

INDUSTRY BRANCH OF THE NEW ZEALAND VETERINARY ASSOCIATION

RULES

NAME

1. The Branch shall be named

The Industry Branch of the New Zealand Veterinary Association.

AIMS

2. The aim of the Branch is to further the Objects of the New Zealand Veterinary Association (the "Association") and to specifically achieve this through:
 - a. Establishing within the Association an organisation with a special interest in industry.
 - b. Promoting the interests, improving the public stature, increasing knowledge, developing standards and fostering cooperation of veterinarians involved with industry.
 - c. Being recognised as an authoritative group from which other bodies including the Association's Board, may seek advice and assistance on industry.
 - d. To promote, support and encourage the good health and welfare of animals in NZ and their value in society.
 - e. To promote & encourage more effective veterinary contribution to the industry to enhance the industries standards and contribution to New Zealand.
 - f. Providing assistance to the Association and to any communities in any area where the branch or its individual members have particular expertise or historical knowledge.
 - g. Providing a focus for members of like interests to meet, share knowledge and provide mutual support.

MEMBERSHIP

3. Membership of the Branch is open to all members of the Association on application and payment of the appropriate fees, if applicable.
4. All members of the Branch, with the exception of Associate and Student members, have voting rights at Branch Annual and Special General Meetings.
5. If a decrease in the number of Ordinary Members should result in the combined total of Associate, and Life Members exceeding fifty per cent (50%) of the total membership of the Branch, the Branch shall be disbanded at the next Annual General Meeting of the Branch unless prior approval for the continuation of the Branch has been obtained from the Board of the New Zealand Veterinary Association.

BRANCH COMMITTEE

6. The officers of the Branch shall comprise at least two and a maximum of nine members and constitute the Branch Committee. The Board may approve changes to these maxima and minima where the size of the Branch or range of activity would cause hardship.
7. One of the Branch Committee is to be the President, one is the Secretary and one the Treasurer. The Branch Committee may approve the position of Secretary and Treasurer be combined where insufficient Committee Members able to perform the duties are available.
8. The total size of the Branch Committee may not exceed 50% of the membership of the Branch without the approval of the Board.

9. Normally the term of office for Committee members will be a minimum of 2 years and a maximum of 3 years. The maximum of unbroken time in office is 10 years after which the member must stand down for a minimum period of two years. The Board may waive the stand down period in exceptional cases where it is in the best interests of the Branch and Association. For Committee members serving at the time of adoption of these rules this provision shall not apply before December 2017.
10. The term of office shall begin at the close of the Branch Annual General Meeting, and ordinarily shall continue until the close of the relevant Branch Annual General Meeting. The Committee may co-opt additional members to form sub-committees for special purposes. Such sub-committees shall supply reports and comments only to the Branch Committee.

ELECTION OF COMMITTEE MEMBERS

11. Committee members shall be elected by either postal and/or electronic ballot. The postal and/or electronic ballot shall be conducted in each year prior to the Annual General Meeting and the result of the postal and/or electronic ballot shall be announced at that Annual General Meeting.
12. Nominations for Committee membership must be lodged with the Branch Secretary not less than sixty days prior to the date of the Branch Annual General Meeting. Such nominations are to be duly signed by the proposer and seconder and to carry a declaration by the nominee that he/she is prepared to stand for election as a Committee member.
13. At each Branch Annual General Meeting at least 25% of the Committee positions must be contested. Where there are insufficient Committee positions coming to the end of their current term to meet the 25% limit, then the remainder will be drawn randomly from those position with the least time to serve in their current term.
14. Each member of the Branch, who, pursuant to these Rules is entitled to vote at meetings of the Branch, shall be entitled to vote in the postal and/or electronic ballot for the election of Committee members and all valid votes shall count equally.
15. Each member exercising his/her vote for the election of Committee members shall vote for the actual number of vacancies to be filled or any lesser number he/she wishes. Any vote for a greater number shall be invalid.

VACANCIES ON THE COMMITTEE

16. If any Committee member position shall become vacant during any year by death, resignation or otherwise, such position may be filled by a vote of the Branch Committee, and any other person so elected to fill such position shall remain a Committee member until the next Annual General Meeting of the Branch at which an election for the vacant position will be determined in accordance with these Rules.

