



***NEW ZEALAND VETERINARY NURSING
ASSOCIATION (INC)***



CONSTITUTION AND RULES

SIXTH EDITION – MAY 2006

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CONSTITUTION AND RULES OF THE NEW ZEALAND VETERINARY NURSING ASSOCIATION INCORPORATED

1 TITLE:

The name of the Association (hereinafter called 'The Association' and of which this document shall be the Constitution) shall be The New Zealand Veterinary Nursing Association, Incorporated.

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, and lay staff 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

3. MEMBERSHIP

- 3.1 There shall be the following classes of membership within The Association:

- (a) Full Membership
- (b) Associate Membership
- (c) Honorary Membership
- (d) and other classes as the NZVNA Council may from time to time decide.

- 3.2 Only full members, who are normally resident in New Zealand, shall be eligible for election to the Council of the Association or as an Officer of the Association

- 3.3 Full membership status shall be open to persons who hold an appropriate Veterinary Nursing qualification that is recognised by the New Zealand Veterinary 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.

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- 3.4 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
- 3.5 Associate members who later fill the requirements for full membership must apply to the Council for a transfer of membership category.
- 3.6 Honorary membership may be conferred upon individuals in recognition of outstanding services to veterinary nursing or to the Association, on the recommendation of the Council. Honorary members are not required to pay a subscription.
- 3.7 DELETED as of FOURTH EDITION
- 3.8 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 Council or as an Officer of the Association.

4. APPLICATION FOR, AND TERMINATION OF MEMBERSHIP

- 4.1 Applications for membership of the Association must be submitted in writing on an official application form (photocopies are acceptable) or by letter to the National Secretary of the Association, and shall be accompanied by the appropriate membership fee. Every such application must be proposed and seconded by full members of the Association, provided that, if the applicant is not known to at least two full members and therefore has difficulty in securing a proposer and seconder, the application in question may be proposed and seconded by Council members at the Council's discretion.
- 4.2 Any person proposed for membership in accordance with the preceding paragraph **4.1**, will have the status of a provisional member until the proposal is considered by the Council. Such a person shall have, temporarily, all the rights associated with the category of membership applied for with the exception of the right to vote or to stand for election to the Council or as an Officer of the Association.
- 4.3 Applications for membership shall be considered at the meeting of the Council next following the receipt of application if a meeting falls within one month of the application. If this is not the case, the application may be considered at the discretion of the National Secretary plus one other Council member. Every person elected to membership of the Association shall have immediate notice of their election sent to them, and in the event of an applicant being rejected, the membership fee submitted shall be returned forthwith.
- 4.4 Any person wishing to resign from the Association shall give notice in writing to the National Secretary. Such resignation shall not be effective until it has been accepted by the National Secretary. The death of a member shall be accepted as immediate resignation

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4.5 Council 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

4.6 Council may refuse membership to any applicant without stating any reason for their refusal.

5 MEMBERSHIP ROLL

A register shall be kept (hereinafter referred to as the '*MEMBERSHIP ROLL*' containing the name of each member of the Association, their addresses, occupation, membership category and the date on which they became members.

6 SUBSCRIPTION

6.1 The annual subscription for all grades of membership shall be determined by the Council at the Annual General Meeting. A complete list showing the grades and amount of annual subscription payable will be circulated in each newsletter.

6.2 All subscriptions become due yearly after the initial payment and must be paid within three months of that date. A written 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.

6.3 Any member who has failed to pay the appropriate subscription when it is due, shall be reported to the Council when the said subscription is three months overdue. A warning letter shall then be sent, and if payment is not received in full within another month, membership will, subject to the absolute discretion of the Council, be withdrawn.

7 RESPONSIBILITIES OF MEMBERS

7.1 Every member of the Association shall be bound to observe the provisions of the Constitution and Rules of the Association currently in force.

7.2 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 Council. .

8 PRIVILEGES OF FULL MEMBERS

8.1 To attend all general meetings and have one vote on each issue there-at, except that the Chairperson at any meeting will have no deliberative, but will have a casting vote in the event of equality of votes.

8.2 To nominate candidates for Council

8.3 To stand for Council if nominated

8.4 To receive all routine publications of the Association

8.5 To enjoy other such privileges as the Council may from time to time determine

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9 PRIVILEGES OF ASSOCIATE MEMBERS

- 9.1 To attend all general meetings.
- 9.2 To receive all routine publications of the Association.
- 9.3 To enjoy other, such privileges as the Council may from time to time determine.

