

Constitution and rules of the New Zealand Veterinary Nursing Association Incorporated

Introductory rules

Name

The name of the society is New Zealand Veterinary Nursing Association Incorporated (in these Rules referred to as the 'Society').

Definitions

In these Rules, unless the context requires otherwise, the following words and phrases have the following meanings:

'Act' means the Incorporated Societies Act 1908 or any Act which replaces it (including amendments to it from time to time), and any regulations made under the Act or under any Act which replaces it.

'Annual General Meeting' means a meeting of the Members of the Society held once per year which, among other things, will receive and consider reports on the Society's activities and finances.

'Associated Person' means a person who:

- may obtain a financial benefit from any matter being dealt with by any Member (as a Committee Member, or in any General Meeting, or otherwise for the Society) where that person is the spouse, civil union partner, de facto partner, child, parent, grandparent, grandchild, or first cousin of that Member
- may have a financial interest in a person to whom any matter being dealt with by any Member (as a Committee Member, or in any General Meeting, or otherwise for the Society) relates
- is a partner, director, officer, board member, or trustee of a person who may have a financial interest in a person to whom any matter being dealt with by any Member (as a Committee Member, or in any General Meeting, or otherwise for the Society) relates
- may be interested in the matter because the Society's constitution so provides.

but no such Member shall be deemed to have any such interest:

- merely because that Member receives an indemnity, insurance cover, remuneration, or other benefits authorised under this Act; or
- if that Member's interest is the same or substantially the same as the benefit or interest of all or most other members of the Society due to the membership of those members; or
- if that Member's interest is so remote or insignificant that it cannot reasonably be regarded as likely to influence that Member in carrying out that Member's responsibilities under this Act or the Society's constitution; or

if that Member is an officer of a union and that Member's interest is merely as an employee that will benefit from the union acting in the ordinary course of promoting its members' collective employment interests.

'President' means the Committee Member responsible for, among other things, overseeing the governance and operations of the Society and chairing General Meetings.

'Clear Days' means complete days, excluding the first and last named days (for instance, excluding the date a Notice of meeting is posted or sent to Members and the date of the meeting).

'Committee' means the Society's governing body.

'Committee Member' means a member of the Committee, including the Chair/President, Vice President, Secretary and Treasurer.

'Vice President' means the Committee Member elected or appointed to deputise in the absence of the President.

'General Meeting' means either an Annual General Meeting or a Special General Meeting of the Society.

'Matter' means (a) the Society's performance of its activities or exercise of its powers; or (b) an arrangement, agreement, or contract (a transaction) made or entered into, or proposed to be entered into, by the Society.

'Member' means a person properly admitted to the Society who has not ceased to be a member of the Society.

'Notice' to Members includes any notice given by post, courier or email; and the failure for any reason of any Member to receive such Notice or information shall not invalidate any meeting or its proceedings or any election.

'Register of Interests' means the register of interests of Committee Members kept under these Rules.

'Register of Members' means the register of Members kept under these Rules.

'Rules' means the rules in this document.

'Secretary' means the Committee Member responsible for, among other things, keeping the Register of Members, the Register of Interests, and recording the minutes of General Meetings and Committee meetings.

'Special General Meeting' means a meeting of the Members, other than an Annual General Meeting, called for a specific purpose or purposes.

'Treasurer' means the Committee Member responsible for, among other things, overseeing the finances of the Society.

'Veterinary Nurse' means any member that holds a recognised qualification in Veterinary Nursing or Veterinary Technology

The Society must not operate for the purpose of, or with the effect of:

any Member of the Society deriving any personal financial gain from membership of the Society, other than as may be permitted by law

1. TITLE

The name of the society is New Zealand Veterinary Nursing Association (Incorporated) (in these Rules referred to as the 'Society').

