

REMIT 1

NZSDRT Inc.
A.G.M. Saturday 10th August 2019
Crowne Plaza Auckland



That:

The Definitions of the rules be professionally updated as follows;

2.0 DEFINITIONS IN THESE RULES

- 2.1 **ACT** means the Incorporated Societies Act 1908 and its amendments.
- 2.2 **AGM** means Annual General Meeting.
- 2.3 **BADGE** means The Society Registration Badge.
- 2.4 **BALANCE DATE** means 30th June or other date adopted by the Board from time to time.
- 2.5 **BOARD MEETING** means a formal meeting of the Executive Board.
- 2.6 **CONSENSUS** means a discussion where each member has an equal right to participate and maintain their discussion until all members agree on a decision. If a decision is not possible within the time frame available, the decision is sent to a vote.
- 2.7 **CONSTITUTION** means the body of fundamental principles to which our Society acknowledges to be governed.
- 2.8 **EXECUTIVE BOARD** means the make up of elected Executive Members and/or co-opted Executive Members.
- 2.9 **EXECUTIVE MEMBER** means a member of the Executive Board.
- 2.10 **LOGO** means the registered symbol adopted by The Society.
- 2.11 **MAJORITY VOTE** means a vote made by more than half of the members who are present at a meeting and who are entitled to vote and voting at that meeting upon a resolution put to that meeting.
- 2.12 **MEMBER** means any person accepted as a Financial Member.
- 2.13 **MEMBERSHIP HANDBOOK** means membership details.
- 2.14 **MONEY OR OTHER ASSETS** means any real or personal property or any interest therein, owned or controlled to any extent by the Society.
- 2.15 **NEGOTIABLE INSTRUMENT** means a document guaranteeing the payment of a specific amount of money, either on demand, or at a set time, with the payer named on the document.
- 2.16 **ORDINARY RESOLUTION** means a resolution that is approved by a simple majority of the votes of those entitled to vote and voting on the question passed; by voice or a show of hands or by ballot if requested.
- 2.17 **REGISTERED DIVERSIONAL and RECREATIONAL THERAPIST** means a Member who has obtained registration as a Diversional and Recreational Therapist in accordance with the procedure set out in the Registration Handbook and who holds a current **practicing** certificate.

2.18 REGISTRATION HANDBOOK means Registration Details.

2.19 **RULES** means the constitution of the Society Incorporated as set out in this document.

2.20 **SOCIETY** means the New Zealand Society of Diversional and Recreational Therapists Incorporated (all the members).

2.21 **SOCIETY MEETING** means any Annual General Meeting, or any Special General Meeting, but not a Board Meeting.

2.22 **SPECIAL MEETING OF THE EXECUTIVE** means an urgent meeting of the Executive Board.

2.23 **SPECIAL RESOLUTION** means a resolution passed by a majority of two-thirds of the votes of those entitled to vote and voting on the question; passed valid votes cast is necessary for the adoption of the said resolution by voice or a show of hands or by ballot if requested.

2.24 **USE MONEY OR OTHER ASSETS** means to use, handle, invest, transfer, give, apply, expend, dispose of, or in any other way deal with, money or other assets.

2.25 **WRITTEN NOTICE** means communication by post, electronic means (including email, and website posting), or advertisement in periodicals, or a combination of these methods.

It is assumed that

- 1) Where a masculine is used, the feminine is included
- 2) Where the singular is used, plural forms of the noun are also inferred
- 3) A reference to a day means any day of the week and is not limited to working days unless specified otherwise.
- 4) Headings are a matter of reference and not a part of the rules

Rationale:

The **definition** of **definition** is "a statement expressing the essential nature of something". Having clear and professional **definitions** on the first page of our Society Constitution enable us to have a common understanding of a word or subject; clear definitions will allow us to all members to understand terms used when discussing or reading Society documents.

The current Constitution doesn't have very clear definitions, some of the definitions are confusing and not clear. We are proposing to have clear definitions that all our members can easily refer to when consulting the Constitution.