SELECTION OF PRESIDENT, TREASURER AND SECRETARY

17. The Branch Committee will elect one each of its members to be the President, Treasurer and Secretary or combined role of Treasurer/Secretary. No person can hold more than one of these positions at the same time. Election is to be by simple majority of all serving Committee members.
18. The term of President, Treasurer, Secretary or combined role of Treasurer/Secretary will be as for the terms and limits for a committee member.
19. Should a member currently serving as President, Treasurer, Secretary or combined role of Treasurer/Secretary not be elected to the Committee then they will remain in office until the Branch Committee has selected a new office holder and will handover all responsibilities within one week of being notified of the name of the new office holder. The Branch Committee in exceptional circumstances may approve longer times for transition of office responsibilities to the new office holder.
20. If any Committee member holding one of the positions of President, Treasurer, Secretary or combined role of Treasurer/Secretary shall cease to serve on the Committee for any reason, the remaining Committee members are to elect another serving Committee member to fill the vacant position.

21. The Branch may, at the discretion of the Branch Committee, confer a honorary title of Immediate Past President on the member last acting as the Branch President. This person is not a Committee member unless elected in his or her own right as a member of the Branch Committee. This person holding the title of Immediate Past Present cannot hold a delegation or sign Branch official documents unless empowered specifically by the Board.

BRANCH COMMITTEE MEETINGS

22. The Branch Committee shall meet at least once annually at such times and places as the Branch Committee may decide. Special meetings of the Branch Committee shall be called by direction of the Branch President or upon the written request of any three members of the Branch Committee.
23. Branch Committee meetings can be conducted using remote communications if it is impracticable for members to meet for each meeting.
24. Not less than ten days' notice of each meeting of the Branch Committee shall be given to Committee members, except when an urgent meeting is called. For an urgent meeting notice shall be given as is reasonably practicable in the circumstances. A telephone conference may constitute a special meeting of Branch Committee.
25. The quorum for a Branch Committee meeting will be 50% of Committee members, with a minimum of 2 members.
26. Any member of the Branch Committee who is unable to be present at any meeting of the Branch Committee may appoint in writing any other member of the Branch Committee to be his/her representative and to vote for him/her at such Branch Committee meeting.
27. The Branch President shall chair the Branch Committee at all meetings at which the President is present. In the event of the President being absent from a Branch Committee meeting then the Committee members present at that meeting shall elect one of their number to chair that meeting in place of the President.
28. The Chair of the Branch Committee meeting will have their normal deliberative vote and a further casting vote if needed.

POWERS AND DUTIES OF THE BRANCH COMMITTEE

29. The Branch Committee shall manage the affairs and the business of the Branch and ensure compliance of the Branch with the Constitution of the Association.
30. The Branch Committee shall be responsible for keeping true and full accounts of all money received and expended by or on behalf of the Branch and of its assets and liabilities in proper accounting records.
31. The Branch Committee shall be responsible for compliance with the Constitution and policies of the Association and any directions that the Board may from time to time issue, and any changes thereto as may be made from time to time.
32. The Branch Committee shall be responsible to ensure that at the completion of each financial year a statement of the Branch's financial affairs is prepared detailing receipts and expenditure.
33. The Branch Committee shall be responsible for forwarding a report of the Branch's transactions and business to the Board within 42 days after each Branch Annual and Special General meeting, and Branch Committee meeting. The Board can request a special report on the status of the Branch, including its current activities, which shall be forwarded under signature of the Branch President within 30 days.

BRANCH GENERAL MEETINGS

34. A Branch Annual General Meeting shall be held once each year at such time and place, as may be determined by the Branch Committee. At least thirty days written notice of the holding of the Branch Annual General Meeting shall be given to members of the Branch. Such notice shall specify the place

and date and time of commencement of the Branch Annual General Meeting and the nature of business and the agenda of business to be transacted thereat.

35. The following business shall be dealt with at the Branch Annual General Meeting:
 - a. To receive, consider and discuss the President's report and any other report and business that shall have been arranged by the Committee.
 - b. To receive and consider the statement of accounts and balance sheet of the Branch.
 - c. To announce the result of election of Committee members.
 - d. Agree proposed operating budget for the following year and provide input into Association subscriptions process.
 - e. To consider any business relating to the affairs of the Branch.
 - f. To receive and consider such other business as may have been properly brought to the attention of the meeting on notice.
36. Quorum – a quorum will be 10 members or 20% of current members, whichever is the lower. The Board may approve a lesser number on a case-by-case basis where hardship to achieve these numbers can be shown. If a quorum cannot be constituted within fifteen (15) minutes from the time the meeting was called the members present can postpone the meeting to a date as soon as practicable after the date originally fixed.
37. Procedure at Branch Annual General Meetings
 - a. The Branch President shall chair the Branch Annual General Meeting. In the absence of the President the members present shall appoint one of their number to preside.
 - b. Each member of the Branch entitled to vote at the Branch Annual General Meeting shall have one vote, but in the case of an equality of votes the chair shall have a casting as well as a deliberative vote.
 - c. Voting shall, in the first instance, be by show of hands, but any two members may demand that any question shall be determined by ballot.
 - d. A member who is unable to be present at any Branch Annual General Meeting may appoint, in writing, any other member who is entitled to vote at such meetings to be his/her representative and to vote for him/her at that meeting. The aforesaid appointment in writing shall be in the following form only:

