and appropriate care for its special full-time ministers of Jehovah's Witnesses and maintain one or more of their religious orders;
 - (i) providing accommodations, a means of living, and the necessities of life, free of charge during their schooling to those Jehovah's Witnesses who receive special training;



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- (j) providing all necessities for missionaries and to assign them to serve away from their home and outside the country;
- (k) dispensing spiritual and pastoral assistance, and incidental humanitarian relief by means of pecuniary or other assistance to necessitous persons in nations throughout the world; and
- (l) co-operating with and assisting any other association of Jehovah's Witnesses around the world, whether incorporated or not.

3. In furtherance of its religious objects, the Association may exercise, as it thinks fit, the following powers:

- (a) purchase or acquire, by any lawful means whatsoever, any real or personal property;
- (b) build, rent, lease, furnish, alter and maintain buildings and works;
- (c) develop and turn to account any land acquired by or in which the Association is interested;
- (d) accept and hold by lease, transfer, loan, hire, donation, exchange, devise, bequest, grant, or otherwise, any assets;
- (e) sell, exchange, donate, gift or otherwise dispose of any real or personal property;
- (f) execute mortgages, borrow money, or otherwise raise finance for the attainment of its religious objects, with or without security;
- (g) to accept, receive, or collect, and to hold, invest and re-invest donations and voluntary contributions of money, gifts, grants, subsidies, subscriptions, and legacies and to administer them, use them, dispose of them, or apply them in pursuit of its religious objects;
- (h) to open, operate, and close bank accounts;
- (i) to establish and maintain a fund for the holding of donations or gifts of money which are receipted and treated exclusively as not qualifying for a rebate of tax on behalf of the donor, under sections DB 32 or KC 5 of the Income Tax Act 2004, or amendments thereto, and to apply the same in pursuit of its religious objects;
- (j) to apply for and obtain incorporation as a Board under the provisions of the Charitable Trusts Act 1957, to operate exclusively in pursuit of its religious objects, and not for the pecuniary gain of any persons or person; and
- (k) to do any and all other lawful things as are incidental or conducive to the attainment of its religious objects.

REGISTERED OFFICE

4. THE registered office of the Association shall be situated at 198 Mahia Road, Manurewa.

MEMBERSHIP

5.

- (a) A member of the Association must serve as an elder and be in good standing in a congregation of Jehovah's Witnesses.

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- (b) Membership shall be as determined from time to time but shall be not less than 5 or more than 20.
 - (c) A person who qualifies under 5(a) for membership and has been recommended by the Committee established under clause 14 below ("Committee") shall be admitted to membership by a unanimous resolution passed by the members of the Association.
- 6.1 A member shall cease to be a member of the Association automatically, without further action by the Committee or right of appeal, by one of the following:—
- (a) by written notification of resignation from the member to the Committee;
 - (b) by an announcement having been made in his congregation that the member is no longer one of Jehovah's Witnesses;
 - (c) by death; and
 - (d) by ceasing to be an elder in a congregation of Jehovah's Witnesses.
- 6.2 Membership in the Association may be terminated in the discretion of the Committee when a member's conduct is judged prejudicial to the interests of the Association, the member has become of unsound mind, or when a written directive has been received from the ecclesiastical Governing Body of Jehovah's Witnesses, as determined by not less than two thirds of the Committee present at the meeting and sharing in the voting, but only after notifying the member in writing and considering the matter in the light of any written presentations which the member concerned puts forward within 14 clear days after receiving notice.

