



Rules of NEXT FEDERATION Incorporated

Chapter I General

Article 1 The name of the society is NEXT FEDERATION Incorporated (in these Rules called the “Society”).

Article 2 The Society is a non-profit, independent international organization.

Article 3 The headquarters of the Society is in Auckland, New Zealand.

Chapter II Basic Concept

Article 4 NEXT FEDERATION defines itself as a resource integration service platform in international public relations.

Article 5 The purpose of the Society is to promote global innovation, cooperation and sustainability.

Article 6 The Society advocates a shared, cooperative, open and win-win resource synergy working principle.

Article 7 The main functions of the Society are seeking optimal practices, sharing advantaged resources, and improving public relations.

Chapter III Governance Structure

Article 8 NEXT FEDERATION is composed of Global Presidium, Advisory Committee, Expert Committee(s), Council, Board of Supervisors, Board of Directors and Executive Committee. The leader term of office of above-mentioned institutions shall be three years.

Article 9 The Council is the highest authority in the Society. The Council comprises all members of the Council and decided major issues by the principle of democratic centralism.

Article 10 The Global Presidium is the honorary institution of the Society. The Global Presidium selects and invites top-level leaders from political, business, and academic circles as its members, being responsible for providing strategic guidance and development advice for the Society. The Global Presidium comprises Honorary President, President, Vice Presidents, Co-Presidents of Nations and members.

Article 11 The Advisory Committee is the think tank institution of the Society. The Advisory Committee selects and invites those with major achievements and integrity from political, business, and academic circles as their members, being responsible for providing intellectual support for the development of the Society. The Advisory Committee comprises President, Vice Presidents, President of Nations and members. The Society sets up Advisory Committees of Nations according to different countries.

Article 12 The Expert Committee is the industrial research institution of the Society. The Expert Committee selects and invites those with major achievements and integrity from different industries as their members, such as experts and scholars, being responsible for providing industrial development advice and professional consultation for the Society. The Expert Committee comprises Director, Vice Directors and members. The Society sets up Expert Committees of Industries according to different industries and sectors.

Article 13 The Board of Supervisors is the supervisory body of the Society, being responsible for reviewing and supervising behaviour, financial operations, personnel management, decision-making processes and other major issues of Society members. The Board of Supervisors is responsible for and reports to the Council.

Article 14 The Board of Directors is the day-to-day decision-making body of the Society. The Board of Directors leads the work of the Society during the inter-sessional period of the Council and Board Meeting. The Board of Directors is responsible for and reports to the Council.

Article 15 The Executive Committee is the day-to-day administration office of the Society and shall implement decisions of the Council (Board of Directors).

The Executive Committee is responsible for and reports to the Council (Board of Directors).

Chapter IV Council

Article 16 The Council comprises Chairman, Vice-Chairmen, Executive members and members.

Article 17 The members of the Council are natural persons.

Article 18 To apply to become a member of the Council, a person (“the Applicant”) shall:

- (1) agrees to the *Rules of NEXT FEDERATION Incorporated*;
- (2) voluntarily joins the Society and actively contribute resources to the development of the Society;
- (3) has a certain influence in relevant fields of international cooperation.

Article 19 The procedures for joining the Council are:

- (1) The applicant shall submit an application to the Council;
- (2) The application shall be reviewed by the Board of Directors under the authorization of the Council;
- (3) The Board of Directors shall report to the Board Meeting of the Council for approval.

Article 20 Rights of members of the Council:

- (1) The right to elect, to be elected and to vote in the Society;
- (2) The right to participate in activities organized by the Society;
- (3) The priority of enjoying the services of the Society;
- (4) The right to supervise and criticize the work of the Society;
- (5) The right to resign from the Society freely.

Article 21 Obligations of members of the Council:

- (1) Members of the Council shall implement resolutions of the Society;
- (2) Members of the Council shall attend major events of the Society;

(3) Members of the Council shall maintain legitimate rights, interests and good reputation of the Society;

(4) Members of the Council shall report to the Council (Board of Directors) in advance in using resources of the Society. Proceeds generated through using resources of the Society should be appropriately returned to the Society to promote sustainable development of the Society;

(5) Members of the Council shall complete works assigned by the Society.

Article 22 Members of the Council shall give written notice to the council to apply for resigning. In the absence of special circumstances, if obligations of a member of the Council are not fulfilled for more than one year, it shall be deemed the member of the Council voluntarily resign from the Society.