New Zealand Veterinary Association Incorporated

Proxy Form

I hereby authorise
to represent me and to vote for me on the following items of business set out in the order paper for
the Annual General Meeting/Special General Meeting of the Branch
to be held on the

..... day of (month / year) and at any adjournment of such meeting.

(Here set out items of business to be voted upon.)

This authority includes authority to represent me and to vote for me on any amendments or
procedural motions moved in respect of any of the aforesaid items of business.

.....
Signature of Member

.....
Date

BRANCH SPECIAL GENERAL MEETINGS

38. Special General Meetings of the Branch may be convened by the Branch Committee and shall be convened upon the written request of either 10 members or 20% of the members of the Branch, whichever is the lower.
39. At least thirty days notice of a Branch Special General Meeting and of the business for which it has been convened shall be given in the same manner as is provided for the giving of notice of the Branch Annual General Meeting in these Rules, provided however that where the Branch Committee considers it expedient so to do, a Branch Special General Meeting may be convened upon giving less than thirty days notice.
40. The quorum for a Branch Special General Meeting shall be as for a Branch Annual General Meeting.
41. Procedure at Branch Special General Meetings shall be as for a Branch Annual General Meeting.

REPORT OF MEETINGS

42. A report of the proceedings of each Branch Annual General Meeting or Branch Special General Meeting shall be sent to each member of the Branch and to the Board within 30 days of each meeting.

CHANGES OF RULES

43. Changes to these Branch Standard Rules can only be approved as a change to the Constitution of the Association. The process under Alteration of Rules is to be followed.

CODE OF BEHAVIOUR

44. The Guide to Professional Conduct for Veterinarians in New Zealand shall be the Code of Behaviour for this Branch.

FINANCIAL MANAGEMENT

45. The income and property of the Branch shall be applied solely towards the promotion of the objects of the Association as a whole and no part thereof shall be paid or transferred directly or indirectly by way of

profits, dividend, bonus or otherwise to any of the members of the Branch except as payment made in good faith for remuneration to any employee or officer or as a prize given by the Branch to any member and no member shall in any way receive any pecuniary gain from the property or activities of the Branch.

46. All monies received by or on behalf of the Branch shall, unless the Board otherwise directs, be forthwith paid to the credit of a bank account approved by the Board.
47. All payments, except petty cash payments, shall be made on behalf of or by the Association from the accounts approved by the Board by either electronic means or cheque drawn on that account. All payments are to be signed or authorised by such persons as the Board shall from time to time determine and who shall hold a delegation signed by the Association President or the Chief Executive Officer.
48. The Branch Committee is to produce an Annual Plan and Budget prior to the commencement of each financial year and submit this for approval by the Board. Expenditure listed in the approved Budget will be delegated by the Chief Executive Officer to one or more of the Branch President, Treasurer, Secretary, combined role of Treasurer/Secretary or other member of the Branch as shall be agreed by the Board, as required.
49. The Branch Committee shall be responsible for the preparation of the Branch financial statements and forward these to the Chief Executive Officer of the Association by 28 February in each year.
50. The Association's auditors may audit branch financial statements. Branches are not required to have their own accounts audited unless the Branch Committee requires this to occur. In this situation the auditors of the Association or auditor approved by the Board are to be employed.

COMMUNICATIONS FROM THE BRANCH

51. No Branch or member of a Branch shall publish or communicate to any person or persons who are not members of the Association, information upon any matter, which may purport to represent the policy or view of the Association, without the consent of the Board.
52. When communicating within the Association such communication should clearly indicate that is not approved policy or view of the Association but is being disseminated for internal Branch or Association consumption only.

DISSOLUTION

53. A majority of the members present at a Branch Special General Meeting convened for the purpose in accordance with the provisions of these rules may resolve that the Branch be wound up. This resolution must be confirmed at a subsequent Branch Annual General Meeting, which has been called for that purpose and is held not earlier than thirty days after the original resolution was passed.
54. In the event of dissolution the property of the Branch is to be realised and after payment of all liabilities any surplus shall be placed under the control of the Chief Executive Officer for disposal in accordance with the Constitution of the Association.