

RULES



President:.....

Secretary:

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DEFINITIONS AND CLARIFICATIONS

NZAOT

“NZAOT” means the New Zealand Association of Occupational Therapists Inc.

WFOT

“WFOT” means the World Federation of Occupational Therapists.

ASSOCIATION

“Association” means the New Zealand Association of Occupational Therapists Incorporated.

ACT

“Act” means the Incorporated Societies Act 1908 as from time to time amended

EXECUTIVE

OFFICER/S

The “Executive Officers” means the President, Secretary and Treasurer of the Association. They shall be members of Council.

COUNCIL

“Council” means the elected Executive Officers and five (5) Members at large

MEMBER/S

“Member/s” refers to an individual Member or collectively to Full, Associate, Honorary, Student and Corporate Members of the Association.

STANDING COMMITTEES

“Standing Committees” means those committees of the Association which carry out specified continuing activities.

ADVISORS

“Advisors” means those persons who contribute their time and experience to the Association. Their expert opinions shall be used to assist as required.

TERMS OF REFERENCE

“Terms of Reference” means the purposes and duties of various positions within the Association as set out in the Rules and Regulations. Terms of Reference shall be determined for any committee, sub-committee or working party established within the Association.

WORKING PARTIES

“Working Parties” means those committees of the Association established to achieve specific time limited tasks.

NATIONAL OFFICE

“National Office” refers to the National Office of the New Zealand Association of Occupational Therapists and shall be in such place as the Council of the Association may from time to time appoint.

EXECUTIVE DIRECTOR

“Executive Director” means any such appointee, full or part time employee of the Association responsible for conducting the day to day business and affairs of the Association according to policies set by the Council.

EMPLOYEE

“Employee” means those appointed for full or part time duties to fulfil the Objects of the Association.

MOTIONS

“Motions” means proposals placed before a meeting as a means of achieving consent for some action of the Association.

RESOLUTION

A Motion once voted on and passed becomes a “resolution” of the Association.

1 NAME

- 1.1 The name of the Association shall be the New Zealand Association of Occupational Therapists Incorporated.

2 OBJECTS OF THE ASSOCIATION

- 2.1 To promote excellence in occupational therapy practice and professional ethics in Aotearoa/New Zealand.
- 2.2 To represent the benefits and value of occupational therapy to the people of Aotearoa/New Zealand.
- 2.3 To promote the continuing development of the profession of occupational therapy.
- 2.4 To promote the interests of the membership of the Association to Government and non-government organizations within Aotearoa/New Zealand and internationally.
- 2.5 To promote and facilitate professional development and research opportunities, academic activities and publications within occupational therapy.
- 2.6 To operate a register of Members.
- 2.7 Receive bequests, donations, grants of money and to raise monies by membership subscriptions or projects organised in a manner not contrary to the laws of Aotearoa/New Zealand for the purpose of carrying out the Objects of the New Zealand Association of Occupational Therapists Inc.

3 GENERAL

Preamble:

- 3.1 The Rules of the New Zealand Association of Occupational Therapists Inc. govern its organisation, and establish standards for the operation of the Association.
- 3.2 The Regulations are the requirements which govern the internal affairs of the Association including the administration and management of the Association.
- 3.3 The Regulations are supplementary to the Rules.

3.4 Procedures

All questions of procedure not otherwise covered by the Rules or Regulations shall be covered by "Robert's Rules of Order".

3.5 Code of Ethics

A Code of Ethics which establishes the ethical standards of the Association shall be determined in the Regulations.

4 MEMBERSHIP

4.1 Classification of Members

The categories of membership shall be those decided by the Association and are stipulated as follows:

Full Member

Honorary Life Member

Associate Member

Honorary Member

Student Member

Corporate Member

4.2 Application of this Rule

Any person who was a member when these Rules became effective shall continue to be a Member upon continuous payment of the agreed subscription, even if the person does not otherwise fulfil the membership criteria now set out. Such members shall be subject to all other provisions hereby set out as may be applicable.

4.3 Membership is not transferable to a non-member.

4.4 Full, Associate, Student and Corporate membership is renewable annually.

4.5 There shall be a register of Members which shall be updated at least annually or as frequently as the Council may require.

Membership Criteria

4.6 Full Membership:

Applications shall be considered and Full Membership granted by the Treasurer or delegate or sub-committee when the applicant:

- Has current registration as an occupational therapist in Aotearoa/New Zealand.
- Satisfies any other criteria as set out in the Regulations.

Applications which do not meet the above criteria for Full membership shall be referred to the Council or to a sub-committee which deals with membership matters.

4.7 Honorary Life Membership

Nominations shall be considered and Honorary Life Membership may be granted by the Council at its discretion. To be considered for Honorary Life Membership a nominee must satisfy the following criteria:

- Meet such other requirements as the Council shall determine in the Regulations
- Demonstrate an outstanding contribution to the Association or the profession of occupational therapy as stipulated in the Regulations.

