

Pursuant to the Incorporated Societies Act 1908

THE RULES OF NEW ZEALAND
ACUPUNCTURE STANDARDS AUTHORITY INCORPORATED

1. Name

The name of the Society is the NEW ZEALAND ACUPUNCTURE STANDARDS AUTHORITY (NZASA).

2. Registered Office

- 2.1 The registered office of the New Zealand Acupuncture Standards Authority shall be PO Box 60.276, Titirangi, Auckland 1230 or such other place as the Committee may determine from time to time.
- 2.2 Notice of every change of situation of the registered office shall be duly sent to the Registrar in accordance with the Incorporated Societies Act 1908.

3. Definitions and Interpretation

In these Rules, unless the context otherwise requires:

The New Zealand Acupuncture Standards Authority is an incorporated society formed to provide a professional registration body for autonomous health professionals practising acupuncture.

The Registration Board of NZASA means the board of maximum ten (10) members elected in accordance with clause 112;

Chairman means the chairman of NZASA elected in accordance with clause 14.16;

Member means those persons signing the application for incorporation together with any person eligible to be a Member/Registrant in accordance with clause 5 who makes application in accordance with clause 6;

Health professional means a person with a recognised acupuncture qualification who is competent to meet the clinical standards of NZASA.

Registrant means a registered acupuncturist who is an autonomous health professional who meets the competency standards determined by the Registration Board of NZASA and is registered to practise acupuncture in accordance with clause 8. 1.

Assessor means a competent acupuncturist who has been awarded NZQA workplace assessor unit 4099 (4098, 4101, 4100 optional) or equivalent, in accordance with clause 8. 1.

Rules means the rules of NZASA; and

Registrar/Secretary/Treasurer position has the meaning ascribed to that term in clauses 14.8, 14.16, 17.

4. Objects

4.1 The objects of NZASA shall be:

- (a) to protect the health and safety of members of the public by monitoring the acupuncture profession, and promoting high standards of professional ethics, competence, care and conduct, education, qualifications and achievements amongst acupuncture practitioners.
- (b) to promote acupuncture as a primary care modality within the New Zealand health community.
- (c) to appoint sub-committees that carry out its functions as required.
- (d) to be independent of Government.
- (e) to be self funding and responsible for setting its own fees, meeting all expenses and paying legal counsel.
- (f) to establish a Registration Board. The main aim of this process is to protect the public by establishing standards of practice for registered health professional acupuncture practitioners, and to provide the avenue for aggrieved consumers to have their complaints addressed
- (g) the Registration Board has the responsibility of setting the regulations for professional accreditation, course recognition, standards of practice and ongoing educational quality assurance.
- (h) the Registration Board will appoint suitably qualified acupuncturists as assessors to carry out quality assurance
A pool of assessors will be appointed for two years with right of renewal.
- (i) to investigate any complaint against a registered acupuncturist that is not vexatious or frivolous and make a recommendation to NZASA whose decision is final.
- G) to maintain a Register and issue yearly practising certificates.
- (k) to maintain a roll of Members/Registrants.
- (1) to promote, foster and manage the goals of NZASA as may be determined from time to time.

Each of the above objects is separate and independent and none is subservient to any of the others.

4.2 The Association does not have as an object the pecuniary gain of any Member/Registrant.

5. Membership

Membership of NZASA shall be open to any health professional practising acupuncture.

6. Election of Members

- 6.1 Any eligible person desiring to become a Member shall make application, in writing, to the Registrar who shall circulate a copy of the application to each member of the Registration Board.
- 6.2 Subject to 6.3 the application shall be presented at the first meeting of the Registration Board following circulation of the application
- 6.3 The election to membership shall be at the sole prerogative of the Registration Board of NZASA.
- 6.4 Members may be elected to life membership for the remainder of their life in recognition of exceptionally distinguished service to NZASA. Life members shall be accorded free of charge all rights and privileges of a financial member of NZASA.

7. Termination of Membership

Any Member/Registrant may voluntarily resign from his or her membership by giving the Registration Board of NZASA notice in writing to that effect and every such notice unless otherwise expressed shall take effect from the end of the financial year then current. Such Members/Registrants shall not be released from any liability to the Association for any matters arising prior to the end of the financial year in which notice of resignation is given nor shall the Member/Registrant be entitled to any refund of any subscription or levy paid or payable by him or her prior to his or her resignation.