Article 23 Members of the Council must abide by the *Rules of NEXT FEDERATION Incorporated* and the *Code of Ethics and Standards of Professional Conduct of NEXT FEDERATION* (to be formulated separately). If a member of the Council violates the *Rules of NEXT FEDERATION Incorporated* and/or the *Code of Ethics and Standards of Professional Conduct of NEXT FEDERATION*, it shall be reviewed by the Board of Supervisors and reported to the Chairmen's Meeting of the Council, and shall be punished accordingly.

Article 24 Council meetings can only be held when more than half of the members attend, and the validation of its resolutions require approval from more than half of the members of the council.

Article 25 The duties of the Council include:

(1) Formulating and amending the *Rules of NEXT FEDERATION Incorporated* and the *Code of Ethics and Standards of Professional Conduct of NEXT FEDERATION*;

(2) Appointment and termination of candidates for key positions in the Global Presidium, Advisory Committee and Expert Committee(s) of Industries.

(3) Election and removal of the Chairman, Vice-Chairmen and Members of the Council, Chairman and Members of Board of Supervisors, President, Vice Presidents and Members of the Board of Directors and Secretary-General of the Executive Committee.

(4) Reviewing the work report and financial report of the Board of Directors;

- (5) Reviewing the supervisory report of the Board of Supervisors;
- (6) Reviewing report of the work of the Executive Committee;
- (7) Decide on other major issues.

Article 26 The tenure of the Council and related duties shall be three years. If it is necessary to advance or delay the change due to special circumstances, it must be executed after the vote of the Chairmen's Meeting of the Council.

Article 27 During the inter-sessional period, all rights and duties are conducted by the Chairmen's Meeting of the Council. The Chairmen's Meeting is composed of the Chairman and Vice-Chairmen of the Council.

Article 28 The Chairmen's Meeting of the Council can only be held when more than half of the members attend, and the validation of its resolutions require approval from more than half of the members of the Chairman and Vice-Chairmen of the council.

Article 29 The Chairmen's Meeting is responsible for nominating the Global Presidium, Advisory Committee, Expert Committees, Board of Supervisors, Board of Directors members and Secretary-General of the Executive Committee.

Article 30 The Chairman and Vice-Chairmen are elected by all the members of the Council. Nominations for more than half of the votes are considered to be elected. If the nominee does not receive more than half of the votes, the nomination will be re-nominated by the Chairmen's Meeting.

Article 31 The Chairman of the Council exercises the following duties:

- (1) Convening and presiding over Meetings of the Council and Chairmen's Meeting of the Council;
- (2) Signing the resolutions of Meetings of the Council and Chairmen's Meeting of the Council;
- (3) Supervising the implementation of the resolutions of Meetings of the Council and Chairmen's Meeting of the Council.

Article 32 The Vice-Chairmen are responsible for assisting the Chairman of the Council to carry out his/her work.

Article 33 For special circumstances, when the Chairman is unable to perform his/her duties, the top-ranking Vice-Chairman shall acts as Acting Chairman of the Council.

Chapter V Board of Supervisors

Article 34 The Board of Supervisors shall be composed of the Chairman and Members.

Article 35 The duties of the Board of Supervisors include:

- (i) Supervising the behaviors of members of the NEXT Federation and the members of the Council under the framework of the Federation;
- (2) Supervising the decision-making and administration sectors including the Board of Directors and the Executive Committee;
- (3) Reviewing budget, account management, daily income and expenses, etc.;
- (4) Reviewing matters such as appointment and dismissal of personnel and performance of duties;
- (5) Review other major issues.

Article 36 The Chairman and Members of the Board of Supervisors shall be nominated by the Chairmen's Meeting of the Council.

Article 37 The Chairman and Members of the Board of Supervisors shall be elected by all members of Council. Nominations for more than half of the votes are considered to be elected. If the nominee does not receive more than half of the votes, the nomination will be re-nominated by the Chairmen's Meeting of the Council.

Article 38 The Chairman of the Board of Supervisors exercises the following duties:

- (1) Preside over the daily work of the Board of Supervisors;
- (2) Convening and presiding over the meeting of the Board of Supervisors;
- (3) Signing the examination documents of the Board of Supervisors;
- (4) Reporting to the Council (Board of Directors) on behalf of the Board of Supervisors.