10 PRIVILEGES OF HONORARY MEMBERS

- 10.1 To attend all 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
- 10.1.1 To receive all routine publications of the Association.
- 10.1.2 To enjoy other such privileges as the Council may from time to time determine

11 COUNCIL

- 11.1 There shall be a Council of the Association which shall, subject to the provisions of the constitution, have the entire management and superintendence of the affairs, concerns and property of the Association.
- 11.2 The National Council shall consist of:
 - OFFICERS:**
 - The President - who shall also be the Chairman
 - The Vice-President
 - The National Secretary
 - The National Treasurer
 - COUNCILLORS-** There shall be not less than five and not more than nine ordinary Council members, who may include regional representatives
- 11.3 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 15** of this constitution.
- 11.4 The Officers shall be elected at an Annual General Meeting and shall hold office for one year. Retiring officers shall be eligible for re-election, with a limit for the President's position of three consecutive years.
- 11.5 The Council shall aim to meet at least twice 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 Council members at least 14 (fourteen) clear days before the meeting. The quorum for any such meeting shall be at least one third of the total membership of the Council and at least one of those present must be an Officer.
- 11.6 All questions for decision at any meeting of the Council 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.

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- 11.7 A member of Council 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 Council is prejudicial to the interests of the Association with right of appeal to a general meeting
- 11.8 In the event of a Councillor wishing to resign from office, notice should be given in writing to the President who will notify the Council. In the event of such resignation or the resignation of the Vice President, National Secretary, or National Treasurer, Council 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 Councillor replaced.
- 11.9 If any member of the Council shall -
- a. Fail to participate in the performance of duties of the Council;
 - 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 Council, to resign his or her membership of the Council.
- 11.10 Notwithstanding the other provisions of this Article or of this Constitution, the Council 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,
- 11.11 Any Regional Representatives will be determined by individual branches at their General Meeting (**See Section 18**)
- 11.12 The Council shall have the power to co-opt individual full 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.
- 11.13 The Council has the right to *offer* an honorarium to any Council who has been a Council member for a minimum of three years. Such honorarium to be agreed upon by all Council members at a general meeting.
- 11.14 The structure of the Council 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.

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12 ELECTION OF OFFICERS

Only persons who satisfy the criteria for full membership will be eligible for election as officers

- 12.1 Nomination of members for election as Officers may only be made by full members of the Association, one of which shall act as the proposer and one as the seconder. Any such nomination must be sent in writing to the National Secretary at least four weeks prior to the date of the Annual General Meeting in order that the National Secretary may ascertain if the nominee is willing to stand for election.

13 ELECTION OF COUNCILLORS

- 13.1 In the foundation year of the NZVNA and one year following, only persons who satisfy the criteria for full membership will be eligible for election as Councillors-
- 13.2 In the third and subsequent years, only Full members of the Association shall be eligible for election as a Councillor.
- a. Nomination of members for election as Councillors may be made only by full members of the Association, and every nominee shall be proposed and seconded by such a member-.
 Provided that, in the event of a proposer submitting a nomination without a seconder, and a second full member submitting a similarly unseconded nomination for the same person, the requirements of the foregoing part of this paragraph shall be deemed to have been met.
- b. Every nomination in terms of this sub-clause must be sent in writing to the National Secretary at least four weeks prior to the date of the Annual General Meeting in order that the National Secretary may ascertain if the nominee is willing to stand.
- 13.3 All Councillors shall be elected for one year in the first instance, but shall be eligible for re- election.

14 ELECTION PROCEDURE

- 14.1 The election procedure for the Foundation Council shall be decided and acted upon at the inaugural Annual General Meeting in August 1992.
- 14.2 In subsequent years, 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 Councillors, and confirmation that the persons proposed are prepared to stand.
- 14.3 Those members who are entitled to vote will also be sent, at the same time, a postal voting paper which shall advise them of the date by which this must be returned in order to constitute a valid vote.
- 14.4 The returned voting papers shall be counted by two scrutineers.
- 14.5 The result of the postal vote shall be announced at the Annual General Meeting, when the successful candidates shall be formally declared to have been elected.

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15 OFFICER DUTIES AND FUNCTIONS

15.1 THE PRESIDENT

- a. The President shall preside over and regulate the proceedings of all meetings of the Council, 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 Council 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.

15.2 VICE PRESIDENT

- a. The Vice President shall deputise for the President in the event of the President being unable to be present at a Council 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, Council will appoint a member of Council 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 Council.

15.3 THE NATIONAL SECRETARY

- a. The National Secretary or any temporary replacement appointed in terms of **Paragraph 15.1(c)** above, shall attend all General Meetings of the Association and Meetings of the Council. He or she will also be responsible for the correspondence of the Association, and shall have charge, under the direction of Council, of all records of transactions and proceedings.
- b. The National Secretary or a Minute Secretary appointed for that purpose by the Council 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 Council 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 Council.

