



No. WIS 304610

DEPARTMENT OF JUSTICE

CERTIFICATE OF INCORPORATION

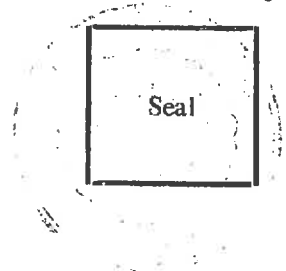
Under the Incorporated Societies Act 1908

I certify that WELLINGTON HOME BIRTH ASSOCIATION INCORPORATED

is incorporated under the Incorporated Societies Act 1908.

Dated at WELLINGTON this 3RD day of APRIL 19 86

[Signature] Assistant Registrar of Incorporated Societies.



WELLINGTON HOME BIRTH ASSOCIATION INCORPORATED

These are the rules of the Wellington Home Birth Association Incorporated referred to in the annexed declaration of Brent Charles Williams dated 18 March 1986

1. Name

The name of the Society is the Wellington Home Birth Association Incorporated.

2. Objects

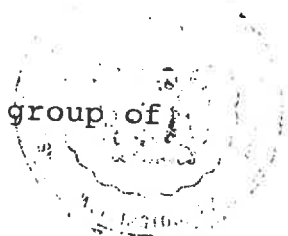
Solicitor of the High Court of New Zealand

- a. To establish and promote an efficient domiciliary midwife service.
- b. To inform parents about home birth as a viable alternative.
- c. To offer support to those who choose to give birth at home.
- d. To obtain a professional remuneration for the services provided by domiciliary midwives.
- e. To educate health practitioners to help them understand the needs of home birth parents and to promote attitude changes where necessary.
- f. To network with local groups.
- g. To support maternity organisations and lobby Government and Local Bodies.
- h. To promote research on home birth and to collate and publicise home birth statistics.
- i. To promote Active Birth for all women.

3. Philosophy

In the implementation of these objects the Society relies on the following philosophy:

- a. Birth at home is a birthday, a festive ritual, as well as a physiological process.
- b. Birth is a 'family' affair - family being any group of people gathered together for mutual support.



- c. People have the right to any information they want to make the best decision for their pregnancy, birthing and post-natal care.
- d. Parents have the right to choose where their baby is born.
- e. Women have the right to free and competent ante-natal care. This includes medical check-ups, child birth and parenting education.

4. Powers

To further the above charitable objects the Society shall have the following powers:

- a. To purchase, lease, hire or otherwise acquire any real or personal property.
- b. To sell, let, mortgage or otherwise dispose of or deal with any of the property or assets of the Society.
- c. To construct, maintain or alter any buildings or property.
- d. To borrow, raise or invest money on such terms as may be thought fit.
- e. To employ, retain or engage people.
- f. To do all such other things which will further the charitable objects of the Society.

5. Non Profit Status

The Society shall not engage in any activities involving private pecuniary profit for its members.

6. Membership

People who support the Society's objects and philosophy may become members and on paying any membership fee fixed under these rules shall become members of the Society.



7. Termination of Membership

1. Any member may resign her or his membership by submitting a written or oral resignation to the Home Birth Collective.
2. If, in the opinion of the Home Birth Collective, any member has acted in a manner that is harmful to the Society, that member may be expelled by a two-thirds majority of the Home Birth Collective provided that:
 - a. The Home Birth Collective notifies the member concerned of the proposed expulsion and the reasons for it.
 - b. The member concerned is given an opportunity to be heard at the meeting considering the expulsion.
 - c. The expelled member has a right of appeal to an Annual or Special General Meeting within twenty-one days of the Home Birth Collective's decision. The Home Birth Collective shall call a Special or Annual General Meeting to consider the appeal.
3. Any member who has failed to pay any annual membership fee before or during the calendar year it is due shall cease to be a member at the end of that calendar year.

8. Membership Fee

Annual or Special General Meetings may fix a membership fee or fees from time to time.