2. AIMS AND OBJECTIVES

The Aims and Objectives of the Association shall be:

- 2.1 To foster and promote the highest standards of veterinary nursing;
- 2.2 To foster and promote the interests and status of qualified veterinary nursing staff, trainee veterinary nursing staff, lay staff and other para-professionals in the employment of members of the veterinary profession;
- 2.3 To provide advice and assistance where feasible to those persons mentioned in 2.2;
- 2.4 To provide help and advice to persons wishing to make veterinary nursing their career;
- 2.5 To keep a record of members;
- 2.6 To take part in other activities relevant to the practice of veterinary nursing;
- 2.7 To collaborate with relevant agencies to establish and maintain regulation and professional standards of allied veterinary professionals in New Zealand;
- 2.8 To advocate and work with relevant agencies to ensure appropriate and relevant educational standards and training provision of allied veterinary professionals

The Society must not operate for the purpose of, or with the effect of:

- any Member of the Society deriving any personal financial gain from membership of the Society, other than as may be permitted by law, or
- returning all or part of the surplus generated by the Society's operations to Members, in money or in kind, or
- conferring any kind of ownership in the Society's assets on Members

but the Society will not operate for the financial gain of Members simply if the Society:

- engages in trade,
- for matters that are incidental to the purposes of the Society, pays a Member of the Society that is a body corporate that is not, or are the trustees of a trust that are not, carried on for the private pecuniary profit of any individual,
- reimburses a Member for reasonable expenses legitimately incurred on behalf of the Society or while pursuing the Society's purposes,
- provides benefits to members of the public or of a class of the public and those persons include Members or their families,
- pays a Member a salary or wages or other payments for services to the Society on arm's length terms (terms reasonable in the circumstances if the parties were connected or related only by the transaction in question, each acting independently, and each acting in its own best interests; or are terms less favourable to the Member than those terms),
- pays any Member interest at no more than current commercial rates on loans made by that Member to the Society, or
- provides a Member with incidental benefits (for example, trophies, prizes, or discounts on products or services) in accordance with the purposes of the Society.

3. REGISTERED OFFICE

The Registered Office of the Society shall be at such place in New Zealand as the Committee from time to time determines, and changes to the Registered Office shall immediately be notified to the Registrar of Incorporated Societies in a form and as required by the Statute.

4. OTHER POWERS

In addition to its statutory powers, the Society:

- may use its funds to pay the costs and expenses to advance or carry out its purposes, and to employ or contract with such people as may be appropriate, and
- may invest in any investment in which a trustee may lawfully invest.

5. MEMBERSHIP

The Society shall maintain the minimum number of Members required by the Act.

- 5.1 There shall be the following classes of membership within The Association:
 - a) Full Membership
 - b) Associate Membership
 - c) Honorary Membership
 - d) Student Membership
 - e) other classes as the NZVNA Executive Committee may from time to time decide;
- 5.2 Only full members, who are normally resident in New Zealand, shall be eligible for election to the Executive Committee of the Association.
- 5.3 Full membership status shall be open to persons who hold an appropriate Veterinary Nursing or Veterinary Technology qualification that is recognised by the New Zealand Veterinary Nursing Association. Those persons who gained Full membership status under Clause 3.3 of the preceding editions of the Constitution of the NZVNA shall be able to keep that Full membership status providing that they remain financial members of The Association. Should their membership lapse for a period of more than three (3) months then they will have to reapply for membership and have to comply with the current membership conditions dictated by the current edition of the Constitution.
- 5.4 Associate membership shall be open to persons who do not satisfy the requirements for full membership, but who have a genuine interest in the care and science of animals, and have an interest in the aims and objects of the NZVNA.
- 5.5 Associate members who later fill the requirements for full membership must apply to the Executive Committee for a transfer of membership category.
- 5.6 Honorary membership may be conferred upon individuals in recognition of outstanding services to veterinary nursing or to the Association, on the recommendation of the Executive Committee. Honorary members are not required to pay a subscription.
- 5.7 Members in any of the foregoing categories of membership shall enjoy all the privileges of membership of the Association save that the Associate or Honorary members (other than those who immediately prior to honorary

- membership being conferred on them, have been full members of the Association) shall not have the right to vote for, nor be eligible for election to the Executive Committee
- 5.8 Student membership status shall be open to people who are enrolled in any NZQA approved Animal Health or Welfare programme. They must supply proof of enrolment in such programme