GENERAL MEETINGS

7. The first general meeting of the Association shall be held one calendar month from the date of incorporation of the Association as a Board under the provisions of the Charitable Trusts Act 1957 and thereafter the Committee of the Association may at any time call a general meeting.
8. THE Annual General Meeting shall be held in the month of September in every year or as soon thereafter as practicable upon a date and at a time and place to be fixed by the Committee for the following purposes:
- (a) to receive from the Committee a report balance sheet and a statement of accounts for the preceding year and an estimate of the receipts and expenditure for the current year.
 - (b) to decide on any resolution which may be duly submitted to the meeting.
9. Notice of a general meeting of the members of the Association shall be sent to all members at least seven (7) days prior to the date of the meeting; but with consent of all members having the right to attend and vote thereat, such a meeting may be convened by such notice as those members think fit.
10. The accidental omission to give notice of a meeting to, or the non-receipt of such notice by, any person entitled to receive notice thereof shall not invalidate any resolution passed, or proceeding had, at any meeting.

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11. A majority of the members, present either in person or by proxy, shall constitute a quorum at any general meeting for members.
12. Each member present, either in person or by proxy, at any general meeting for members of the Association shall have one (1) vote on any matter to be voted upon at the meeting. In the case of an equality of votes, whether on a show of hands or on a poll, the matter shall be referred to the ecclesiastical Governing Body of Jehovah's Witnesses for a decision.
13. Votes at a general meeting for members of the Association may, if specifically determined by the Committee, be made by proxy. An instrument appointing a proxy shall be in writing in the form prescribed by the Board at the time notice is given. A member shall be entitled to instruct his proxy to vote in favour of or against any proposed resolutions. Unless otherwise instructed, a proxy may vote as he thinks fit.

COMMITTEE

14. The affairs of the Association shall be controlled and managed by a Committee, which may exercise all the powers of the Association.
15. The Committee shall consist of not less than three persons who shall all be members of the Association, and shall at all times serve as elders in a congregation of Jehovah's Witnesses.
16. A member, who has been nominated by the ecclesiastical Governing Body of Jehovah's Witnesses, shall be admitted to the Committee by a resolution passed by a majority of the members of the Association.
17. A member of the Committee shall no longer hold that office if he ceases for any reason to be a member of the Association.
18. A majority of the members of the Committee shall constitute a quorum for the transaction of the business at all meetings of the Committee.
19. All resolutions put to any meeting of the Committee shall require a simple majority vote to be adopted and in the case of an equality of votes the matter shall be referred to the ecclesiastical Governing Body of Jehovah's Witnesses for a decision.

ALTERATION OF RULES

20. *THESE* Rules may be altered added to rescinded or otherwise varied or amended by a resolution passed by a two-thirds majority of the members for the time being of the Association present in person in general meeting; provided however, that no such alteration, addition, or variation shall detract from the exclusively religious and charitable nature of the Association or enlarge the class of persons who may become members of the Association or result in the distribution of its assets on winding up or dissolution for any purpose that is not exclusively religious and charitable.

ACCOUNTS

21. The Committee shall cause proper books of accounts to be kept with respect to:—

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- (a) all sums of money received and applied by the Association; and
 - (b) the assets and liabilities of the Association.
22. THE financial year of the Association shall commence on the 1st day of September in any year and terminate on the 31st day of August in the succeeding year.
23. All cheques shall be signed by two authorised signatories.

AUDIT

24. The Board may make all necessary arrangements for an annual Audit of the books and accounts of the Association. Any Auditor appointed need not be a member of the Association.

COMMON SEAL

25. The Committee shall have a Common Seal of the Association which shall be kept in the safe custody of a member of the Committee as appointed, from time to time, for that purpose.
26. WHENEVER the Common Seal of the Association is required to be affixed to any deed, document, writing or other instrument the seal shall be affixed thereto pursuant to a resolution of the Committee and in the presence of any two of the members of the Committee who shall both sign the document or documents or instruments to which the Seal is so affixed.