8. Registration

- 8.1 A registered acupuncturist (Registrant) means an autonomous health professional who is registered with the New Zealand Acupuncture Standards Authority (NZASA) as being competent to practise acupuncture in accordance with safe practice based on a clear set of principles. They will hold a recognised qualification (or equivalent) in acupuncture.
- 8.2 Qualifications for a Registered Acupuncturist means:
 - (a) Health Professional qualification and current practising certificate if applicable.
 - (b) A qualification in acupuncture, or equivalent, as assessed against the New Zealand Acupuncture Standards Authority of Acupuncture Practice.

(c) National Diploma in Acupuncture (NDA) or equivalent.

8.3 Training means:

(a) A Tertiary qualification in acupuncture from a recognised government training establishment e.g. University, Polytechnic.

(b) Acupuncture training of a minimum of 1200 hours (120 credits). World Health Organisation (WHO) recommends 1000 hours minimum training in theory and clinical practice.

(c) Specialist training in acupuncture clinical practice (a minimum of 200 hours). This is the accepted requirement from WHO guidelines on basic training in acupuncture, 1995, for Western trained health professionals

8.4 The following criteria are used when acupuncture practitioners apply for registration:

(a) health professionals with an undergraduate degree, or equivalent, in health science (minimum 3 year training) and whose competence in acupuncture is consistent with the National Standards in Acupuncture.

(b) health professionals who hold the National Diploma in Acupuncture (NDA) or equivalent;

(c) health professionals who hold a recognised New Zealand Qualifications Authority (NZQA) approved acupuncture qualification equivalent in content and learning outcomes to the NDA;

(d) health professionals who hold a University acupuncture qualification aligned with the NDA;

(e) health professionals who have been assessed as meeting the acupuncture competency standards of clinical practice as determined by the Registration Board of NZASA;

(f) health professionals who have been assessed as competent against NZQA Unit Standards for Acupuncture;

(g) acupuncture graduates from recognised Tertiary providers and Private Training Establishments (PTE) who hold an undergraduate degree (with a 3 year minimum training in Traditional Chinese Medicine and Western Medical Science) and whose acupuncture competency is consistent with the NZQA Unit Standards;

(h) health professionals who are graduates of tertiary acupuncture programmes of 1200 hours must work under oversight in clinical practice for 6 months before they can apply for registration with the New Zealand Acupuncture Standards Authority. They will be granted provisional registration for the six months clinical supervision. Oversight is provided by an acupuncturist who holds registration with NZASA.

- 8.5 Provisional registration is granted at the discretion of NZASA to a Member applying for registration who fails to meet the eligibility criteria, or is currently completing registration requirements
- 8.6 (a) Registration is granted to currently practising health professionals who meet the eligibility criteria, training and qualifications determined by NZASA. Fees for registration will be set and reviewed from time to time by the Registration Board. The number of Registrants on the Register is unlimited.
- (b) Each year the Registration Board will decide which registered acupuncturists qualify to be registered. To maintain registration a Registrant will: provide written evidence of ongoing education e.g. conferences, study groups etc.; provide evidence of financial membership of an accredited acupuncture organisation; belong to a peer review group which supplies documentation to NZASA; and if a registered health professional supply a current professional practising certificate. The requirements will be set by the Registration Board and changed as required.
- (c) Any Registrant who ceases to practise for a minimum of one year, and who does not wish to retain registration may apply to become a non practising member.
- 8.7 Non-practising members' names do not appear on the Register of NZASA for their period of leave. Non-practising members shall pay an annual membership subscription.
- 8.8 Student member is a person who attends formal tuition for a minimum of 10 hours weekly. They cease to be student member upon graduation or when study falls below 10 hours weekly. Student subscriptions shall be half the Membership fee of NZASA.

9. Disciplinary and Complaints Procedures

- 9.1 The role of NZASA will be to regulate professional standards of acupuncture practitioners.
- 9.2 The Registration Board is required to investigate any complaint against a Registrant that is not vexatious or frivolous. It will have power to investigate the capacity of practitioners to carry out the functions and professional conduct of an acupuncturist.
- 9.3 An inquiry may be held by the Standards Authority at the request of
- (a) ACC,
(b) Health & Disability Commissioner's Office
(c) a complainant
(d) when requested to do so by an applicant who is refused registration
(e) or on its own motion.