6. APPLICATION FOR AND TERMINATION OF MEMBERSHIP

- 6.1 Applications for membership of the Association may be submitted in writing on an official application form (photocopies are acceptable) or by enrolling via the NZVNA website. Documented proof of qualification is required for full membership. Documented proof of enrolment is required for student membership.
- 6.2 Applications for membership shall be considered and approved by the Membership Secretary upon receiving sufficient documentation of a proposed member's qualification and payment of the appropriate membership fee. All new members shall receive notice following membership approval. This will be followed up by a membership pack which will be sent to them as soon as possible.
- 6.3 In the event of an application being rejected, the applicant will be notified and the membership fee submitted shall be returned forthwith.
- 6.4 Any person wishing to resign from the Association shall give notice in writing to the Membership Secretary. Such resignation shall not be effective until it has been accepted by the Membership Secretary.
- 6.5 The Executive Committee shall have the power to terminate the membership of any member for good cause, and in the event of such termination, no refund of any membership fee shall be payable
- 6.6 The Executive Committee may refuse membership to any applicant without stating any reason for their refusal.
- 6.7 The annual subscription and any other fees for membership for the then current financial year shall be set by resolution of a General Meeting (which can also decide that payment be made by periodic instalments).
- 6.8 Any Member failing to pay the annual subscription (including any periodic payment), any levy, or any capitation fees, within 3 calendar month(s) of the date the same was due for payment shall be considered as unfinancial and shall (without being released from the

obligation of payment) have no membership rights and shall not be entitled to participate in any Society activity or to access or use the Society's website, premises, facilities, equipment and other property until all the arrears are paid. If such arrears are not paid within 3 months of the due date for payment of the subscription, any other fees, or levy the Committee may terminate the Member's membership (without being required to give prior notice to that Member).

7. MEMBERSHIP ROLL

Every Member shall provide the Society with that Member's name and contact details (including postal address, telephone number(s), and any email address) and promptly advise the Society of any changes to those details.

Membership does not confer on any Member any right, title, or interest (legal or equitable) in the property of the Society.

8. SUBSCRIPTIONS AND FEES

The annual subscription for all grades of membership shall be determined by the Executive Committee at a General Meeting. If an increase is proposed this will need to be tabled at the next Annual General Meeting. All subscriptions become due yearly after the initial payment and must be paid within three months of that date. A reminder shall be sent to the member when the subscription is due. No member whose subscription for the year is unpaid shall be eligible to stand for election, nominate members or officers or to vote.

8.1 If a subscription remains unpaid, a reminder notice will be sent just prior to the membership expiring. If membership is not renewed then that person's membership will lapse and they will be inactivated on the database. They have the right to reapply at any future date using the same application criteria and their membership renewal month will change according to when they renew again.

9. CEASING TO BE A MEMBER

A Member ceases to be a Member:

- on death or

- by resignation from that Member's class of membership by notice to the Membership Secretary, or
- on termination of a Member's membership following a dispute resolution process under these Rules.

10. BECOMING A MEMBER AGAIN

Any former Member may apply for re-admission in the manner prescribed for new applicants.

However, if a former Member's membership was terminated following a dispute resolution process, the applicant may be re-admitted only by a General Meeting on the recommendation of the Committee.

11. RESPONSIBILITIES OF MEMBERS

- 11.1 Every member of the Association shall be bound to observe the provisions of the Constitution and Rules of the Association currently in force.
- 11.2 No member of the Association shall enter any contract or pledge the credit of the Association or represent or hold out that they have the power to do so without the specific authority from the Executive Committee.

12. PRIVILEGES OF FULL MEMBERS

- 12.1 To attend all Annual General Meetings and have one vote on each issue there at, except that the President at any meeting will have no deliberative, but will have a casting vote in the event of equality of votes.
- 12.2 To nominate candidates for the Executive Committee.
- 12.3 To stand for the Executive Committee if nominated.
- 12.4 To receive all routine publications of the Association.
- 12.5 To enjoy other such privileges and benefits as the Executive Committee may from time to time determine.

13. PRIVILAGES OF ASSOCIATE MEMBERS

- 13.1 To attend all Annual General Meetings.
- 13.2 To receive all routine publications of the Association.

13.3 To enjoy other, such privileges and benefits as the Executive Committee may from time to time determine.

14. PRIVILEGES OF HONORARY MEMBERS

14.1 To attend all Annual General Meetings but without the right to vote, unless prior to Honorary Membership being conferred, that person held or was qualified to hold, Full Membership status, in which case the privileges of Full Membership also apply.

