



PHYSIOTHERAPY NEW ZEALAND
Kōmiri Aotearoa

Physiotherapy New Zealand Incorporated

Previously known as
New Zealand Society of Physiotherapists Incorporated

RULES

April 2013

A. NAME

1. The name of the Society is Physiotherapy New Zealand Incorporated (previously New Zealand Society of Physiotherapists Incorporated).

B. INTERPRETATION

2. In these rules:
"Act" means the Health Practitioners Competence Assurance Act 2003.
"Society" means The New Zealand Society of Physiotherapists Incorporated.
Where any Act of Parliament is referred to in these Rules it shall be deemed to refer to any Act passed in amendment or substitution for that Act.
"Day" means any day, including weekend and public holidays

C. OBJECTS

3. The objects of the Society are:
 - (a) To advance the aims of physiotherapy,
 - (b) To represent physiotherapists in public affairs and to make statements and representations on behalf of the profession,
 - (c) To ensure that the highest ethical standards are attained in the practice of physiotherapy,
 - (d) To promote and protect the interests of Members of the Society.
 - (e) To promote strategies that enables the PNZ to meet its responsibilities to the Treaty of Waitangi,
 - (f) To take into consideration the needs of New Zealand's culturally diverse society,
 - (g) To advance public health and education through physiotherapy,
 - (h) To promote and facilitate continuing education in or related to the practice of physiotherapy
 - (i) To advance the opportunities of continuing education through the NZ College of Physiotherapy Inc.,
 - (j) To support undergraduate and postgraduate academic programmes in physiotherapy,
 - (k) To facilitate and promote research in physiotherapy,
 - (l) To contribute to the advancement of the profession globally as a Member Organisation of the World confederation for Physical Therapy,
 - (m) To advance the recognition of, and interest in, physiotherapy by other health professionals, and
 - (n) To do such other things as are incidental or conducive to the attainment of these objects.

D. MEMBERSHIP

4. Classes of Membership
 - (a) Membership
Open to persons registered under the Act whether practising or not.
 - (b) Student Membership
Limited to students studying physiotherapy at approved institutions, who are not registered under the Act.
 - (c) Assistant Membership
Open to Physiotherapy Assistants working under the supervision of a registered physiotherapist.
 - (d) Honorary Membership (Physiotherapist) / Honorary Fellow
Persons eligible for membership appointed to this class of Membership by the National Executive in recognition of their outstanding contribution to physiotherapy and/or to the Society and/or their contribution in the field of public health.
 - (e) Honorary Membership (Non-Physiotherapist) / Honorary Fellow
Persons not eligible for Membership appointed to this class of Membership by the National Executive in recognition of their contribution to physiotherapy and/or to the Society or their distinction in the field of public health.

5. Rights of Members
 - (a) Student Members and Assistant Members may not vote at general meetings nor may they act as nominators, but otherwise all Members shall enjoy all rights and privileges of Membership and shall be entitled to attend meetings and functions of the Society and to receive a copy of the Society's publications.
 - (b) Members, as defined in D 4(a), shall be entitled to use the letters MPNZ; Honorary Members as defined in D4(d and e) shall be entitled to use the letters MPNZ (Hon); Honorary Fellows as defined in D4(d and e) shall be entitled to use the letters FPNZ (Hon).

6. Admission to Membership
 - (a) Applicants for Membership and Student/Assistant Membership shall be made on the Society's application form to the National Office.
 - (b) All applicants for Student Membership and Assistant Membership shall be nominated by two Members of the Society, who hold membership under rule D4 (a) and/or (d).
 - (c) The Society may require proof of registration or approval under the Act.
 - (d) The National Executive shall have the sole discretion as to whether or not to admit an applicant to membership under 4(a-c).
 - (e) No application for Membership shall be considered unless accompanied by the amount fixed from time to time by the National Executive. If the application is refused the National Office shall return to the applicant the full amount paid.

7. Termination of Membership

Membership of the Society shall be terminated:

 - (a) If the Member remains unfinancial by the 28th February of the current financial year.
 - (b) Upon the Member's resignation.
 - (c) If the Member's registration under the Act is cancelled.
 - (d) If the Member is expelled by the Society.
 - (e) If an Assistant is no longer employed as a physiotherapy assistant under the supervision of a registered physiotherapist.