9.4 Upon receipt of a written complaint the Standards Authority must appoint a Complaints Assessment Committee (CAC) that is acceptable to all parties.

(a) The CAC will be composed of two competent acupuncturists, a lay member, and a lawyer if required. The CAC will meet and determine how the complaint will be investigated. If the Committee wishes to meet the complainant and defending practitioner (or conversely if complainant and acupuncturist wish to meet the Committee) each may have an advisor or support person present for that meeting.

(b) After investigating the complaint the CAC makes a recommendation to the Standards Authority whose decision is final.

(c) NZASA has the power to impose various penalties as a result of disciplinary or complaint proceedings:

require the Registrant to undertake counselling or/and work under supervision; caution the Registrant; reprimand the Registrant; order remedial education; impose fines; impose restrictions on practice; suspend registration; cancel registration.

(d) NZASA must write to the complainant within 14 days acknowledging receipt of their written complaint and naming the members of the CAC. They must inform the complainant of the outcome of any CAC inquiry within seven days.

(e) NZASA will determine and apportion the costs of investigating a complaint appropriately.

9.5 If the expelled Registrant wishes to appeal against the expulsion he may request the Chairman to have the matter referred to arbitration by a single arbitrator who shall be a barrister appointed by the President of the District Law Association within which the expelled Registrant resides. The Arbitration Act 1996 shall apply and costs in the matter shall be awarded by the arbitrator.

10. Fees, Subscriptions and Levies

10.1 Every Member/Registrant shall pay to NZASA, by a date to be specified by the Registration Board, any fee, subscription, registration or levy which may be from time to time determined and set by the Registration Board. Only upon payment of this subscription shall the person be entitled to the rights and privileges of membership. Fees will be apportioned according to the proportion of the financial year in which the person commences membership and/or registration.

10.2 A potential Member/Registrant must pay at the time of application.

10.3 Notwithstanding clause 9.1, any Member/Registrant whose fee, subscription, registration or levy, or any other money due to NZASA, remains unpaid for three months after the due date may be removed from membership by the Registration Board but shall still be liable to pay all arrears of such fees,

subscriptions, levies or other moneys.

11. Annual General Meetings

11.1 NZASA's financial year shall be from 1 April to 31 March and NZASA shall hold an annual general meeting of members and registrants as soon as can be conveniently arranged in the following year, but in any case not more than six months after the end of the financial year. A quorum at Annual General Meetings shall be ten (10) financial members.

11.2 The business of an annual general meeting shall be:

- (a) To receive and consider the Registration Board's report on NZASA's affairs during the preceding year together with the annual statement of accounts and other reports of NZASA;
- (b) To elect office bearers to the Registration Board if appropriate;
- (c) To consider, discuss and deal with any business included in the notice convening the annual general meeting or other business required by the Rules;
- (d) Appoint an auditor for the ensuing year, if appropriate;
- (e) Receive the reports of the Chairman and Registrar of NZASA;
- (f) Receive the statement of receipts and expenditure and other relevant financial statements including an annual balance sheet.

12. Extraordinary General Meeting

12.1 Extraordinary general meetings of NZASA may be called at any time:

- (a) By the Chairman; or
- (b) By three or more members of the Registration Board of NZASA; or
- (c) Upon the written request of at least fifteen per cent of all financial Members/Registrants stating therein the business to be proposed at the meeting.

12.2 Should any extraordinary general meeting be called by a requisition of Members/Registrants, the notice of requisition must specify fully the business to be put before the extraordinary general meeting and the notice shall be given no less than 21 clear days prior to the date of such extraordinary general meeting.

12.3 A quorum at an Extraordinary General Meeting shall be ten (10) financial members.

13. Procedure at General Meetings

13.1 Any reference in these Rules to "general meetings" includes annual general meetings and extraordinary general meetings of NZASA.