14.2 To receive all routine publications of the Association.

14.3 To enjoy other such privileges and benefits as the Executive Committee may from time to time determine.

15. ANNUAL GENERAL MEETINGS: BUSINESS

The business of an Annual General Meeting shall be to:

- confirm the minutes of previous Society Meeting(s),
- adopt the President's annual report on Society business,
- adopt the Treasurer's report on the finances of the Society, and the annual financial statements,
- set any subscriptions for the current financial year,
- consider any motions and correspondence
- consider any general business.

The Committee must, at each Annual General Meeting, present the following information:

- an annual report on the affairs of the Society during the most recently completed accounting period,
- the annual financial statements for that period, and
- notice of any disclosures of conflicts of interest made by Committee Members during that period (including a brief summary of the matters, or types of matters, to which those disclosures relate).

The date of the Annual General Meeting shall be fixed by the Executive Committee and shall be held within one year from the end of the Association's financial year wherever possible. This may vary when the Annual General Meeting is held during the NZVNA's annual conference.

Prior notice must be sent to all members at least six weeks before the proposed meeting.

16. SPECIAL GENERAL MEETINGS

Special General Meetings may be called at any time by the Committee by resolution. The Committee must call a Special General Meeting if the Secretary receives a written request signed by at least 10 per cent of Members. Any resolution or written request must state the business that the Special General Meeting is to deal with.

The Rules relating to the procedure to be followed at General Meetings shall apply to a Special General Meeting, and a Special General Meeting shall only consider and deal with the business specified in the Committee's resolution or the written request by Members for the Meeting.

No Special General Meeting may be held unless at least 10 percent of eligible financial Members attend. This will constitute a quorum.

If, within half an hour after the time appointed for a meeting a quorum is not present, the meeting – if convened upon request of Members – shall be dissolved; in any other case it shall stand adjourned to a day, time and place determined by the President of the Society, and if at such adjourned meeting a quorum is not present those present in person or by proxy shall be deemed to constitute a sufficient quorum. Any decisions made when a quorum is not present are not valid.

16.1 Guests may only be admitted to General or Executive Committee meetings with the prior consent of the President and Executive Committee.

16.2 Social and instructive meetings may be arranged at any time by the Executive Committee, providing no matters of a confidential nature relating to the Association are discussed.

17. PROCEDURE

The Committee shall give all Members at least 10 Clear Days' Notice of a Special Meeting and of the business to be conducted at that Meeting.

The Special Meeting and its business will not be invalidated simply because one or more Members do not receive the Notice.

All Full Members may attend, speak and vote at the Special General Meeting:

- in person, or
- by a signed original written proxy (an email or copy not being acceptable) in favour of some individual entitled to be present at the meeting and received by, or handed to, the Secretary before the commencement of the Special General Meeting,

18. MINUTES

Minutes must be kept by the Secretary or Administrator of all General Meetings

19. EXECUTIVE COMMITTEE

The Committee will consist of Committee Members who are:

- Members; and
- not disqualified by these Rules or the Act.

The Committee will include:

- a President,
- a Vice President,
- a Secretary
- a Treasurer,

and not fewer than 5 or more than 10 other Committee Members.

19.1 The President, Vice President, National Secretary and National Treasurer shall be known collectively as '*THE OFFICERS*' and their powers and duties shall be set out in Article 25 of this constitution.

19.2 The Officers shall be ratified at an Annual General Meeting and shall hold office for one year. Retiring officers shall be eligible for re-election.

19.3 The Executive Committee shall aim to meet at least four times a year, but must meet at least once a year, and at other times as may be necessary. Notice of such meetings shall be sent to all Executive Committee members at least 14 (fourteen) clear days before the meeting. The quorum for any

such meeting shall be at least half of the total membership of the Executive Committee and at least two of those present must be an Officer.

19.4 All questions for decision at any meeting of the Executive Committee shall be determined by simple majority voting. The President shall have no deliberative vote but, in the case of an equality of votes, shall have a casting vote.