Chapter VI Board of Directors

Article 39 The Board of Directors comprises of President, Executive President, Vice Presidents and other Members.

Article 40 The President of the Board of Directors is the legal representative of the Society. For special circumstances, when the president of the Board of Directors is unable to perform his/her duties, the Chairmen's Meeting of the Council shall appoint a Vice President to act as Executive President.

Article 41 The duties of the Board of Directors include:

- (1) Implement Resolutions of the Council and the Chairmen's Meeting of the Council;
- (2) Deciding the establishment, renaming and cancellation of the admin office, branch, representative office and entity;
- (3) Deciding the appointment of the main responsible persons of the Executive Committee and the various work departments;
- (4) Deciding on the annual work plan, key projects and financial budget of the Society;
- (5) Determining the working system of each institution;
- (6) Validating the external cooperation plan of the Society;
- (7) Decide on other important matters of the Society.

Article 42 A board meeting must be attended by more than half of the Directors. The resolution must be approved by more than half of the Directors.

Article 43 The President, Executive President, Vice Presidents and other Members of the Board of Directors shall be nominated by the Chairmen's Meeting of the Council.

Article 44 The President, Executive President, Vice Presidents and other Members of the Board of Directors shall be elected by all Members of the Council. Nominations for more than half of the votes are considered to be elected. If the nominee does not receive more than half of the votes, the nomination will be re-nominated by the Chairmen's Meeting of the Council.

Article 45 The duties of the President of the Board of Directors include:

- (1) Preside over the work of the Board of Directors;

- (2) Signing the resolutions of the Board of Directors;
- (3) Supervising the implementation of the resolutions of the Board of Directors;
- (4) Supervising the work of the Executive Committee and various agencies;
- (5) Reporting to the Chairmen's Meeting of the Council and/or the Council on behalf of the Board of Directors.

Article 46 The Vice Presidents of the Board of Directors are responsible for assisting the President in carrying out his/her work.

Article 47 The duties of members of the Board of Directors include:

- (1) The democratic voting rights of the Board of Directors meeting;
- (2) The right to criticize and recommend works of the Board of Directors;
- (3) The right to review works of the Executive Committee and various agencies.

Chapter VII Executive Committee

Article 48 The Executive Committee shall be composed of the Secretary General, Under Secretary Generals and various work departments.

Article 49 The duties of the Executive Committee include:

- (1) Implement Resolutions of the Council (Board of Directors);
- (2) Proposing and implementing the annual work plan of the Society;
- (3) Proposing and implementing major projects of the Society;
- (4) Preparing to meetings of the Board of Directors, Chairmen's Meeting of the Council, and the Council;
- (5) Completing other tasks assigned by the Board of Directors, Chairmen's Meeting of the Council, and the Council.

Article 50 The duties of the Secretary General include:

- (1) Leading the daily work of the Executive Committee;
- (2) Reporting to the Council (Board of Directors) on behalf of the Executive Committee;

- (3) It is proposed to set up a special executive work department and, after reporting to the Board of Directors for approval, be responsible for the formation and supervision of the work team;
- (4) Appoint the heads of the various executive departments to verify the specific tasks and objectives of the work team;
- (5) Coordinating external cooperation agencies and recommending external cooperation programs to the Board of Directors;
- (6) Administer and coordinate the work of the branches, representative offices and entities of the Society with the authorization of the Board of Directors;
- (7) Decide on other daily work of the Society.

Chapter VIII Members

Article 51 The members of this Society are natural persons or institutions.

Article 52 To apply to become a member of the Society, the following conditions are required:

- (1) Agree to the *Rules of NEXT FEDERATION Incorporated* and the *Code of Ethics and Standards of Professional Conduct of NEXT FEDERATION*;
- (2) Voluntarily join the Society.

Article 53 Members shall be managed and served by the Executive Committee and supervised by the Board of Supervisors.

Article 54 Rights enjoyed by members:

- (1) Participating in activities organized by the Society;
- (2) Accepting the services provided by the Society;
- (3) The right to criticize the work of the Society;
- (4) The right to withdraw from the Society freely.

Article 55 Obligations of members to perform:

- (1) Execute the resolutions of the Society and abide by the *Rules of NEXT FEDERATION Incorporated* and the *Code of Ethics and Standards of Professional Conduct of NEXT FEDERATION*;

- (2) Maintain legitimate rights, interests and good reputation of the Society;
- (3) Using the resources of the Society to report to the Council (Board of Directors) in advance, and the proceeds should be appropriately returned to the Society to promote the sustainable development of the Society;
- (4) Completing the work assigned by the Society.