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15.4 THE NATIONAL TREASURER

- a. The National Treasurer or any replacement appointed in terms of **Paragraph 15.1 (c)** above, shall attend all General Meetings of the Association and Meetings of the Council. He or she shall be responsible for presenting a financial report at each Council meeting.
- 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 Council. Money, except current expenses, may not be paid out on account of the Association, without previous sanction of the Council. The administration of the funds of the Association shall be the sole responsibility of the National Treasurer.
- c. The signature of the National Treasurer or National Secretary will be required on all cheques issued 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 Council.
- 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 Council 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 Council

16 GENERAL MEETINGS

- 16.1 The date of the Annual General Meeting shall be fixed by the Council and shall be held within one year from the end of the Association's financial year. Prior notice must be sent in writing to all members by the National Secretary at least six weeks before the proposed meeting. The business of such a meeting shall be:
 - a. The Minutes of the previous Annual General Meeting.
 - b. To receive and adopt the reports of the appropriate Officers.
 - c. To receive and adopt the results of the postal votes for Officers and Council
 - d. Any other business of which prior notice has been given in writing to the National Secretary at least 14 (fourteen) days before the date of the meeting.
- 16.2 A Special General Meeting may be called by the President whenever he or she thinks fit, or convened by the National Secretary on instructions from the Council, or on receipt of a requisition made and signed by at least six (6) full members stating the subject for discussion. No business shall be transacted at a special General Meeting other than that for which the meeting is called. Notice of at least 21 (twenty-one) days must be sent in writing to all members by the National Secretary notifying them of such meetings.
- 16.3 At the discretion of the Officers, a postal vote may be arranged in relation to any resolution submitted for consideration at a Special General Meeting, provided the said resolution is circulated to the membership together with the necessary voting paper.

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- 16.4 In cases of extreme urgency, a postal referendum of the membership may be held at the discretion of the Council provided that the necessary information relating thereto has been sent to all members eligible to vote therein, at least two (2) weeks in advance of the date of the referendum. Votes cast in a referendum shall be counted by an official of the Association's bankers or other independent scrutineer, and the decision reached through the referendum must be submitted for ratification at the next Annual General Meeting.
- 16.5 Guests may only be admitted to General or Council meeting with the prior consent of the President and Council
- 16.6 Social and instructive meetings may be arranged at any time by Council, providing no matters of a confidential nature relating to the Association are discussed.

17 FINANCE, INCOME AND PROPERTY

- 17.1 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 Council 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 held on trust by the NZVA or used by them for any purpose similar to the objectives of the NZVNA
- 17.2 The financial year of the Association shall run from the first day of January to the last day of December in the same year.
- 17.3 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.
- 17.4 Any reasonable expenses incurred on Association business may be claimed at the discretion of the Council. The Council should be notified before such expenditure occurs.
- 17.5 The Association shall be empowered at the decision of Council 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 Council thinks fit. The Council 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.

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18 BRANCHES

- 18.1 Council may, at its discretion, upon receipt of a request to that effect from not less than eight members resident in any region, create a branch of the Association in such district to further the objects of the Association by holding meeting or otherwise.
- 18.2 Each branch shall be constituted and its affairs shall be carried on subject to these Constitutions and Rules and in accordance with a Branch Constitution and Rules as approved by Council and subject as aforesaid it shall be in all things subject to Council. All Corporate Members of any Branch Committee shall be elected members of the Branch from Members of the Association.
- 18.3 Membership of a branch shall be open to all Members of the Association.
- 18.4 The Branch 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.
- 18.5 The Branch shall be self-supporting from the financial aspect, but the NZVNA Council may at its discretion contribute towards the formation and maintenance of a Branch from the general funds of the Association, in which case the Branch shall present its accounts annually to Council and otherwise as Council may require.
- 18.6 Should for any reason a Branch be disbanded all monies administered on behalf of the Association or the Branch shall be returned forthwith to the National Treasurer. In the case where a Branch structure is modified or Branches amalgamate, their funds administered on behalf of the Branches concerned shall be administered by the new Organisation.
- 18.7 A Branch shall not without the express authority of Council discuss with an outside body any matter of professional conduct or status.
- 18.8 A Branch shall be governed by such rules as may be deemed necessary subject to the approval and ratification of these rules by Council.
- 18.9 Official recognition shall not be given to such a Branch until its rules have been so ratified.

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19 THE CONSTITUTION

- 19.1 Within the constraints of **19.2**, proposals to amend, or alter or replace this Constitution or in respect of any other matter related thereto may be submitted in writing to the President, signed by at least six members, on the receipt of which he or she shall summon a Special General Meeting. No addition to, or alteration or deletion of the Aims and Objectives, Finance, Income and Property clause, or the Winding Up clause, shall be made without the approval of the Inland Revenue Department. The provisions and effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this document
- 19.2 The Council may direct the National Secretary to call a Special General Meeting for the purpose of enacting, amending, altering or replacing this Constitution or for any purpose relating thereto. Where a Special General Meeting is not practicable the Council may invite postal voting for any alterations submitted in **19.1** above. Where more than 50 percent (50%) of the replies received agree with any alterations this shall be taken as approval by the members for the proposed change in the Constitution, which the Council may then act upon

20 WINDING UP

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.

**THIS IS THE SIXTH EDITION OF THE CONSTITUTION OF THE NEW ZEALAND VETERINARY NURSING ASSOCIATION
INCORPORATED, ADOPTED AT THE ANNUAL GENERAL MEETING – MAY 2006**