Undertaken by:

NZSDRT Inc. Executive Board

Forwarded by:

NZSDRT Inc. Reg. Orquidea Tamayo Mortera R 465 – M 201350-4
President of NZSDRT Inc. on behalf of the Executive Board

REMIT 2

NZSDRT Inc.
A.G.M. Saturday 10th August 2019
Crowne Plaza Auckland



That:

The Objectives of the Society be clearly update and align with a positive and clear direction for our profession in Aotearoa.

4.0 OBJECTIVES

The Society shall:

4.1 Develop, review and maintain Standards of Practice and Code of Ethics for Diversional and Recreational Therapists.

4.2 Provide mechanisms to ensure that Registered Diversional and Recreational Therapist are competent and fit to practice Diversional and Recreational Therapy.

4.3 Provide guidelines, procedures and policies for the Society.

4.4 Act in an advisory capacity for the terms and conditions of employment.

4.5 Support the development of Diversional and Recreational Therapy education programmes and to continue to review current NZQA qualifications in Diversional and Recreational Therapy.

4.6 Act as spokesperson for Diversional and Recreational Therapists on matters pertaining to Diversional and Recreational Therapy as a whole.

4.7 Raise Government and Community awareness of Diversional and Recreational Therapy Practice.

4.8 Accept and honour Te Tiriti o Waitangi as the basis of the relationship between Māori and Non-Māori and to recognise the needs of all cultures.

Rationale:

The current Constitution talks about Society '**Objects**' and this should be **Objectives** in the first place. The Society holds the Standards of Diversional Therapy in our country. We are living in crucial times for our profession. We believe we need to have clear objectives that together we can work on and move forward, in order to enhance the potential of Diversional and Recreational Therapists across all New Zealand.

Undertaken by:

NZSDRT Inc. Executive Board

Forwarded by:

NZSDRT Inc. Reg. Orquidea Tamayo Mortera R 465 – M 201350-4
President of NZSDRT Inc. on behalf of the Executive Board

REMIT 3

NZSDRT Inc.
A.G.M. Saturday 10th August 2019
Crowne Plaza Auckland



That:

There is a clear definition for the role of the Patron.

5.0 PATRON

- 5.1 The Annual General Meeting of the Society may at any time appoint a Patron of the Society.
- 5.2 The appointed Patron shall have all the rights of a Member, other than voting rights, free of any fees unless the Patron is a full Member of the Society.
- 5.3 The Patron shall be a well-known and respected person in our work or in another field.
- 5.4 The Patron role is to support the work of the Executive Board as an honorary adviser and to raise awareness for Diversional and Recreational Therapy in New Zealand.
- 5.5 The Patron does not hold any authority and is not required to attend Executive Meetings but may be invited to attend from time to time as required.

Rationale:

The current Constitution doesn't explain with clarity what the Patron role entitles. By having a clear definition of the type of person appointed for this important role and the responsibilities, our members will be able to recommend candidates that can potentially be appointed for the Patron role. The Patron will support the Society to continue to professionally grow and to raise more awareness for our profession.

Undertaken by:

NZSDRT Inc. Executive Board

Forwarded by:

NZSDRT Inc. Reg. Orquidea Tamayo Mortera R 465 – M 201350-4
President of NZSDRT Inc. on behalf of the Executive Board

REMIT 4

NZSDRT Inc.
A.G.M. Saturday 10th August 2019
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That:

The memberships are clear and specific.

6.0 MEMBERSHIP

6.1 Membership of the Society shall be open to people who have attained the age of 18 years and shall only be granted Membership Status in accordance with the Society Policy and Procedure in the Membership Handbook, which may be subject to change from time to time and will be published.