- 13.2 General meetings shall be convened by giving no less than 14 clear days' notice to all Members/Registrants specifying the business to be conducted and no other business shall be brought before such general meetings provided that the notice requirements may be waived if it is agreed to do so by a majority of all Members/Registrants having the right to attend and vote at any such general meeting.
- 13.3 The non-receipt of a notice by any Member/Registrant and their consequent absence shall not invalidate any proceedings at any general meeting.
- 13.4 The Chairman shall chair all general meetings. In the absence of the Chairman the Members/Registrants present shall be entitled to elect a Chairman for the meeting.
- 13.5 The quorum at any general meeting shall be at least ten (10) financial Members/Registrants in number.
- 13.6 If within half an hour from the time appointed for a general meeting a quorum is not present the general meeting convened upon the requisition of Members/Registrants shall be dissolved. In any other case the general meeting shall stand adjourned to the same day in the next week at the same time and place and if at the adjourned general meeting a quorum is not present within half an hour from the time appointed for the adjourned general meeting the Members/Registrants present shall be a quorum.
- 13.7 The Chairman may with the consent of any general meeting at which a quorum is present (and shall if so directed by the general meeting) adjourn the general meeting from time to time and from place to place but no business shall be transacted at any adjourned general meeting other than business left unfinished at the general meeting from which the adjournment took place. When a general meeting is adjourned for 30 days or more, notice of the adjourned general meeting shall be given as in the case of an original general meeting. Except as aforesaid it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned general meeting.
- 13.8 Any Member/Registrant of the Association desiring to move any motion at an annual general meeting shall notify the Registrar before 31 March in each year and Registrar shall send a copy of the motion with the proposer's name to each Member/Registrant of the Association or, where this is not practicable, shall send a summary of the motion and shall state where the full text of the motion may be seen with the notice of the annual general meeting.

14. Registration Board

- 14.1 The management of the affairs of NZASA shall be in the hands of the Registration Board (governing body).
- 14.2 The Registration Board shall consist of a maximum of ten members: up to 7 acupuncture practitioners, a Registrar/Secretary/Treasurer, a qualified lawyer, and a consumer with no Traditional Chinese Medicine qualifications or pecuniary interest in the profession. Of the seven acupuncture practitioners at least three must hold NZQA workplace assessor unit 4099 (4098, 4101, 4100 optional) or equivalent.
- 14.3 An Acupuncture Practitioner elected to NZASA Registration Board is defined as a competent acupuncture therapist who diagnoses and treats medical conditions by stimulating acupoints in accordance with safe practice based on a clear set of principles.

They will be working in clinical practice and have worked in acupuncture with a minimum of five years experience.

14.4 The powers and functions of the Registration Board are as follows:

- (a) to regulate the standards of practice of the profession in the public interest;
- (b) to regularly review and regulate Rules of Conduct, Code of Ethics, Professional Standards and Quality Assurance;
- (c) to register suitably qualified persons meeting approved competency standards;
- (d) to accredit courses that provide qualifications recognised as acceptable for registration purposes;
- (e) to establish clinical standards for the conduct of assessments for the purposes of registration;
- (f) to investigate any complaints against an assessor;
- (g) to appoint a moderator who has acknowledged expertise to confirm that assessments reflect intended standards;
- (h) to investigate complaints about, and inquire into, the conduct of persons registered by NZASA;
- (i) to issue an annual practising certificate/licence;
- (j) to set annual registration and assessment/accreditation fees.
- (k) to accredit professional acupuncture organisations.

14.5 NZASA is headed by its elected officers: Chairman, Vice-Chairman, and combined Registrar/Secretary/Treasurer positions. Chairman and ViceChairman appointments are made for a term of two years, with right of one 2 year re-appointment.

14.6 The first members of the Registration Board shall be:

Name	Address
1. Dr Joan Campbell	44 Greenlane Rd East, Remuera 1005
2. Ms Sue Grant	81A Turret Rd, The Avenues, Tauranga
3. Mrs Natasha Kustura	10 Fowey Avenue, Te Atatu, Auckland
4. Mrs Angela Nixon	13 Orakei Rd, Remuera, Auckland 1005
5. Mrs Ingrid Reckers	5 Clonbern Road, Remuera, Auckland 1005
6. Mr Chris Ward	596 Maunganui Road, Mt Maunganui
7. Dr Gerry Wong	2/11 a Kitirawa Rd, Remuera 1005
8. Registrar: Richard Penny	PO Box 60.276, Titirangi, Auckland 1230.

Consumer and lawyer to be appointed.