9. Annual General Meeting

1. The Annual General Meeting of the Society shall be held each year not more than fifteen months after the previous Annual General Meeting.
2. The business of the Annual General Meeting shall include the following:
 - a. The presentation of the financial accounts.
 - b. The appointment of the Home Birth Collective.



- c. The consideration of any business required to be considered under these rules or which the Annual General Meeting believes should be considered.

10. Special General Meeting

1. At least three members may request the Home Birth Collective to call a Special General Meeting.
2. The request shall include the matters the members wish to discuss at the Special General Meeting.
3. Within twenty-one days after receiving the request the Home Birth Collective shall call a Special General Meeting.

11. Notice of Annual & Special General Meetings

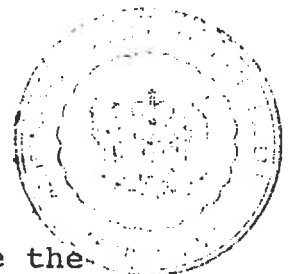
1. Seven days notice of all Annual and Special General Meetings shall be given.
2. Notice of all Annual and Special General Meetings shall be given in the Society's newsletter.
3. The notice shall specify the time, date, and place of the meeting.
4. Notice of a Special General Meeting shall include the reasons for calling the meeting.

12. Quorum of General Meetings

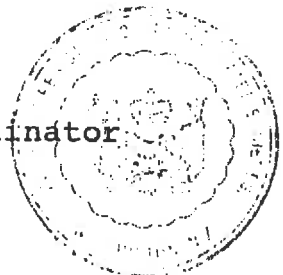
The quorum for Annual and Special General Meetings shall be six members.

13. Home Birth Collective

1. The Home Birth Collective shall be made up of the following office holders appointed at the Annual General Meeting:
 - a) Finance co-ordinator
 - b) Membership co-ordinator
 - c) Ante-natal co-ordinator
 - d) Lobbying co-ordinator
2. The functions of the office holders shall be:
 - a. To keep proper books of account and handle the Society's finances.



- b. To give an annual statement of income and expenditure and a balance sheet, approved by the members at the Annual General Meeting, to the Registrar of Incorporated Societies.
 - c. To keep a register of members.
 - d. To call Annual and Special General Meetings.
 - e. To notify the Registrar of any change in the address of the registered office of the Society.
 - f. To give notice to the Registrar of any changes in the rules of the Society.
 - g. To have control of the common seal.
 - h. To carry out all other aspects of the Society's affairs.
3. In addition to these office holders any members of the Society may participate in and be deemed part of the Home Birth Collective and may carry out any functions assigned to them by the office holders.
 4. The quorum for the Home Birth Collective shall be two office holders.
 5. The Home Birth Collective shall meet whenever it is considered appropriate.
14. Decision Making
Decision making at Annual and Special General Meetings and meetings of the Home Birth Collective shall be by consensus but failing a consensus, decisions shall be made a simple majority. Voting shall be by voices or show of hands.
 15. Control of Funds
 1. The Home Birth Collective through its Finance Co-ordinator shall keep proper books of account.



2. All funds received by or on behalf of the Society shall be paid into the Society's bank account.
3. All cheques and withdrawal slips drawn on the Society's account shall be signed by one of the three persons designated by resolution of the Home Birth Collective.

16. Common Seal

1. The common seal of the Society shall be kept in the custody of the Home Birth Collective.
2. The common seal shall be affixed with the signatures of two persons designated by the Home Birth Collective to such documents as the Home Birth Collective decides.

17. Alteration of the Rules

1. The rules of the Society may be added to, altered or rescinded by a resolution of an Annual or Special General Meeting.
2. Any proposed change shall be included on the notice calling the Annual or Special General Meeting.
3. No addition, alteration or rescission shall derogate from the charitable status of the Society.

18. Winding up

In the event of the Society winding up the surplus assets shall be distributed to charitable organisations with similar aims to the Society.