- a) **Individuals** currently **working** in the field of Diversional and Recreational Therapy. Any such person shall, if accepted as a Member pursuant to Article **6.2** is classified as a **Full Member. Only Full Members have voting rights.**
- i. Due to employment changes e.g. redundancy (not disciplinary dismissal) there will be a three-month grace period, before a member needs to update/change the existing membership status. The details of the change of circumstances will be forwarded to the Membership Executive, within a period of one month.
 - ii. Due to medical circumstances e.g. serious illness will be a six-month grace period, before a member needs to update/change the existing membership status. The details of the change of circumstances will be forwarded to the Membership Executive, within a period of one month.
 - iii. Due to life changes e.g. maternity leave will be a twelve-month grace period, before a member needs to update/change the existing membership status. The details of the change of circumstances will be forwarded to the Membership Executive, within a period of one month.
- b) **Students, Volunteers, managers, academics, retired Diversional and Recreational Therapists and other interested parties** who wish to belong to the Society, **not currently employed**, as a Diversional and Recreational Therapist shall, if accepted as a Member pursuant to Article **6.2**, be classified as a **Friend Member.**
- c) **Student, Volunteers and International Diversional and Recreational Therapists** who wish to belong to the Society and currently **working** in the field of Diversional and Recreational Therapy if accepted as a Member pursuant to Article **6.2**, be classified as an **Associate Member.**
- d) Diversional and Recreational Therapists in **Managerial, Academic or leadership positions** who wish to belong to the Society, who are in charge of programmes, community workers, tutors, field officers and others working in the field of Diversional and Recreational Therapy if accepted as a Member pursuant to Article **6.2**, be classified as an **Full Member.**

6.2 Any person wishing to become a Member of the Society shall apply in writing or by email to the **Registrar** by submitting a New Membership Form. Membership will be accepted at the

discretion of the **Registrar** and on receipt of the appropriate subscription fees and levies. The **Registrar** decision is final.

6.3 Members shall endeavor, as far as possible, to carry out their functions and activities in accordance with the objectives and rules of the Society. Members shall endeavor to avoid or remove conflict between the rules of their own organisation and the rules of the Society.

6.4 Any Member wishing to resign shall give notice in writing of the resignation to the **Registrar**. On receipt of the notice, the **Registrar** shall remove the Member's name from the register of Members. Notwithstanding any such resignation, the said Member shall not be released from any existing liability to the Society whether in respect of subscription fees or levies or otherwise and the Society shall not be obliged to refund any membership fees already paid by the Member. Badges must be returned.

Rationale:

The current Constitution is not clear about the type of memberships. For example, people wanting to join the Society apply to become full or associate members are paying the same fee and there is no clarity around the different entitlements except voting rights. This has caused confusion and resentment among members. We are proposing to have clear membership definitions and adding clauses that apply to members during life such as; medical conditions, work changes, etc.

We also would like to propose this fee structure when this motions moves on:

E.g. Friend \$20 + GST, Associate \$50 + GST and Full Member \$80 +GST

We are proposing to avoid double handling of paperwork; currently have the membership applications going directly to the Secretary first. The Secretary then needs to post or email the information to the Registrar who is in charge of memberships. Members have raised their concerns around the length of this process. Some people have been waiting to long for their membership to be lodge and this has increased their frustration. Technology can easily allow people wanting to apply for membership to contact the registrar directly and become members in less than 48 hours, instead of waiting for the Secretary to contact the Registrar and the registrar then following up with the potential member which has been known to take up to 10 days or more.

Undertaken by:

NZSDRT Inc. Executive Board

Forwarded by:

NZSDRT Inc. Reg. Orquidea Tamayo Mortera R 465 – M 201350-4
President of NZSDRT Inc. on behalf of the Executive Board

REMIT 5

NZSDRT Inc.
A.G.M. Saturday 10th August 2019
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That:

There is a clear clause and process around resignations

6.5 The Executive Board may at any time, by letter, ask a Member to tender their resignation within such time as may be specified in the letter, on the grounds:

- a) A member has acted in such a manner as to bring discredit on the Society or its members.
- b) A member is guilty of serious misconduct at any annual General Meeting of the Society.
- c) A member is guilty of abusive behavior towards other members.
- d) A member has acted in such a manner as to bring financial losses on the Society

6.6 The Member shall within the time specified in the letter either tender their resignation or submit a request to continue the membership to the Executive Board. On receipt of such a submission from the Member, the Executive Board shall convene a **Special Meeting of the Executive** to be held within three months of the date of the said letter.