4.8 Associate Membership

Applications shall be considered and Associate Membership granted by the Treasurer or delegate or sub-committee concerned.

- When persons do not qualify for Full Membership but who assist, support or are interested in occupational therapy.
- An applicant for Associate Membership need not be an occupational therapist.
- An applicant may or may not be eligible for any other class of membership, but may not be a member in any other class of membership.

4.9 Honorary Membership

Nominations shall be considered and Honorary Membership may be granted by the Council at its discretion to any person who is not a registered occupational therapist.

To be considered for Honorary Membership a nominee must have demonstrated an outstanding contribution to the Association or to the profession of occupational therapy.

4.10 Student Membership

Applications shall be considered and Student Membership granted by the Treasurer or delegate or sub-committee concerned when the applicant is:

- Currently enrolled in an undergraduate or postgraduate educational programme and meets all other criteria stipulated in the Regulations.

4.11 Corporate Membership

Applications shall be considered and Corporate Membership granted if the applicant is an organisation or corporation having Objects not inconsistent with the Objects of the Association or for such individuals who do not qualify for Full or choose to be Associate Members, but who assist or are interested in the practice of occupational therapy.

The granting of Corporate Membership is subject to ratification by the Council at its discretion and/or by a vote of Members entitled to vote at a Meeting of Members.

5 CESSATION OF MEMBERSHIP

- 5.1 The Treasurer or delegate may terminate membership when a member fails to pay the prescribed fees within the time allowed in the Regulations.
- 5.2 In the event of termination there shall be no refund of fees paid for the current year.
- 5.3 Any person whose membership has been terminated may apply for reinstatement of membership. Such applications may be approved as specified in the Regulations.
- 5.4 A member may terminate membership by forwarding a written resignation to the Treasurer, or Delegate or sub-committee concerned
- 5.5 Council may terminate membership for just cause as specified in the Regulations

6 ENACTMENT AND AMENDMENT OF THE RULES

- 6.1 Rules may be enacted, amended or repealed by a Motion of the proposal being sent to the Secretary and to Members at least ninety (90) days before a Special or General Meeting of the Association and such Motion being put to that meeting and carried by two thirds of the votes of Members cast at that meeting whether in person or by proxy.
- 6.2 Amendment and Repeal of the Regulations

The Council by two thirds majority has the power to create, amend and repeal Regulations with respect to all matters affecting the Association not covered in the Rules and not required to be enacted as Rules pursuant to the Act.

7 MEETINGS OF MEMBERS

7.1 Place of Meetings

The Council shall determine the location of meetings of Members.

7.2 Calling of Meetings

The Council shall call an Annual General meeting of Members at least once in any calendar year.

The Council may at any time call a special meeting of Members.

Not less than five (5) percent of Members entitled to vote at a Meeting of Members may request the Council to call a special meeting of Members. The purpose of this meeting must be stated in the request along with a Proposal of Motion. Such a request shall be granted by the Council, and a meeting shall be held within ninety (90) days of Council receiving a valid request from Members.

7.3 Notice of Meeting

Notice of the time and place of a Meeting of Members shall be sent not less than fourteen (14) days before the meeting is to take place.

7.4 Annual General Meeting

Meetings of Members shall be chaired by the President, or delegate who shall be a Council member, delegated in normal circumstances by the President.

The regular business to be considered on the agenda of the Annual General Meeting:

- Receipt of and consideration and adoption of the annual report of the Council. This report to include the statement of income and expenditure for the year and the balance sheet as at the last day of the year, together with the report of the Auditor thereon.
- Election of Executive Officers and Council Members at large.
- Appointment of an Auditor

All other matters whether transacted at a Special Meeting of Members or at the Annual General meeting are deemed to be Special Business.

Notice of a meeting at which Special Business is to be transacted shall state:

- The nature of that business in sufficient detail to enable the Member to form a reasoned opinion.
- Any Motions pertaining to the Special Business.
- Reports from Standing Committees, Working Parties and/or Appointees as requested by the Council.

7.5 Member Proposal of Motion

- Members who are entitled to vote at a Meeting of Members may submit an agenda item or proposal of motion to the Council. Such Motions shall be submitted to the Council at least ninety (90) days prior to the date of the anniversary of the last **Annual** General Meeting. All Proposals of Motion must be proposed and seconded by Members entitled to vote at a Meeting of Members.
- Such Motions shall be sent to each Member in accordance with the Regulations.

7.6 Voting at Meetings of Members

Full and Honorary Life Members shall have the right to vote at any Meeting of Members. Every Motion shall be determined by a simple majority of votes cast, either in person or by proxy, except as otherwise specified elsewhere in the Rules, Regulations or the Act. In the event of this not resulting in a majority for or against a Motion, the Chair shall have the right to a casting vote.