WINDING UP

27. IN the event of the Association being wound up, or on its dissolution by the Registrar of Incorporated Societies, all surplus assets after payment of costs debts and liabilities shall be given or transferred to the Watch Tower Bible and Tract Society of Pennsylvania, a non-profit corporation which is organised and operated exclusively for religious and charitable purposes, with international offices at 25 Columbia Heights, Brooklyn, New York 11201, U.S.A. for its religious educational and other charitable purposes in New Zealand. If Watch Tower Bible and Tract Society of Pennsylvania is not in existence or authorised to receive such assets, then the surplus assets shall be paid to some other institution or institutions having objects in harmony with the objects of the Association, to be determined before or at the time of the winding up or dissolution, as the case may be, by the ecclesiastical Governing Body of Jehovah's Witnesses or in the absence of such a determination, by the members of the Association; or in default thereof by the directions of such Judge of the High Court of New Zealand as may have or acquire jurisdiction in the matter.

INCOME, BENEFIT OR ADVANTAGE TO BE APPLIED TO CHARITABLE PURPOSE

- 28.
- (a) Any income, benefit or advantage of the Association shall be applied to the charitable objects of the Association.

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- (b) No member of the Association or any person associated with a member shall participate in or materially influence any decision made by the Association in respect of the payment to or on behalf of that member or associated person of any income, benefit or advantage whatsoever.
- (c) Any such income paid shall be reasonable and relative to that which would be paid in an arm's length transaction (being the open market value)
- (d) The provisions and effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this document.

NOTICES

29. A notice shall be served by the Association upon any member either personally or by sending it through the Post in a prepaid letter addressed to such member at his last registered place of abode. Any notice if served by post shall be deemed to have been served at the time the letter containing the same would be delivered in the ordinary course of Post, and in proving such service it shall be sufficient to prove that the letter containing the notice was properly addressed and posted and that postage was prepaid.

MISCELLANEOUS

31. Deeds and other instruments of conveyance, instruments to create, satisfy or release liens, mortgages, and deeds of trust or other security instruments, upon due authorization of the Committee, shall be executed in behalf of the Association by two members of the Committee.

Certified as a correct copy of the Rule changes duly voted on and approved:

KENNETH MONTGOMERY COWIE
Print Name


Signature

Committee Man
Designation

Date: 28/11/07

WATCH TOWER BIBLE & TRACT SOCIETY OF NEW ZEALAND

Minutes of a meeting held this 24th day of June, 2008

In Attendance: KM Gower, JE Gibbons, DS Harris, JV Wills, AC Pritchard, JJ Wisse

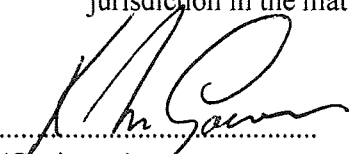
Absent: MJ Krammer

RESOLVED:

To amend Rule 27 to comply with the Charities Commission requirement by replacing the words "*then the surplus assets shall be paid to some other institution or institutions having objects in harmony with the objects of the Association ...*" with "*then the surplus assets shall be paid to some other organisation that is charitable under New Zealand law and has purposes similar to and in harmony with those of the Association...*"

Rule 27 will now read:

"In the event of the Association being wound up, or on its dissolution by the Registrar of Incorporated Societies, all surplus assets after payment of costs debts and liabilities shall be given or transferred to the Watch Tower Bible and Tract Society of Pennsylvania, a non-profit corporation which is organised and operated exclusively for religious and charitable purposes, with international offices at 25 Columbia Heights, Brooklyn, New York 11201, U.S.A. for its religious educational and other charitable purposes in New Zealand. If Watch Tower Bible and Tract Society of Pennsylvania is not in existence or authorised to receive such assets, then the surplus assets shall be paid to some other organisation that is charitable under New Zealand law and has purposes similar to and in harmony with those of the Association, to be determined before or at the time of the winding up or dissolution, as the case may be, by the ecclesiastical Governing Body of Jehovah's Witnesses or in the absence of such a determination, by the members of the Association; or in default thereof by the directions of such Judge of the High Court of New Zealand as may have or acquire jurisdiction in the matter."


.....
(Chairman)

Number of members of the Society present:

6

Number of members of the Society in favour:

6

Number of members of the Society against:

NIL.