6.7 At the **Special Meeting of the Executive**, the Member whose continued membership is under consideration shall be entitled to Natural Justice. The member is entitled to be present and offer verbally or in writing, an explanation of their conduct. The Executive shall then vote on a **Special Resolution** concerning whether the Member shall be expelled from membership of the Society. If the Executive at the Special Meeting passes such a **Special Resolution** expelling the member from membership, the Member shall forthwith cease to be a member of the Society, and the Membership Executive shall remove the Member name from the register of Members. The Member shall not however be released from any existing liability to the Society whether in respect of subscription fees or levies or otherwise.

6.8 If the Member does not respond within the time specified in the letter, the Executive may, by resolution, remove their name from the register of Members and that Member shall forthwith cease to be a member of the Society (without however being released from any existing liability to the Society whether in respect of subscription fees, levies or otherwise).

Rationale:

In order to gain the professional recognition we deserve, all members need to understand our responsibilities and commitment to raise positive awareness for Diversional and Recreational Therapy in our country. We need to ensure Health and Safety to all our members, as well as making it clear that the Society will not tolerate any unprofessional behaviours. Sadly, some members have ridicule our society putting at risk years of work and the future of our profession. Some members have portrayed abusing behaviours towards our own members and others, and the Society has also suffered unnecessary financial losses due to some member's serious misconduct. We would like to have a clear process on what exactly needs to be done if we are to ever encounter these challenges again. Having clarity of this process will allow us to work closely together for the future of Diversional and Recreational Therapy in Aotearoa.

Undertaken by:

NZSDRT Inc. Executive Board

Forwarded by:

NZSDRT Inc. Reg. Orquidea Tamayo Mortera R 465 – M 201350-4
President of NZSDRT Inc. on behalf of the Executive Board

REMIT 6

NZSDRT Inc.
A.G.M. Saturday 10th August 2019
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That:

To have a clear understanding of what is an Honorary Life member, the importance of the role and the process for this appointment.

6.9 The Executive shall have the power to appoint Honorary Life Members.

a) Honorary life membership may be awarded to a member that has given significant and continuous service to the Society over a period of not less than **ten (10) years**.
b) Any nomination for Honorary life membership shall be made in writing and signed by two members of the Society and be received by the Secretary no later than **one month** prior to an Annual General Meeting at which it is intended for the nomination to be proposed.

c) Any nomination for Honorary life membership shall be in the first instance considered by the Executive Board. If the nomination is considered to be eligible and the Executive board votes by ordinary resolution in favour of the nomination being recommended, it shall then be proposed at the next AGM.

d) The appointment of Honorary life membership shall be by a special resolution at the AGM and shall be decided by vote with a **two thirds majority** of voting members present for the resolution to pass.

e) Honorary Members shall be entitled to take part in discussion at the Annual General Meeting but shall not have any right to vote and shall not be counted towards a quorum unless they also hold financial membership in the Society. At any one time, the Society shall have no more than **5 Honorary Life Members**.

Rationale:

We believe that all members should have access to a clear clause around what an Honorary Life Membership is. The current clause is not clear; neither provides proper directions around this process. Members should have the ability to think about those DTs they believe deserve to have a Life Membership and put their name forward for consideration. We also would like to limit the number of Honorary Life Members and to have this open for review as required during upcoming AGMs.

Undertaken by:

NZSDRT Inc. Executive Board

Forwarded by:

NZSDRT Inc. Reg. Orquidea Tamayo Mortera R 465 – M 201350-4
President of NZSDRT Inc. on behalf of the Executive Board

REMIT 7

NZSDRT Inc.
A.G.M. Saturday 10th August 2019
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That:

There is clear understanding around the Leadership for the Society

7.0 MANAGEMENT

7.1 The affairs of the Society shall be managed by the Executive and must include the following officers ("the Officers"): "President" "Vice President" "Secretary" "Treasurer".