8. Expulsion

The National Executive may expel from the Society, any Member who in its judgment:

 - (a) Has wilfully infringed these rules or any regulations made under them,
 - (b) Is guilty of conduct rendering that person unfit to be a Member of the Society,
 - (c) Whose expulsion has been recommended by the Ethics Committee, and
 - (d) Who has been convicted of an offence under the Health Professional Competence Assurance Act 2003, the Crimes Act 1961, the Fair Trading Act 1989, the Accident Rehabilitation and Compensation Insurance Act 1992 or any subsequent Act of Parliament pertaining to professional conduct, and
 - (e) National Executive shall expel from the Society any Member who has been removed from the Register of Physiotherapists as a result of disciplinary action, and
 - (f) Any Member expelled from the Society shall be notified promptly in writing, and
 - (g) Any Member expelled from the Society shall:
 - (i) remain liable to pay all subscriptions and levies to the end of the financial year in which Membership was terminated,
 - (ii) cease to hold himself or herself out as a Member of the Society, and
 - (h) Upon a person being expelled a second time from the Society, all rights to reapply for Membership shall be terminated.

9. Readmission
 - (a) Readmission of persons whose Membership was terminated as the result of a disciplinary matter:
 - (i) An expelled member may reapply for Membership after a period of not less than two years from the date of expulsion from the Society.

- (ii) If the expulsion was consequent upon deregistration, the applicant shall also be required to provide evidence of having practised as a Registered Physiotherapist for a period of not less than eighteen months following the date of re-registration.
 - (iii) All rights to reapply for Membership shall be terminated in the event of a second expulsion from the Society, and
 - (iv) No person who has at any time been expelled from the Society may subsequently be permitted to hold any of the following positions: National President, National Vice President, National Executive Member, Chairperson of any PNZ Inc. Committee, Chairperson of any Branch or Special Interest Group of the Society.
- (b) Readmission of persons after previous resignation or lapse of payment from PNZ Inc:
- (i) Such persons may reapply for Membership using the same procedures as first time applicants.
 - (ii) Persons readmitted to Membership following resignation at a time when a complaint procedure against them was pending shall be subject to the reinstatement of that pending complaint.

E. NATIONAL ADMINISTRATION AND OFFICERS

10. Structure

- (a) The National Executive shall be the governing body of the Society and shall be responsible for the day-to-day administration of the Society.
- (b) In the absence of a Society policy, National Executive shall have the authority to act but must bring their action to the attention of the Members.

11. National Executive

- (a) Meetings
 - (i) Regular

Regular meeting shall be called by the National Office, as directed by the National President
 - (ii) Special

A special meeting shall be called by the National Office if directed by the National President or by three National Executive representatives.
 - (iii) Notice

The National Office shall ensure that each member of the National Executive is given at least 14 days' written or emailed notice of meetings of the National Executive, except in an exceptional emergency situation.
 - (iv) Quorum

A majority of the current members of the National Executive shall be a quorum.
 - (v) Chair

The National President or, in his or her absence another member of the National Executive, shall chair National Executive meetings.
 - (vi) Voting

National Executive representatives shall have one vote each. The National President, or, in his/her absence the chair of the meeting, shall have a deliberative and casting vote.
- (b) Expenses

The Society shall meet the reasonable travelling and other expenses of members of the National Executive.

12. National President

- (a) Term of Office of National President

The Society shall have a National President who shall serve for a term of two consecutive years commencing (except in the case of an appointment or election to fill a casual vacancy) immediately after the annual general meeting following his or her election and ending at the close of the annual general meeting two years later.

- (b) Re-election of National President
The National President shall be eligible for re-election for a second term of two consecutive years and must then stand down for at least one term.
- (c) Nominations for the office of National President
 - (i) Nominees for National President must have served on Executive.
 - (ii) Any two financial members may nominate candidates for National President.
 - (iii) Nominations for National President must be submitted in writing to the National Office 40 days prior to the Annual General Meeting.
 - (iv) Nominations submitted to the National Office must include a resume written by the nominee which outlines:
 - their professional background,
 - current work status,
 - the policy directions they wish to promote as the President of PNZ, and
 - any conflicts of interest
 - (v) Resumes of candidates for National President shall be circulated to members with voting papers.
- (d) Election of National President
 - (i) The National President shall be elected by postal/electronic ballot conducted in accordance with Rule F 23, but the result shall be announced at the Annual General Meeting.
 - (ii) If there is only one nomination, the nominee shall be declared elected unopposed.
- (e) Casual Vacancy in the office of National President
If the office of National President falls vacant the National Vice President shall immediately become the National President until the next Annual General Meeting when an election shall then be held in accordance with (c) and (d) above.

13. National Vice-President

The National Vice-President shall be elected from and by the National Executive at its first meeting following each Annual General Meeting or, in the event of a casual vacancy, at the earliest opportunity.