- 14.7 The Registration Board shall elect the Chairman and Vice Chairman from amongst the members of the Registration Board at the first meeting to be convened after the election of the Registration Board at the annual general meeting.
- 14.8 The Registration Board may appoint an independent person to perform the functions of Registrar/Secretary/Treasurer (the "Registrar") and pay appropriate remuneration as determined by NZASA.
- 14.9 Any vacancy on the Registration Board, caused by resignation or expulsion of a member may be filled by an appointment made by the Registration Board but it shall not be compulsory to fill such vacancy until the annual general meeting next succeeding such vacancy. Any person so appointed shall hold office only until the following annual general meeting.
- 14.10 All Registration Board meetings shall be chaired by the Chairman. In the event of the absence, sickness, incapacitation or death of the Chairman the members of the Registration Board may elect a person to act in the place of the Chairman and that person shall have the powers of the Chairman.
- 14.11 It shall be the duty of the Registration Board to conduct and manage the affairs of the NZASA, to keep the usual and proper books of account and other records and to notify all Members/Registrants of intended general meetings and of the business to be transacted at general meetings and to prepare and submit to the annual general meeting a statement of the affairs of NZASA as at 31 March in each year.
- 14.12 The Registration Board shall meet together for the despatch of its business as, when and where it thinks fit, but not less than three times a year.
- 14.13 The quorum for a meeting of the Registration Board will be a minimum of five (5) members.
- 14.14 The Registration Board may appoint sub-committees for any particular matter concerning the activities of NZASA, which shall act in all respects in such manner and subject to such directions as the Registration Board may from time to time prescribe.
- 14.15 At each annual general meeting:
- (a) of the elected members of the Registration Board (8), two (2) members shall retire rotationally each year.
 - (b) a retiring member of the Registration Board shall be eligible for reelection.
- 14.16 (a) The Chairman convenes meetings of the Registration Board and ensures that the Rules of the New Zealand Acupuncture Standards Authority Incorporated are followed. The Chairman may also take on a leadership role in the activities and management of NZASA.
- (b) The Vice Chairman understudies the Chairman and has the same responsibilities.
 - (c) The key roles of the Registrar/Secretary/Treasurer (the "Registrar") are to: keep a register of member and registrants; prepare notices for all meetings and keep minutes of all meetings in a minute book; keep the official stamp or common seal of NZASA in safe keeping; keep proper financial records (in association with an outside accountant); to bank all money received by the

Registration Board; to pay all accounts; to prepare annual accounts; and to file the annual accounts with the Registrar of Incorporated Societies.

Other officers of NZASA may include: a patron or patrons, a fundraising co-ordinator, a publicity co-ordinator and an education co-ordinator.

15 Voting at General Meetings

- 15.1 Unless otherwise specified in this constitution, each Member/Registrant shall be entitled to one vote and, unless otherwise specified in this constitution, every item shall be decided by a majority of votes.
- 15.2 In the case of an equality of votes the Chairman of the meeting shall have a casting vote.
- 15.3 Members/Registrants shall not be entitled to vote if their subscriptions are in arrears.
- 15.4 A Member/Registrant may vote by proxy on any question submitted to the decision of a general meeting. The instrument appointing a proxy shall be deposited with the Registrar not less than 48 hours before the time appointed for the meeting at which the proxy is to be used.

16 Voting at Registration Board Meetings

- 16.1 At all meetings of the Registration Board and of any sub-committee appointed by the Registration Board each Member/Registrant shall be entitled to one vote.
- 16.2 At all meetings of the Registration Board and of any sub-committee appointed by the Registration Board every item not decided by consensus shall be decided by a majority of votes, and in the case of an equality of votes the Chairman of the meeting shall have a casting vote.

17 Registrar/Secretary/Treasurer (the "Registrar")

- 17.1 If a Registrar is appointed in accordance with clause 14.16 the Registrar shall attend all meetings of the Registration Board, the annual general meeting and other meetings of NZASA. The Registrar shall record minutes of the proceedings and conduct the correspondence of NZASA. The Registrar shall lodge with NZASA's bank all moneys received belonging to NZASA.
- 17.2 The Registrar will keep the following records: a numbered receipt book with a retained duplicate copy; a deposit book; all current and used cheque books; all bank statements; all invoices and payments; a receipts and payments journal; and a petty cash payments book.
- 17.3 The Registrar will issue annual practising certificates and maintain NZASA's Register to practice standards set by the Registration Board.
- 17.4 The Registrar will keep a list of all financial Members/Registrants.