7.2 Role of the Executive Board is subject to the rules of the Society ("The Rules"), the role of the board is to:

- 7.2.1 Administer, manage, and lead the Society;
- 7.2.2 Carry out the purposes of the Society, and use money or other assets to do that;
- 7.2.3 Manage the Society's financial affairs, including approving the annual financial statements for presentation to the members at the Annual General Meetings;
- 7.2.4 Set accounting policies in line with generally accepted accounting practice;
- 7.2.5 Decide the times and dates for meetings, and set the agenda for meetings;
- 7.2.6 Decide the procedures for dealing with complaints;
- 7.2.7 Make regulations.
- 7.2.8 The Executive board has all of the powers of the Society, unless the board's power is limited by these rules, or by a majority decision of the Society.
- 7.2.9 Decisions of the Executive board bind the Society, unless the board's power is limited by these rules or by a majority decision of the Society.
- 7.2.10 The Executive board may appoint, honorary advisors or sub-committees to address any specific matter. Such sub- committees must include at least one executive member and may be appointed and disbanded as the need arises. Sub- committees may not commit the Society to any event, financial or contractual commitment unless the board's prior approval has been given.

7.3 **Roles of Executive Board Members**, all members of the board owe to the Society the following duties:

- 7.3.1 To act in good faith and in the best interests of the Society, and use powers for a proper purpose;
- 7.3.2 To comply with the Incorporated Societies Act and with the Society's constitution, except where the constitution contravenes the Act;
- 7.3.3 To exercise the degree of care and diligence that a reasonable person with the same responsibilities within the Society would exercise in the circumstances applying at the time;
- 7.3.4 To not allow the activities of the Society to be carried on recklessly or in a manner that is likely to create a substantial risk or serious loss to the Society's creditors; and
- 7.3.5 To not allow the Society to incur obligations that the officer does not reasonably believe will be fulfilled.

7.4 **The President** is responsible for:

- 7.4.1 Ensuring that the rules are followed;
- 7.4.2 Convening meetings and establishing whether or not a quorum (**half of the board**) is present;

- 7.4.3 Chairing meetings and deciding who may speak and when. This responsibility may be delegated;
- 7.4.4 Overseeing the operation of the Society;
- 7.4.5 Providing a report on the operations of the Society at each Annual General Meeting.

7.5 **The Vice-President** is responsible for fulfilling the role of the President in the President absence with the board's approval.

7.6 **The Secretary** is responsible for:

- 7.6.1 Ensuring the minutes of meetings are recorded and filed;
- 7.6.2 Keeping the register of members;
- 7.6.3 Holding the Society's records, common seal, documents, and books except those required for the treasurer's function;
- 7.6.4 Receiving and replying to correspondence as required by the board;
- 7.6.5 Ensuring the annual return and financial statements for the Society are forwarded to the Registrar of Incorporated Societies upon their approval by the members at an Annual General Meeting.
- 7.6.6 Advising the Registrar of Incorporated Societies of any rule changes;

7.7 **The Treasurer** is responsible for:

- 7.7.1 Keeping proper accounting records of the Society's financial transactions to allow the Society's financial position to be readily ascertained;
- 7.7.2 Ensuring the preparation of annual financial statements for presentation at each Annual General Meeting. These statements should be prepared in accordance with the Society's accounting policies and should be pre-approved by the Board prior to presentation at the AGM.
- 7.7.3 Providing the financial report at each Annual General Meeting;
- 7.7.4 Providing financial information to the board as the board determines.

Rationale:

By adding the main officer responsibilities to our Constitution, our members will have clarity around the leadership skills people in these roles should have and the expectation that the Society has from them. Job Descriptions, Portfolios, guidelines and procedures will add more clarity around these crucial roles.