14. National Executive Members

- (a) Number of National Executive Members
Apart from the National President, there shall be five (5) other National Executive members (including the National Vice-President). In addition one layperson may be co-opted to the Committee but will not have voting rights.
- (b) Term of National Executive Members
Each member shall serve for a term of two years commencing immediately after the Annual General Meeting and ending at the close of the Annual General Meeting two years later.
- (c) Re-election of National Executive Members
A member may serve up to two consecutive terms and must then stand down for at least one year.
- (d) Nominations for National Executive Members
 - (i) Nominees for a position as a National Executive member must be financial Members of the PNZ.
 - (ii) Any Branch, Special Interest Group or any two financial Members may make a nomination for a position as a National Executive member.
 - (iii) Nominations for a position as a National Executive member must be submitted in writing to the National Office 40 days prior to the Annual General Meeting.
 - (iv) Nominations for a position as a National Executive member submitted to the National Office must include a resume written by the nominee which outlines
 - their professional background
 - current work status,
 - any conflicts of interest, and

- the policy directions they wish to promote as a National Executive member
- (v) Resumes of candidates for a position as a National Executive member shall be circulated to members with voting papers
- (e) Election of National Executive Members
 - (i) National Executive members shall be elected by postal/electronic ballot conducted in accordance with Rule F23.
 - (ii) The highest polling candidates shall be elected to the available vacancies.
 - (iii) If the nominees are equal to the number of vacancies all shall be declared elected and if less than the number of vacancies the National Executive shall have power to co-opt additional National Executive members to fill the vacant positions.
- (f) Casual Vacancy for National Executive Member
 - (i) The National Executive may co-opt a Member to fill a casual National Executive member vacancy

15. National Office

- (a) Appointment

The National Executive may, upon such terms as it thinks appropriate, appoint to and dismiss from the National Office the person to whom they delegate responsibility for management of the National Office
- (b) Duties

The person appointed to have responsibility for the management of the National Office shall attend to the Society's day-to-day business as directed by the National Executive. In particular, the person responsible for management of the National Office (or that person's delegate) shall:

 - (i) Prepare and forward to the Registrar of Incorporated Societies such notices and returns as may be required.
 - (ii) Keep minutes of meetings of the National Executive and General Meetings of the Society.
 - (iii) Keep membership records.
 - (iv) Care for the Society's finances, keep its books of account and forward them when required to the Society's auditor, and
 - (v) Present the financial statement and auditor's report to the Annual General Meeting of the Society.

F. GENERAL MEETINGS

16. Annual General Meeting

- (a) Timing

The Society shall hold its Annual General Meeting by 30th June each year at a time and place to be fixed by the National Executive.
- (b) Business

The business of the Annual General Meeting shall be:

 - (i) Presentation of annual report and financial statements,
 - (ii) Presentation of annual reports from Branches, Special Interest Groups and Committees,
 - (iii) Announcement of election of officers,
 - (iv) Announcement of voting upon Notices of Motion, and
 - (vi) Other business including the direction for the Society for the following year.

17. Special General Meeting

A Special General Meeting shall be called as soon as practicable upon requisition in writing to the National Office by the National President or by any three Branches.

18. Notices of Motion

- (a) Submission

The National Executive, a Branch, Committee, Special Interest Group or any two Members may submit a notice of motion.
- (b) Notice

A notice of motion shall be submitted to the National Office at least 50 days before the date of the Annual General Meeting or at least 35 days before the date of any Special General Meeting