18 Bank Account

- 18.1 NZASA's current bank account shall be kept at such bank as may from time to time be decided upon by the Registration Board.

18.2 All cheques and withdrawal slips shall be signed on behalf of the Association by not less than two persons appointed by the Registration Board to undertake that function.

19 Seal

The Registrar shall provide and shall be responsible for the safe custody of a common seal which shall only be used by the authority of the Registration Board. The affixing of the seal to any instrument shall be witnessed by any two members of the Registration Board.

20 Funds of the Association

The funds of the Association shall be under the control of the Registration Board and any surplus funds may be invested in the name of the Association from time to time in any trustee investments under the Trustee Act 1956 and any investment may be varied or transposed.

21 Power to borrow

NZASA shall have the power to receive money on deposit or loan, to borrow money, to mortgage, charge or grant a lien over all or any of its undertaking and property both present and future or to issue any securities whether outright or as security for any debt, liability or obligation of NZASA or of any third party and to give or receive guarantees or indemnities for the payment of moneys or the performance of obligations, all of which powers shall be exercised by the Registration Board of NZASA in such manner as the Registration Board thinks fit.

22 General Powers

Subject to the provisions of the Incorporated Societies Act 1908, NZASA shall have the power of a natural person to do all acts and things necessary for the furtherance of its objects or any of them.

23 Auditor

No person shall be elected or hold office as auditor who is an officer of NZASA or a Member/Registrant.

24 Regulations

The Association may from time to time by resolution in General Meeting make, amend or rescind regulations not inconsistent with these Rules governing procedure at its meetings and publication (if any) of reports and of the business of NZASA in the press.

25 Alteration of the Rules

- 25.1 The Rules may be altered, added to, rescinded or otherwise amended by resolution passed by a three-fourths majority vote of Members/Registrants at a general meeting or an extraordinary general meeting of which not less than 29 days' notice shall have been given.
- 25.2 Every such notice shall set forth the purpose of the proposed alteration, addition, rescission or other amendment.

25.3 No such amendment, addition or rescission shall be valid unless and until accepted by the Registrar of Incorporated Societies.

26 Matters not provided for

In case any matter or subject shall at any time be found not to be provided for in the Rules or in case any doubt shall arise as to the interpretation, effect or construction of any Rule of NZASA or of any condition or regulation of sale or of any purpose, subject or matter, every such matter or doubt shall be determined by the Registration Board whose decision on it shall be final and binding on all Members/Registrants.

27 Indemnity

27.1 The members of the Registration Board, Auditor, Registrar and other officers shall be indemnified by NZASA for all losses and expenses incurred by them in or about the discharge of their respective duties except such as shall result from their own respective wilful default.

27.2 No member of the Registration Board, Auditor, Registrar or other officers shall be liable for the acts or defaults of any other member of the Registration Board, Auditor, Registrar or other officers, or for any loss or expense happening to the Association, unless the same happens from his or her own wilful default.

27.3 NZASA will have an Indemnity Insurance policy for all Members/Registrants which will not supersede any other insurance policy held by individual Members/Registrants.

28 Notices

Any notice required to be given shall be in writing and may be served on a Member/Registrant either personally or by posting it in a pre-paid envelope to the Member/Registrant at the address last notified by the Member/Registrant to NZASA.

29 Dissolution

- (a) NZASA shall continue indefinitely unless and until otherwise determined in general meeting.
- (b) NZASA may be dissolved whenever NZASA has passed a resolution in favour of dissolution by a majority of the Members/Registrants present at a general meeting considering the proposal to dissolve.
- (c) If the funds of NZASA on dissolution shall prove insufficient to meet the liabilities (including the expenses of winding up) the deficiency shall be contributed in equal shares by the Members/Registrants at the date of the passing of the resolution for dissolution.
- (d) If on the winding up or dissolution of NZASA there remains after the satisfaction of all debts and liabilities any property whatsoever, the same shall be distributed among the financial Members/Registrants of NZASA at the date of dissolution in such proportion as shall be resolved by the Members/Registrants and, failing any such resolution, then in equal shares.

30. Winding up

NZASA shall not be wound up except by appropriate resolutions passed in accordance with section 24 of the Incorporated Societies Act 1908.