Undertaken by:

NZSDRT Inc. Executive Board

Forwarded by:

NZSDRT Inc. Reg. Orquidea Tamayo Mortera R 465 – M 201350-4
President of NZSDRT Inc. on behalf of the Executive Board

REMIT 8

NZSDRT Inc.
A.G.M. Saturday 10th August 2019
Crowne Plaza Auckland



That:

There is a clear number of Executive Members in the Board and full clarity around executive positions requirements.

7.8 The Executive shall comprise of **not less than five and not more than ten Members** including the Officers.

7.9 Candidates for NZSDRT Inc. Executive positions **must** have current membership, be qualified and registered.

- (a) Candidates for NZSDRT Inc. Executive positions shall not be allow to be nominated for more than one position.
- (b) Candidates are not required to have previous Governance experience.

Rationale:

There needs to be clarity around the specific number of Executive Members on the board. Eight to 10 people can still have a potential financial cost, however the cost will be less than leaving the clause open to twelve as it currently sits in the Constitution. There has been a precedent last year where one of the past executive members was nominated for three different positions for the board. This is not only a conflict of interest, but this was taken as an insult to other members who were participating. We would like having a transparent nomination process. There needs to be clarity that nominations are for one position only.

All Society Members should feel comfortable and supported to be nominated regardless of governance experience or not. We all have life experiences and we the Society should be empowering and encouraging all members to participate. Past and current executive members should be responsible for providing proper mentoring, support and guidance to all the new members wanting to take and active part in Society matters.

Undertaken by:

NZSDRT Inc. Executive Board

Forwarded by:

NZSDRT Inc. Reg. Orquidea Tamayo Mortera R 465 – M 201350-4
President of NZSDRT Inc. on behalf of the Executive Board

REMIT 9

NZSDRT Inc.

A.G.M. Saturday 10th August 2019

Crowne Plaza Auckland



That:

Members have a clear understanding on how the Board Meetings are to be run

7.10 Board meetings for the purpose of discussing the interests and activities of the Society shall be held as often as the Executive members may decide, provided that a written notice of any meeting shall be given to each executive member, **at least two weeks** prior to the meeting.

7.11 Board meetings may be by means of a video conference call or any other suitable communication format the board may decide. Particular resolutions of the Executive Board may be passed orally and later confirmed. **Emergency decisions may be made by joint resolution (whether written or oral) of the President, Vice President and other executive member.** Any such emergency decision shall come before the next board meeting for confirmation.

- a. The quorum for executive board meetings shall comprise a **minimum of 70%** of the total board members;
- b. The President shall chair board meetings, or if the President is absent, the Vice-President shall chair or in the absence of both, the board shall elect an executive member to chair that meeting;
- c. All motions put to the board will, if possible, be decided by consensus. In the event that a consensus cannot be reached then a decision will be made by a majority vote by show of hands, unless otherwise determined by the board.
- d. If the vote is tied, then the motion is lost.
- e. Only executive board members present at a board meeting may vote at that board meeting.
- f. The executive board will meet once per month every year. All executive board members will be given a **minimum of two weeks** notice of any meeting of the board.
- g. The secretary will ensure that a record of minutes is maintained which is available to any member of the Society and which, for each meeting of the board, records:
 - i. The names of those present;
 - ii. Apologies;
 - iii. Decisions made by the board;
 - iv. Actions; and
 - v. Any other matters discussed at the meeting.
- h. The Chair of the meeting shall adjourn a meeting if within half an hour after the time appointed for a meeting, a quorum is not present.
- i. A resolution in writing signed or consented to by email or other forms of visible or other electronic communication by the majority of the Executive Board shall be valid as

if it had been passed at a meeting of the Board. Any such resolution is required to be ratified at the next meeting of the Board.

- j. The board will at all times be bound by the decisions of the members at general meetings.

Rationale:

We believe that there needs to be transparency in all the clauses of our Constitution. Our members should be able to know how Executive Board meetings are run and be able to approach us if there is something they would like to discuss with us directly.