19. Notice of General Meeting
Members shall be given by email, in Member newsletter or by post at least 21 clear days of notice of a General Meeting and the notice shall state the time and place and the business to be transacted at the meeting.
20. Effect of Lack of Notice of General Meeting
If no notice or insufficient notice is given of a General Meeting, or if any business accepted by the meeting as “emergency” business which is not mentioned in the notice is transacted at the General Meeting, the National Office shall forward to the Branches any resolution taken under “emergency” business within seven days. The resulting resolutions shall be ineffective until 14 days after the meeting. If within that period three Branches not present or represented by proxy at the meeting, or 25 members not present at the meeting, sign and send to the National Office an objection to such resolution or resolutions objected to shall remain ineffective unless and until approved by a postal/electronic ballot of Members conducted in accordance with Rule F23.
21. Quorum for General Meetings
 - (a) A quorum shall be 25 Members present for an Annual General Meeting and 25 Members present for a Special General Meeting.
 - (b) If within 30 minutes of the time appointed for a General Meeting to start a quorum is not present, the Meeting shall stand adjourned to such other day and at such other time and place as the National Executive may determine, and if at the adjourned Meeting a quorum is not present within half an hour from the time appointed for the Meeting, the Members present shall be a quorum.
22. Chairperson
At all General Meetings the National President or, in his or her absence, Vice-President shall take the chair. If within 15 minutes of the time the Meeting was notified to begin neither are present the meeting shall elect a chairperson from Members present.
23. Voting
 - (a) Voting by Members
 - (i) All but Student and Assistant Members may vote.
 - (ii) Notices of motion to change rules must be passed by at least a 75% majority of those eligible Members voting.
 - (iii) Notices of motion upon all other matters must be passed by a simple majority of those eligible Members voting.
 - (b) Votes shall be exercised as follows:
 - (i) At General Meetings voting shall be by voices, by show of hands or, on demand of the chairperson or of any voting Member present, by secret ballot, and on any secret ballot each eligible voting Member shall be entitled to one vote,
 - (ii) To determine any issue already lawfully before a General Meeting the meeting may resolve to hold a postal/electronic ballot in accordance with the procedures sent out in paragraph (iv) of this Rule,
 - (iii) To determine any issue the National Executive may resolve to hold a postal/electronic ballot in accordance with procedures set out in paragraph (iv) of this Rule.
 - (iv) In respect of postal/electronic ballots held under this Rule:
 - any resolution to hold a postal/electronic ballot shall set a closing date and time for ballots to be received by the National office, but the closing date shall be no earlier than a fortnight after the date ballots are sent out to eligible voting Members,

- in respect of any motion to amend these Rules by postal/electronic ballot, the motion shall be accompanied by the reasons and recommendations from the National Executive, and such motion must be passed by a 75% majority of the eligible Members voting,
- voting in a postal/electronic ballot may be by ballot returned to the address advised at that time by post, delivery, facsimile or email,
- two scrutineers shall be appointed by National Executive to count the votes,
- the National Office shall declare the result of the ballot, and
- the result of any postal/electronic ballot shall be as effective and binding on Members as a resolution passed or an election held at a General Meeting, irrespective of whether Members voted in that postal/electronic ballot.

24. Proxies
Members may not vote by proxy at a General Meeting.

G. BRANCHES

25. Constitution
Branches of the Society may be established, amalgamated or disestablished by the National Executive. The funds and property of any Branch which is disestablished shall belong to the Society.
26. Objects
The objects of a Branch shall include and not be inconsistent with the objects of the Society.
27. Rules
Each Branch shall make its own rules providing that they must not be inconsistent with the Society's rules and are not operative until approved by the National Executive.
28. Branch Officers
Each Branch shall be administered by a Branch Committee comprising a chairperson, secretary and treasurer or a secretary/treasurer and at least two other committee members elected at the Annual General Meeting of the Branch.
29. Duties of Branch Secretary and/or Treasurer
- (a) To send the National Office:
 - (i) A copy of the minutes of meetings of the Branch and Branch Committee
 - (ii) A copy of the annual financial statements of the Branch.
 - (b) To care for the Branch's finances, keep proper accounts and submit to the Annual General Meeting of the Branch annual financial statements.
30. Delegates
- (a) Each Branch shall elect up to five delegates to speak on its behalf at General Meetings of the Society.
 - (b) Each Branch shall formally advise the National Office or the chairperson of the meeting of the names of its delegate(s).
31. Levies
A Branch in General Meeting may resolve to levy its Members for special purposes(s).

H. FINANCE

32. Financial Year
The Society's financial year shall run from 1st January to 31st December.

33. Financial Statements

A copy of the financial statements shall be included with the annual report sent to members with the notice of the Annual General Meeting. If the financial statements are unaudited when sent the auditor's report shall be presented at the Annual General Meeting.

34. Auditor

The Society shall at its Annual General Meeting elect an auditor who shall audit the Society's books of account and report as to the truth and fairness of the financial statements presented at the following Annual General Meeting.

35. Subscriptions

(a) Annual Subscription

- (i) The National Executive shall in each financial year fix the annual subscription for Members, Student Members and Assistant Members for the following year.
- (ii) The National Executive may fix a lower annual subscription for Members:
 - earning below a certain income
 - not practising
 - overseas
 - from overseas who are working temporarily in New Zealand and hold current membership of their own professional body
 - retired from practice, aged 60 years or over, who have been Members for 10 years or more.
- (iii) There shall be no subscription payable by Members in the categories set out in Rules D 4(d) and D 4(e).

(b) Due Date

The annual subscription so fixed for a financial year shall be due and payable by 28th February of that year.