19.5 A member of the Executive Committee shall cease to hold office if:-

- a) By notice in writing they resign the office
- b) They cease to be a member of the Association
- c) They are guilty of conduct which in the opinion of the Executive Committee is prejudicial to the interests of the Association with right of appeal at a general meeting

19.6 In the event of an Executive Committee member wishing to resign from office, notice should be given in writing to the President who will notify the Executive Committee. In the event of such resignation or the resignation of the Vice President, National Secretary, or National Treasurer, the Executive Committee may, at its discretion, appoint a replacement at its next meeting, and such appointment shall continue until the next Annual General Meeting or to the conclusion of the term of the Committee member replaced.

19.7 If any member of the Executive Committee shall -

- a) Fail to participate in the performance of duties of the Executive Committee;
- b) Cease to take an active interest in the affairs of the Association;
- c) Fail consistently to answer communications sent to him or her on Association matters; or
- d) By any act or omission bring discredit upon the Association –

He or she may be asked by the President, with the prior approval of the Executive Committee, to resign his or her membership to the Executive Committee.

19.8 Notwithstanding the other provisions of this Article or of this Constitution, the Executive Committee shall retain full power to act in spite of any vacancy of its membership, and without the appointment of any replacement, if it so decides until the next Annual General Meeting.

19.9 The Executive Committee shall have the power to co-opt individual full, associate or student members for specific purposes, and to establish committees, sub-committees and working-parties to carry out tasks on behalf of the Association, subject to ratification at the next ensuing Annual General Meeting.

19.10 The Executive Committee has the right to offer an honorarium to any Executive Committee member who has been a Committee member for a minimum of five years. Such honorarium to be agreed upon by all Executive Committee members at a general meeting.

19.11 The Executive Committee shall have the right to employ an Administrator to assist with the day-to-day functioning of the Association.

19.12 Said Administrator may, or may not, assist the President, Secretary and Treasurer with any duties they may wish to seek assistance with. The said Administrator may, or may not, take on the roll of Membership Secretary and perform the duties of keeping the Membership Roll up to date by processing membership applications and renewals.. The Administrator may assist the Treasurer by processing payments of membership fees and any other duties the Treasurer may wish to seek assistance with

19.13 The President may bestow any other duties on the Administrator as the Committee see fit

19.14 The structure of the Executive Committee may be altered according to the future needs of the Association after discussing and agreement by vote amongst the members at an Annual General Meeting.

20. APPOINTMENT OF OFFICERS

Only persons who satisfy the criteria for full membership will be eligible for election as officers. Officer positions can only be taken up by current Committee Members

Nomination of members for election as Officers must be decided upon by the current Committee, one of which shall act as the proposer and one as the seconder. Any such nomination must be ratified at the next Annual General Meeting

21. ELECTION OF COMMITTEE MEMBERS

The election of Committee Members shall be conducted as follows:

- a. At least seven clear days before the date of the Annual General Meeting, the Secretary shall give Notice to all Members by notifying of them such information (not exceeding one side of an A4 sheet of paper) as may be supplied to the Secretary or Administrator by or on behalf of each nominee, in support of the nomination.
- b. If there are insufficient valid nominations received under this Rule, but not otherwise, further nominations may be received from the floor at the Annual General Meeting.
- c. Votes shall be cast in such a manner as the chairperson of the Annual General Meeting shall determine.
- d. Two Members (who are not nominees) or non-Members appointed by the chairperson of the Annual General Meeting shall act as scrutineers for the counting of the votes and destruction of any voting papers.
- e. The failure for any reason of any financial Member to receive such Notice shall not invalidate the election.
- f. In the event of any vote being tied the tie shall be resolved by the incoming Committee (excluding those in respect of whom the votes are tied).

22. ELECTION PROCEDURE

The National Secretary will circulate to the membership, at least three weeks prior to the date of the Annual General Meeting, a list of those persons constitutionally proposed and seconded for election as officers or Committee Members, and confirmation that the persons proposed are prepared to stand.

- 22.1** Those members who are entitled to vote will be advised by email when a voting paper is available on the NZVNA website which will contain the date by which this must be completed in order to constitute a valid vote.
- 22.2** The returned votes shall be counted by two scrutineers.
- 22.3** The result of the voting shall be announced at the Annual General Meeting, when the successful candidates shall be formally declared to have been elected.