Members can also put motions for consideration during Board meetings and they need to be aware of this.

Undertaken by:

NZSDRT Inc. Executive Board

Forwarded by:

NZSDRT Inc. Reg. Orquidea Tamayo Mortera R 465 – M 201350-4
President of NZSDRT Inc. on behalf of the Executive Board

REMIT 10

NZSDRT Inc.
A.G.M. Saturday 10th August 2019
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That:

There is full clarity around the election process.

7.12 Elections for the Executive Board shall be held **biannually** during the Annual General Meeting. Positions are for a **two (2) year term**. All positions will be voted on and those successful shall take office at the conclusion of the meeting.

- (a) Nominations for the Executive Board must be submitted in writing to the Secretary at least **eight weeks** prior to the date of the Annual General Meeting.
- (b) The Secretary shall circulate the list of nominees to the Members **four weeks** prior to the date of the Annual General Meeting through the Society communication channels e.g. email, social media, and website.
- (c) The Secretary will issue **Voting Forms** to all Full members not attending the conference **four weeks** prior to the Annual General Meeting.
- (d) **Full members** shall be able to cast their vote through the **Voting Form** without having to appoint anyone to act on their behalf.
- (e) The Secretary or nominated person must receive all the **Voting Forms** via email at least **one week** prior to the Annual General Meeting.
- (f) Where the Secretary has been nominated for a position that may cause a conflict of interest, an independent person will be appointed to receive all the Voting Forms.
- (g) In the event that insufficient nominations are received in writing **eight weeks** prior to the Annual General Meeting and/or in the event that the persons nominated are not elected, nominations may be taken from the floor.
- (h) Candidates who received the most votes, shall be announced and take office at the **end of the AGM**.

7.13 Executive members serve a **two-year term**, with a **maximum of six years** continuously. **After two years** during the Annual General Meeting each current Executive member shall be eligible for re-election if nominated. Board members must stand down for **one year** after completing a six-year term before becoming eligible for re-election.

Rationale:

Full members need to have full clarity around the election process. Full members should be able to vote via a proxy vote or voting form directly without the need of nominating someone to vote on their behalf.

There was a precedent last year where the past secretary was nominated for other positions, yet the past secretary was receiving all the votes and was able to see whom our members were voting for. Members felt uncomfortable with this process and many have raised their concerns and asking for this process to be professionally adjusted. Moving forward an independent person will be appointed for receiving all the votes if this situation is to ever happen again.

In 2017 during the AGM members voted unanimously to have executive member positions from one year term to a two year term with elections. Unfortunately, former Society Solicitors didn't adjust the full sentence. After legal consultation we will be adjusting the wordings before lodging the changes the registrar of Incorporated Societies.

Undertaken by:

NZSDRT Inc. Executive Board

Forwarded by:

NZSDRT Inc. Reg. Orquidea Tamayo Mortera R 465 – M 201350-4
President of NZSDRT Inc. on behalf of the Executive Board

REMIT 11

NZSDRT Inc.

A.G.M. Saturday 10th August 2019

Crowne Plaza Auckland



That:

There is full clarity around resignations, vacancies and co-opting process.

7.14 If a vacancy occurs between one Annual General Meeting and the next, the Executive Board have the power to co-opt as many replacements as necessary, in order to have a full Executive Board.

(a) Co-opted Executives will be given two-year tenure.

(b) Co-opted Executives must be Full members of the Society, must be Qualified and Registered Diversional and Recreational Therapists.

7.14.1 A person will immediately cease to be a executive member when the member:

(a) Resigns

- I. If an elected executive member resigns after been voted in, the member would be banned from running for executive positions for **two terms (4 years)**.
- II. If resignation of elected executive members occurs, the elected executive has the power to co-opt the candidates who came second during the election.
- III. An elected executive member who resigned must return all Society intellectual property within **72 hrs (3 days)**.