(c) Arrears

Any Member whose subscription is not paid by 28th February of the financial year shall cease to be a member.

(d) Reinstatement

A Member whose subscription is in arrears beyond 28th February may redeem his or her rights and privileges of Membership by paying the subscription plus an administration fee if deemed appropriate.

(e) Resignation

Refunds to Members resigning after the 28th February shall be at the sole discretion of the Executive Director. A member paying by direct debit who resigns after the 28th February shall be liable for the full annual subscription.

36. Levies

The National Executive may impose an additional levy upon Members to meet the costs of a special activity or project.

37. Capitation Payments

- (a) The Society shall contribute to Branch funding by way of capitation payments.
- (b) The National Executive shall set the capitation rate prior to 31 December of each financial year, for the following year.
- (c) The National Office shall make a one-off payment to Branches before the end of February each year, based on the number of Full Branch members at the end of the preceding year.

38. Society's Funds and Bank Accounts

- (a) The National Executive shall control the Society's funds and shall authorise the opening of such bank accounts as it thinks necessary, and
 - (i) All cheques and withdrawal forms shall be signed by signatories authorised by the National Executive, and

- (ii) With the authority of and subject to such conditions as may be imposed by the National Executive, electronic bank transactions may be transacted by the person in charge of managing the National office or that person's delegate.
- (b) All the Society's funds shall be paid into its bank accounts within 5 working days of receipt.
- (c) The National Executive shall authorise signatories to operate the Society's bank accounts.

39. Investments

The National Executive may invest any part of the Society's funds in authorised trustee securities upon such terms as it thinks appropriate.

40. Borrowing Powers

The National Executive may borrow for and in the name of the Society such sums and upon such terms as it considers necessary and may give such security as it considers appropriate.

41. Payments to Members

No Member of the organisation or any person associated with a Member shall participate in or materially influence any decision made by the organisation in respect of the payment to or on behalf of that Member or associated person of any income, benefit, or advantage whatsoever. Any such income paid shall be reasonable and relative to that which would be paid in an arm's length transaction (being the open market value). 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.

I. PROPERTY

42. The National Executive may lease, acquire, rent or dispose of on such terms as it thinks appropriate any real or personal property.

J. COMMON SEAL

43. The Common Seal of the Society shall be kept by the National Office and affixed only pursuant to a resolution of a General Meeting or of the National Executive and in the presence of two Members of the National Executive all of whom shall sign the instrument to which the Seal is affixed.

K. SPECIAL INTEREST GROUPS

44. Recognition

- (a) The Society shall recognise groups of its members sharing a special interest.
- (b) Recognition shall be sought by notice of motion to a General Meeting of the Society.
- (c) Recognition shall not be granted unless the group:
 - (i) Has a constitution compatible with the Society's.
 - (ii) Comprises at least 10 financial members of the Society who hold membership under rule D 4 (a).
 - (iii) Has been in existence for at least one year.

45. Reporting

Provide to National Office

- i) a copy of the minutes of meetings of the SIG and SIG committee
- ii) a copy of the annual financial statements of the SIG

46. Withdrawal of Recognition

The National Executive has the power to withdraw recognition from any group which becomes inactive, fails to report or whose Membership falls below ten.

L. COMMITTEES

47. Establishment

The National Executive may establish committees to handle any aspect of the Society's affairs or for any special purpose and may define the role and appoint or remove the Members of such committees.

48. Disbandment

The Society or the National Executive may disband any committee.

N. NOTICE

49. Where a notice required to be given under these rules is sent by post, it shall be deemed to have been received seven clear days after the date of its posting. The expression "clear days notice" in respect of General Meetings excludes the day on which the notice is received or deemed to have been received or deemed to have been received and the day of the meeting.

O. RULES AND REGULATIONS

50. The Society by postal/electronic ballot or in General Meeting shall, upon notice in accordance with Rule F 18(b), have power to alter these rules and to make regulations consistent with these rules for the administration of the Society and to alter or rescind such regulations. No addition to or alteration or recession of the rules shall be approved if it affects the non-profit aims, personal benefit clause or the winding-up clause. The provision and effect of this clause shall not be removed from this document, and shall be included and implied into any document replacing this document.

P. WINDING UP

51. The Society may be wound up by a resolution passed by a 75% majority of eligible Members present and voting at a specially called General Meeting. Any funds and assets of the Society remaining after all outstanding debts and liabilities have been paid shall be distributed for such charitable purposes within New Zealand as may be decided upon by such special meeting, but shall not be distributed to the membership.
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