23. REMOVAL

Where a complaint is made about the actions or inaction of a Committee Member (and not in the Committee Member's capacity as a Member of the Society) the following steps shall be taken:

- The Committee Member who is the subject of the complaint, must be advised of all details of the complaint.
- The Committee Member who is the subject of the complaint, must be given adequate time to prepare a response.
- The complainant and the Committee Member who is the subject of the complaint, must be given an adequate opportunity to be heard, either in writing or at an oral hearing by the Committee (excluding the Committee Member who is the subject of the complaint) if it considers that an oral hearing is required.,
- Any oral hearing shall be held by the Committee (excluding the Committee Member who is the subject of the complaint), and/or any oral or written statement or submissions shall be considered by the Committee (excluding the Committee Member who is the subject of the complaint).

If the complaint is upheld the Committee Member may be removed from the Committee by a resolution of the Committee or of a General Meeting, in either case passed by a simple majority of those present and voting.

24. COMMITTEE MEMBERS' FUNCTIONS

At all times each Committee Member:

- a. shall act in good faith and in what he or she believes to be the best interests of the Society,
- b. must exercise all powers for a proper purpose,
- c. must not act, or agree to the Society acting, in a manner that contravenes the Statute or this Constitution,
- d. when exercising powers or performing duties as a Committee Member, must exercise the care and diligence that a reasonable person with the same responsibilities would exercise in the same circumstances taking into account, but without limitation, the nature of the Society, the nature of the decision, and the position

- of the Committee Member and the nature of the responsibilities undertaken by him or her,
- e. must not agree to the activities of the Society being carried on in a manner likely to create a substantial risk of serious loss to the Society or to the Society's creditors, or cause or allow the activities of the Society to be carried on in a manner likely to create a substantial risk of serious loss to the Society or to the Society's creditors, and
 - f. must not agree to the Society incurring an obligation unless he or she believes at that time on reasonable grounds that the Society will be able to perform the obligation when it is required to do so.

25. OFFICER DUTIES

25.1 The President

- a. The President shall preside over and regulate the proceedings of all meetings of the Executive Committee, in accordance with the Constitution. After the minutes of each meeting have been confirmed by those present, the President shall sign the same as a correct record.
- b. In the absence of the President, the Vice President shall take the Chair for that meeting and carry out the duties of the President. In the absence of both the President and the Vice President, such other Officer as the meeting may decide, shall take the Chair.
- c. The President will be responsible for nominating a temporary Secretary or Treasurer in the event of the absence of such Officer at any time.
- d. In the event of the President wishing to resign from office, notice should be given at once to the National Secretary and Treasurer; a letter should also be sent to the National Secretary to be read at the next Executive Committee meeting
- e. A letter should also be entrusted to the National Secretary to be read at the next Annual General Meeting when a new President will be elected by procedures provided for in this Constitution.

25.2 The Vice President

- a. The Vice President shall be deputy for the President in the event of the President being unable to be present at an Executive Committee or General Meeting.

- b. In the event of the resignation of the President from office, the Vice President shall assume the post of President until the next Annual General Meeting.
- c. In the event of the Vice President assuming the post of President, the Executive Committee will appoint a member of the Executive Committee to the post of Vice president until the next Annual General Meeting
- d. In the event of the Vice President wishing to resign from office, notice shall be given in writing to the President who shall notify the Executive Committee.

25.3 The National Secretary

- a. The National Secretary, shall attend all General Meetings of the Association and Meetings of the Executive Committee. He or she will also be responsible for the correspondence of the Association, and shall have charge, under the direction of the Executive Committee, of all records of transactions and proceedings.
- b. The National Secretary or a Minute Secretary appointed for that purpose by the Executive Committee shall present the minutes of the preceding meeting, take the minutes and note the business conducted at the current meeting.
- c. The National Secretary or a Membership Secretary appointed by the Executive Committee for that purpose shall be responsible for maintaining and holding a listed record of members, in close co-operation with the National Treasurer.
- d. In the event of the National Secretary wishing to resign from office, notice shall be given in writing to the President who shall notify the Executive Committee.