Article 56 If a member violates the *Rules of NEXT FEDERATION Incorporated* and the *Code of Ethics and Standards of Professional Conduct of NEXT FEDERATION*, it shall be examined by the Board of Supervisors and reported to the Executive Committee for approval and shall be punished accordingly.

Article 57 Cessation of Membership

- (1) Any Member may resign by giving written notice to the Executive Committee;
- (2) If, for any reason whatsoever, the Executive Committee is of the view that a Member is breaching the Rules or acting in a manner inconsistent with the purposes of the Society, the Executive Committee may terminate the Membership by giving written notice of this upon approval of the Council to the Member.

Article 58 General Meetings of the Society

- (1) A General Meeting of the Society is either a Members' Congress or a Special Members' Congress.
- (2) The Members' Congress shall be held once every year. The Council shall determine when and where the Society shall meet within those dates.
- (3) Special Members' Congress may be called by the Executive Committee. The Executive Committee must call a Special Members' Congress if the Secretary General receives a written request signed by at least 10% of the Members.
- (4) The Secretary General shall:
Give all Members at least 7 days Written Notice of the business to be conducted at any Society General Meeting.

Additionally, the Secretary General will provide, appropriate:

A copy of the Executive Committee's Report on the Society's operations and of the Annual Financial Statements as approved by the Board of Directors,

A list of Nominees for the organisations of the Society, and information about those Nominees if it has been provided.

Notice of any motions and the Executive Committee's recommendations about those motions.

If the Secretary General has sent a notice to all Members in good faith, the Meeting and its business will not be invalidated simply because one or more Members do not receive the notice.

(5) All Members may attend and vote at Members' Congress or a Special Members' Congress.

(6) No General Meeting may be held unless at least 50 percent of eligible Members attend. (This will constitute a quorum.)

(7) All General Meetings shall be chaired by the Chair of the Council. If the Chair of the Council is absent, the Society shall elect another Member of the Council to chair that meeting. Any person chairing a Society Meeting has a casting vote.

(8) On any given motion at a Society Meeting, the Chair of the Council shall in good faith determine whether to vote by:

Voices;

Show of hands; or

Secret ballot.

However, if any Member demands a secret ballot before a vote by voices or show of hands has begun, voting must be by secret ballot. If a secret ballot is held, the Chair of the Council will have a casting, that is, second vote.

(9) The Chair of the Council or his nominee shall adjourn the meeting if necessary.

(10) Adjourned Meetings: If within half an hour after the time appointed for a meeting a quorum is not present the meeting, if convened upon requisition of members, shall be dissolved; in any other case it shall stand adjourned to a day, time and place determined by the Chair of the Council, and if at such adjourned meeting a quorum is not present the meeting shall be dissolved without further adjournments.

Article 59 Motions at General Meetings

(1) Any Member may request that a motion be voted on (“Member’s Motion”) at a particular Society Meeting, by giving written notice to the Secretary General at least 28 days before that meeting. The Member may also provide information in support of the motion (“Member’s Information”). The Executive Committee may in its absolute discretion decide whether or not the Society will vote on the motion. However, if the Member’s Motion is signed by at least [70] % of eligible Members:

It must be voted on at the General Meeting chosen by the Member; and

The Executive Committee must give the Member’s Information to all Members at least 14 days before the Society Meeting chosen by the Member; or

If the Executive Committee fails to do this, the Member has the right to raise the motion at the following Society Meeting.

(2) The Executive Committee may also decide to put forward motions for the Society to vote on (“Committee Motions”) which shall be suitably notified.

Chapter IX Finance and Asset Management

Article 60 Sources of funds of the Society:

- (1) Social and corporate donations;
- (2) Project funding;
- (3) Fees for carrying out activities or services;
- (4) Membership fees;
- (5) interest;
- (6) Other legal income.

Article 61 The expenses of the Society shall be used for operational expenditures such as career development, activity costs, and staff salaries; they shall not be distributed among the Members of the Council.

Article 62 The Society shall establish a strict financial system to ensure that financial information is legal, authentic, accurate and complete.

Article 63 The assets and financial management of the Society shall be specifically responsible by the Executive Committee and shall be supervised by the leadership of the Board of Directors and the Board of Supervisors.

