



REBUS NZ INCORPORATED

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15th December 2015.

THIS IS AN OPEN LETTER TO THOSE PROBUS CLUBS IN NZ WHO ARE NOW LEGALLY REQUIRED TO REMOVE THE WORD "PROBUS" FROM THEIR NAME.

Greetings to you,

Our Club, the Men's Probus Club of Hibiscus Coast, anticipated the likely need for those Clubs no longer affiliated to Probus South Pacific Ltd, (PSPL) to eventually have to re-name their Clubs. A suggestion, first made to the Steering Committee in 2014 to adopt the name of **Rebus** was further followed up in October this year when we volunteered to assist the PNZI Council with the selection of a suitable replacement name. Both moves were rejected.

On the 4th November, an offer was made by PSPL to PNZI of the sum of \$15,000 towards PNZI's legal costs in consideration of which, PNZI was to agree to withdraw its opposition to PSPL trade-marking the Probus name at the Intellectual Property Office (IPO.) This had to be accepted by the 26th November.

It is a matter of some regret that this offer was withheld from Council members, but even of more concern is that it was not referred to those Clubs who would be directly affected.

The Chairman of PNZI gave his consent to the offer within the time limits specified by PSPL, the result of which is that the opportunity to argue the case in the IPO as to why PSPL should not be able to trade-mark the Probus name, has now been squandered.

We do not necessarily concur with Marks and Worth's opinion that PNZI's objection in the IPO to PSPL's application to trade-mark the name, would have been unsuccessful. Too late now – we will never know what the outcome might have been. However, advice we have received suggests that although the High Court found in favour of PSPL in respect to its case against the 7 incorporated Clubs and PNZI itself, the outcome in the IPO could have been entirely different.

In our view, PNZI was seriously amiss in not rejecting PSPL's offer given the time-frame imposed. It should have referred the proposal to **all** Councillors, **all** affected Clubs and sought an extension of PSPL's offer so that the matter could be given appropriate consideration. If PSPL could not accept an extension

of time, then the offer should have been declined. PSPL were probably bluffing over the threat to rescind the offer. (Note the constraints imposed in communicating with Clubs over year's end.)

You may be aware that each of the seven incorporated Clubs as well as PNZI, are at present going through the process of urgently adopting a name change. For them, this has to be finalized by mid-January. As the interim suggestion of "Fellowship Clubs" made by PNZI would appear to have been less than well received, we have taken the initiative and invited all seven Clubs to accept an offer, free of any charge, to adopt the name of **Rebus**. This will avoid the possibility of having to change their name twice. **One has already accepted and keen interest has been expressed by the others.**

Rebus NZ was incorporated only 2 weeks ago on the 7th December 2015 and has as its founding members, 15 key persons from within our membership. These include 5 Past Presidents, two Life Members, the current President and the President 2016 elect. The balance are current HBC committee members, two of whom were actively involved in the Steering Group which gave rise to the formation of PNZI (**Graeme McIntosh** as Administrator 2013-4, who also arranged the Public Liability and Travel Insurance replacements, and **John McColl** who designed the database for all Clubs who subsequently affiliated with PNZI).

Invitations will soon be extended to **REBIANS** in other parts of NZ to join the present 7 person **Rebus** committee.

The purposes for which **Rebus** was established include registration of the name and the ability to provide for affiliation of disaffected Clubs, plus designing a logo and taking "all appropriate steps to ensure that both the logo and **Rebus** name are protected against improper use by non-affiliated organizations".

A copy of the **Rebus Certificate of Incorporation** is attached. We chose this name because it is unique, brief and not dis-similar to Probus. In any event, we think that its abbreviation of "**Retired Business Persons**" is more appropriate than Professional and Business from which the Probus name was derived.

Please note that the logo used on this letterhead has been adopted on an interim basis.