25.4 The National Treasurer

- a. The National Treasurer shall attend all General Meetings of the Association and Meetings of the Executive Committee. He or she shall be responsible for presenting a financial report each month
- b. The National Treasurer shall oversee the receipt of monies payable to the Association and from such monies shall ensure the accounts are kept of all such receipts and payments in the manner directed by the Executive Committee. Money, except current expenses, may not be paid out on account of the Association, without previous sanction of the

- Executive Committee. The administration of the funds of the Association shall be the sole responsibility of the National Treasurer.
- c. A minimum of two authorisers shall be required to authorise the release of funds for payment on behalf of the association.
 - d. All the sums of money in the hands of the National Treasurer not being required immediately for the use of the Association shall be invested in such a manner as may be directed by the Executive Committee.
 - e. The Annual Accounts of the Association shall be made up to the thirty-first day of December of each year.
 - f. The National Treasurer shall be responsible for the preparation of an income and expenditure account for each year together with a balance sheet, and shall arrange the auditing of the accounts as the Executive Committee directs.
 - g. In the event of the National Treasurer wishing to resign from office, notice in writing shall be given to the President who shall notify the Executive Committee.

26. SUB-COMMITTEES

The Committee may appoint sub-committees consisting of such persons (whether or not Members of the Society) and for such purposes as it thinks fit. Unless otherwise resolved by the Committee:

- the quorum of every sub-committee is half the members of the sub-committee,
- no sub-committee shall have power to co-opt additional members,
- a sub-committee must not commit the Society to any financial expenditure without express authority, and
- a sub-committee must not further delegate any of its powers.

27. COMMITTEE MEETINGS

27.1 Frequency

The Committee shall meet at least quarterly at such times and places and in such manner (including by audio, audio and visual, or electronic communication) as it may determine and otherwise where and as convened by the President or Secretary.

27.2 Procedure

The quorum for Committee meetings is at least two-thirds of the number of Committee Members.

28. RECORDS

Register of members

The Membership Secretary shall keep an up-to-date Register of Members, recording for each Member their name, contact details, the date they became a Member, and any other information required by these Rules or prescribed by Regulations under the Act.

28.1 Contents of Register of members

The information contained in the Register of Members shall include each Member's:

- postal address
- phone number (mobile and/or landline)
- email address
- the date the Member became a Member,

A copy of the Member's appropriate qualification in the case of Full members, or approval to study, in the case of student members

Every Member shall promptly advise the Membership Secretary of any change of their contact details.

28.2 Control and management

The funds and property of the Society shall be:

- controlled, invested and disposed of by the Committee, subject to these Rules, and
- devoted solely to the promotion of the purposes of the Society.

29. BRANCHES & SPECIAL INTEREST GROUPS

29.1 The Executive Committee may, at its discretion, upon receipt of a request to that effect from not less than eight members resident in any region or group, create a branch of the Association in such region to further the objects of the Association by holding meeting or otherwise.

- 29.2 Each branch shall be constituted and its affairs shall be carried on subject to these Constitutions and Rules and subject as aforesaid it shall be in all things subject to the Executive Committee. All Corporate Members of any Branch or Special Interest Group Committee shall be elected members of the Branch or Special Interest Group from Members of the Association.
- 29.3 Membership of a branch or special interest group shall be open to all Members of the Association.
- 29.4 The Branch or Special Interest Group Committee shall consist of no less than five members. There shall be a Chairperson, Secretary and Treasurer plus not less than two other committee members.
- 29.5 The Branch or Special Interest Group shall be self-supporting from the financial aspect, but the NZVNA Executive Committee may, at its discretion, contribute towards the formation and maintenance of a Branch or Special Interest Group from the general funds of the Association, in which case the Branch or Special Interest Group shall present its accounts annually to the Executive Committee and otherwise as the Executive Committee may require.
- 29.6 Should for any reason a Branch or Special Interest Group be disbanded all monies administered on behalf of the Association or the Branch or Special Interest Group shall be returned forthwith to the National Treasurer. In the case where a Branch or Special Interest Group structure is modified or Branches or Special Interest Group amalgamate, their funds administered on behalf of the Branches or Special Interest Group concerned shall be administered by the new organisation.
- 29.7 A Branch or Special Interest Group shall not, without the express authority of the Executive Committee, discuss with an outside body any matter of professional conduct or status.
- 29.8 A Branch or Special Interest Group shall be governed by such rules as may be deemed necessary subject to the approval and ratification of these rules by the Executive Committee.
- 29.9 Official recognition shall not be given to such a Branch or Special Interest Group until its rules have been so ratified.