Article 64 The Executive Committee shall submit a financial report each year, which shall be reviewed by the Board of Supervisors and get approval by the Council.

Article 65 The financial year of the Society shall begin on April 1 of each year and end on March 31 of the following year.

Article 66 This Council opens an official designated account at ASB Bank of New Zealand. Any two of the following leaders shall sign at the same time to manage and operate the designated bank account: the President of the Board of Directors (or the Executive President of the Board of Directors), the Vice Presidents of the Board of Directors, the Secretary-General of the Executive Committee, and the Chief Financial Officer.

Article 67 The seal of this Council shall be managed by the Executive Committee, and only be used after written authorization by one of the following leaders: the President (and/or Vice Presidents) of the Global Presidium, the President (and/or Vice Presidents) of the Advisory Committee, the Chairman (and/or Vice Chairmen) of the Council, President (and/or Vice Presidents, Members) of the Board of Directors, and the Secretary General of the Executive Committee.

Article 68 The Board of Directors shall hire professional auditors to audit the accounts of the Society in each financial year. The qualifications and abilities of the auditors to be employed shall be reviewed by the Board of Supervisors, and the audit work shall be carried out under the leadership of the Board of Supervisors.

Article 69 The Executive Committee must cooperate with the annual audit work.

- (1) Provide all necessary information related to financial work, including financial statements, notes, documents and other information;
- (2) Providing additional documents and information as required by the auditors;
- (3) Relevant staff members are obliged to cooperate with the auditors to conduct investigations within a reasonable range.

Article 70 After the completion of the annual audit report, the Board of Supervisors shall review it and submit it to the Council for approval.

Article 71 *Winding up*

(1) Society Liquidation:

a) In accordance with a special resolution passed pursuant to the provisions of section 24 and/or 25 of the Incorporated Societies Act 1908.

b) Members may resolve to put society into liquidation. The society may be put into liquidation if the society, at a general meeting of its members, passes a resolution appointing a liquidator, and the resolution is confirmed at a subsequent general meeting called together for that purpose and held not earlier than 30 days after the date on which the resolution to be confirmed was passed.

c) High Court may put society into liquidation. The society may be put into liquidation by the appointment by the High Court as liquidator of a named person or of an Official Assignee for a named district.

(2) The administration of the liquidation:

a) The society shall be closed.

b) The society shall identify and sell its assets.

c) The society shall contact and receive claims from the creditors.

d) The society shall send progress reports to the creditors.

e) The society shall investigate possible offences or unusual transactions.

f) The society shall make payments to creditors.

(3) If the Society is wound up, property disposition in the event of society liquidation:

a) In the event of NEXT FEDERATION being wound up, any surplus assets after payment of NEXT FEDERATION's liabilities and expenses may be paid to or distributed equally among the members of the Council and the Board of Directors of NEXT FEDERATION remaining at the time of winding up.

b) In accordance with procedures stated in section 27 of the Incorporated Societies Act 1908.

c) On the liquidation of the society or on its dissolution by the Registrar, all surplus assets of the society after the payment of all costs, debts, and liabilities shall, subject to any trust affecting the same, be disposed of in manner provided

by the rules of the society or, if such assets cannot be disposed of in accordance with the rules, then as the Registrar directs.

d) If the said surplus assets of the society are subject to any trust, they shall be disposed of as the High Court or a Judge thereof directs in the case where a liquidator was appointed by the court, or as the Registrar directs in a case where a liquidator was appointed by a resolution of the members or in the case of a dissolution by the Registrar.

Chapter X Supplementary Provisions

Article 72 The Board of Directors shall, when necessary, initiate the revision procedures of the Rules of the Society. Any proposed motion to amend, alter, replace or rescind these Rules shall be signed by at least 66% of eligible Members of the Council and given in writing to the Secretary General at least 7 days before the Council Meeting at which the motion is to be considered, and accompanied by a written explanation of the reasons for the proposal.

Article 73 The revised articles of Society shall be subject to the approval of the Council for entry into force by a resolution passed by a two-thirds majority of those Members of the Council present and voting.

Article 74 The Rules of Society are subject to the Chinese version and are translated into other languages.

Article 75 The Rules of Society get approval by the Council on 4 May of 2020 and become effective on the date of adoption.

Article 76 The right to interpret the Rules of Society shall be owned by the Board of Directors of the Society.