A Member may exercise any right to vote either by being present in person or by proxy. A proxy must be appointed by notice in writing signed by the Member entitled to vote and the notice must state whether the appointment is for a particular meeting. No proxy is effective in relation to a meeting unless a copy of the notice of appointment is produced before the start of the meeting. The form of proxy may be as set out in the Regulations, or in any usual or common form.

Voting of Members shall be by a show of hands unless a Member requests a vote by ballot, and by the counting of valid proxy votes.

7.7 Quorum Requirements

A quorum at a Meeting of Members shall be five (5) percent present in person of the current number of Members entitled to vote at a Meeting of Members.

If a quorum is not present at the opening of a meeting of Members, the Chair shall adjourn the Meeting and no other business may be transacted. Council shall reconvene the meeting within ninety (90) days.

If a Meeting of Members is adjourned due to the lack of a quorum, notice shall be sent to all Members advising them of the new time and place of the rescheduled Meeting, not less than fourteen (14) days before the Meeting is to take place.

7.8 Minutes of Meetings of Members

Minutes of all Meetings of Members shall be kept and signed as correct by the Chair at the following meeting. Minutes of all Meetings of Members shall be available to Members upon request and shall be made available to all Members attending the next Meeting of Members.

8 EXECUTIVE OFFICERS AND COUNCIL MEMBERS

8.1 Nominations

Nominations for vacant positions shall be called for at least ninety (90) days prior to the date of the anniversary of the date of the last Annual General Meeting.

8.2 Election

Council Members, including Executive Officers shall be Members entitled to vote at a Meeting of Members, and shall be nominated and seconded by Members entitled to vote in accordance with the Rule covering Voting at Meetings of Members.

Voting shall be in accordance with the Rule covering Voting at Meetings of Members.

The term of office of Executive Officers and Council Members at large shall be as specified in the Regulations.

8.3 Vacancy

In the event of a vacancy as a result of retirement, resignation, death or removal of an Executive Officer or Council Member during their term of office, the Council shall appoint a duly qualified Member for the remainder of the term.

8.4 Removal

An Executive Officer may be removed from their Executive office by the Council before the expiration of his/her term of office in accordance with the Rules and Regulations.

9 FISCAL YEAR AND ACCOUNTS

9.1 Annual Financial Statement

The Council shall submit an annual financial statement to each Annual General Meeting for approval; such statement shall have been certified by the Auditor. The financial year will be as determined in the Regulations.

9.2 Banking

The bank of the Association shall be such bank as the Council shall decide. All cheques or financial transactions shall be authorised by the Executive Director (or delegated employee) and one Member of the Council (or Association Member delegated by Council), or by two (2) Members of the Council, delegated by Council.

Council may authorise the Executive Director to authorise cheques or financial transactions either alone or with the co-signature of another delegated employee under limited conditions specified in the Regulations.

9.3 Trust Funds

The Association may from time to time set up a special fund/account for a specific purpose.

9.4 Power to Borrow

The Association shall have the power to borrow and lend, purchase, lease, sell or otherwise deal with real and personal property. Such borrowing, lending, purchase, lease or sale, or other such dealing shall be the responsibility of the Council and as the Council shall decide provided that such decisions are in accordance with the Objects of the Association, and based upon good business practice including seeking professional advice.

9.5 Power to Employ

The Association shall have the power to employ persons who may be full time or part time notwithstanding they may be a Member of the Association. The salary, conditions of appointment and selection of the Executive Director shall be the responsibility of the Council. The salary, conditions of appointment and selection of employees other than the Executive Director shall be the responsibility of the Executive Director, or if there is no Executive Director, by Council.

9.6 Control and Investment of Funds of the Association

Shall be as the Council shall decide, provided that such decisions are in accordance with the Objects of the Association, and based upon good business practice including seeking professional advice.

10 REMUNERATION

10.1 The Council may by resolution, award special remuneration out of the funds of the Association, to any Member undertaking any special work or mission on behalf of the Association.

11 EXECUTION OF INSTRUMENTS

11.1 Authorised Signatories

Contracts, documents, or any other instruments not required to be signed under common seal shall be signed on behalf of the Association by either the Executive Director and one member of Council, or by any two (2) members of Council, authorised by Council. Council may authorise the Executive Director and another delegated staff member to sign contracts or other documents under limited conditions as specified in the Regulations.

11.2 Common Seal

The Council shall keep in safe custody the common seal of the Association. The seal shall not be affixed to any document except by the authority of the Council and in the presence of two Members thereof who shall attest the act of sealing by affixing their signatures to every document so sealed.

12 DISTRIBUTION OF PROPERTY ON DISSOLUTION

- 12.1 Upon the dissolution of the Association and after the payment of all debts and liabilities, any remaining property shall be distributed or transferred to the New Zealand Occupational Therapists Research and Education Trust, or if the New Zealand Occupational Therapists Research and Education Trust no longer exists, to deserving charities as determined by the Council at the time of dissolution.