30. FINANCES

Control and management

The income and property of the Association, from whatever source derived, shall be applied solely towards the promotion of the objects of the Association as set for in Article 2 of this constitution and no portion of it shall be paid or transferred directly or indirectly by way of dividend or bonus or otherwise by way of profit to the persons who, at any time are or have been members of the Association; or to any persons claiming through any of them, providing that nothing herein shall prevent the payment in good faith of remuneration to any person, other than members of Executive Committee or subsidiary bodies of the Association, in return for services actually rendered to the Association. Every member of the Association shall contribute to the assets of the Association and in the event of the same being wound up during the time that he or she is a member, or within one year afterwards, for payment of debts and liabilities of the Association contracted before the time that he or she ceases to be a member and the costs, charges and expenses of winding up same, and for the adjustment of right of the contributors amongst themselves, such amounts as required, not exceeding twice the sum of the annual subscription at the time of the event. Any remaining funds shall be or transferred to some other organisation or body having objects similar to the objects of the Association, or to some other charitable organisation or purpose within New Zealand.

The funds and property of the Society shall be:

- controlled, invested and disposed of by the Committee, subject to these Rules, and
- devoted solely to the promotion of the purposes of the Society.

30.1 The President may ask to see the books of account and the balance of the Association's funds at any time, provided at least one week's notice is given of such a request to the National Treasurer.

30.2 Any reasonable expenses incurred on behalf of any Association business or its Aims and Objectives may be claimed at the discretion of the Executive Committee. The Executive Committee should be notified before such expenditure occurs.

30.3 The Association shall be empowered at the decision of the Executive Committee to acquire premises suitable for the conduct and administration of the Association's activities. Such premises may be acquired by leasing or purchase on such terms as the Executive Committee thinks fit. The Executive Committee shall have the power to dispose of such premises by way of surrender or sale whenever any of

such premises are no longer adequate to serve the purpose for which they were acquired.

31. BALANCE DATE

The Society's financial year shall commence on 1st January of each year and end on 31st December (the latter date being the Society's balance date).

32. WINDING UP

Surplus assets

If the Society is wound up, or liquidated, or removed from the Register of Incorporated Societies, no distribution shall be made to any Member.

If, upon the winding up or dissolution of the organization, there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed amongst the members of the organisation, but shall be given or transferred to some other organisation or body having objects similar to the objects of the Association, or to some other charitable organisation or purpose within New Zealand.

33. ALTERARTIONS TO THE RULES

Amending these Rules

The Society may amend or replace these Rules at a General Meeting by a resolution passed by a simple majority of those Members present and voting.

Any proposed motion to amend or replace these Rules shall be signed by at least 5 Committee members and given in writing to the Secretary and accompanied by a written explanation of the reasons for the proposal.

At least 14 Clear Days before the General Meeting at which any amendment is to be considered the Secretary shall give to all Members notice of the proposed motion, the reasons for the proposal, and any recommendations the Committee has.

When an amendment is approved at the Annual General Meeting it shall be notified to the Registrar of Incorporated Societies in the form and manner specified in the Act for registration, and shall take effect from the date of registration.

34. OTHER

Common seal

The common seal of the Society must be kept in the custody of:

A Committee Member

The common seal may be affixed to any document and by such means as the Committee may resolve from time to time.


Amy Ross (Jan 25, 2022 20:11 GMT+13)


Dr. Jan (Jan 26, 2022 17:36 GMT+13)


robyn taylor (Jan 26, 2022 08:31 GMT+13)

THIS IS THE NINTH EDITION OF THE CONSTITUTION OF THE NEW ZEALAND VETERINARY NURSING ASSOCIATION INCORPORATED, ADOPTED AT THE ANNUAL GENERAL MEETING – NOVEMBER 2021

Constitution 9th Edition

Final Audit Report

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