Your Club is accordingly invited to consider adopting the **Rebus** name which at this point, is offered to you as a goodwill gesture and for which no payment is requested. You will be free to use it for the balance of the current year (to 31 March 2016) and beyond, should you at that point decide to affiliate with **Rebus**. We would then expect that whatever changes you need to make to your Constitutions, will still preserve the principles previously followed by Probus Clubs in this country. You may however elect to adopt any **Rebus Club** Constitution offered.

Our latest information is that PSPL lost no time in successfully trade-marking the name Probus on the 4th December so you should soon expect to receive instructions to immediately change your name – either to the interim one suggested by PNZI "Fellowship Club" or **Rebus**.

You may wonder why our Club has been so motivated to establish an entity which would appear to be in conflict with PNZI – an organization for which so much hope was held. Our concept for **Rebus** is that it will be a much simpler operation than PNZI with autonomous Clubs encouraged to go about their business without interference. Basic services are to be agreed, and to be readily accessed from a fully functional website containing details of affiliated **Rebus** Clubs and down-loadable documentation etc – a website which will be **fully functioning without endless delays**.

It has been disappointing to us and many other clubs, that the standard of PNZI's performance has fallen well short of expectations. Especially so has been their Chairman's acceptance of the "blackmail" offer from PSPL without all Council members and Clubs having been consulted.

As well, the treatment of Councillor Russell Tether who enjoys considerable support from Clubs in 9940 has been most disturbing. We do not consider there to be any justification for his removal as Treasurer or any legal basis for the subsequent Motion to have him entirely dismissed from Council. He is still awaiting the result of his appeal and as an extremely hard working Councillor, attempts to dismiss him are nothing less than appalling.

Affiliation Fees. We are in the process of constructing budgets which acknowledge certain non-recurring set-up costs. PSPL have announced an increase for 2016/7 to \$6.25, PNZI's have been at \$3.00. We do not anticipate that **Rebus** fees for 2016/7 are likely to exceed \$2.00. To demonstrate the confidence we have in the future for **Rebus**, all members of our committee have made interest free loans to **Rebus** to enable payment of expenses prior to the new 2016/7 year. These will be repaid at some appropriate time in the future.

Travel and Public Liability Insurance. Negotiations are under way to ensure that these facilities will be accessible by **Rebus** affiliated Clubs.

Included is a photo of those 15 members who attended the inaugural meeting of **Rebus NZ Incorporated**. Also, one of the initial seven - person **Rebus** committee. Each of these persons have had extensive business and community experience, are computer literate and are fully committed to the task ahead. We look forward to welcoming additional **Rebians** from around NZ in due course.

To enable your Club to give in-depth consideration to our proposal, a copy of the **Rebus Constitution** lodged with the application to incorporate, is available upon request. So too is the **Standard Club Constitution** which you may voluntarily adopt – or retain your own, as preferred.

We apologize for the length of this communication – but it is important that you are aware of the reasons for the establishment of **Rebus**. Please circulate it widely within your Committee and Club so that you can be well-prepared when faced with the demands from PSPL to urgently re-name your Club.

You will appreciate that we do not have access to PNZI's database so it is possible that we may not have your Club's current contact details correct. If so, kindly pass onto the correct Officer. Please advise if you require any further information. Contact us, either by email or phone – 09 424 7115 or mob 0274 739 787.

Yours sincerely,

Graeme McIntosh (Chairman)



The 11 members who attended the inaugural meeting of Rebus NZ Incorporated held on the 5 December 2015.

From left to right: Malcolm Vincent, John Humphries, Max Edward, Peter Odendaal, Bob Hagan, John Salmon, John McColl, John Lee, Pieter Hopkins, Ray Watkins, Graeme McIntosh.



The initial Rebus Committee.

Back row: John McColl, John Salmon, John Humphries (Treasurer) John Lee,

Front row: Peter Odendaal, (Secretary) Graeme McIntosh (Chairman) Pieter Hopkins.