(b) Dies

- I. An elected executive member dies; the family or next of kin must return all Society intellectual property within **one month**.

(c) Dismissal

- I. An elected executive member is dismissed; the member must return all Society Intellectual property within **72 hours (3 days)**.

(d) Completion of term of office

- I. An elected executive member who completes a term; must return all Society intellectual property within **72 hours (3 days)**.

Rationale:

Society members need to be fully aware of the resignation and co-opting process and what needs to be done to ensure we have a full Executive Board. Becoming an Executive Member is a real compromise, in order to achieve excellence we must demonstrate a high level of professionalism. We have recently experience elected executive members resigning after our members have given their trust by voted them in. There was a very long process in the recovery of the Society Intellectual property and this should never happen among professionals.

Members who came second during the elections for the position that is being left open in the case of resignation will be given the first opportunity to fill the position.

Vacancies can also occur due to life changes, work, dismissal or simply when an executive member term is up. There is a need for full transparency around this process and how the Society will ensure everything will continue to run smoothly.

By having clear clauses we will all feel more confident that there is a good faith process in place, should the Society be to face any of these challenges moving forward.

Undertaken by:

NZSDRT Inc. Executive Board

Forwarded by:

NZSDRT Inc. Reg. Orquidea Tamayo Mortera R 465 – M 201350-4
President of NZSDRT Inc. on behalf of the Executive Board

REMIT 12

NZSDRT Inc.

A.G.M. Saturday 10th August 2019

Crowne Plaza Auckland



That:

Members have clear understanding of what is a Quorum of the Executive board, liaising process with National Education Providers and other responsibilities.

7.15 A quorum for an executive board meeting shall be a **majority** of the Executive Members.

7.16 The Executive Board shall annually:

- a) Appoint a spokesperson on National Issues from its members.
- b) Liaise as appropriate with and not limited to:
 - New Zealand Qualifications Authority
 - Minister of Education
 - Ministry of Health
 - Polytechnics in New Zealand
 - Private Training Organisations
 - Universities of New Zealand
 - Industry Training Organisations
 - Health Funding Authorities
 - Age Concern New Zealand
 - Other Professional Bodies and Institutions
- b) Organise, compile and circulate an Agenda for a National Conference at least once a year usually in association with the Annual General Meeting.
- c) Circulate discussion/position papers.
- d) Authorize such disbursements as are reasonable and necessary.
- e) Keep proper books of accounts and review for the Annual General Meeting.
- f) Each year draw up a statement of account and a balance sheet as at **30th of June**, which shall be reviewed and presented to the Society's members at the Annual General Meeting.
- h) Action such other matters as the Society determine.

Rationale:

All our members need to have a clear understanding of what the full Executive Board is responsibly for.

Undertaken by:

NZSDRT Inc. Executive Board

Forwarded by:

NZSDRT Inc. Reg. Orquidea Tamayo Mortera R 465 – M 201350-4
President of NZSDRT Inc. on behalf of the Executive Board

REMIT 13

NZSDRT Inc.

A.G.M. Saturday 10th August 2019

Crowne Plaza Auckland



That:

Everybody is clear around the responsibility to have updated Code of Ethics and Standards of Practice.

8.0 CODE OF ETHICS AND STANDARDS OF PRACTICE

8.1 The society shall develop, review and maintain a Code of Ethics and set Standards of Practice that shall be complying by all Members. The Executive Board shall publish the Code of Ethics and Standards of Practice from time to time.

Rationale:

That all our Society members are vigilant around this Clause and keep the Executive board accountable for ensuring Code of Ethics and Standards of practice are up to date and moving on with the times.

Undertaken by:

NZSDRT Inc. Executive Board

Forwarded by:

NZSDRT Inc. Reg. Orquidea Tamayo Mortera R 465 – M 201350-4
President of NZSDRT Inc. on behalf of the Executive Board

REMIT 14

NZSDRT Inc.

A.G.M. Saturday 10th August 2019

Crowne Plaza Auckland



That:

The Registration process is clear for all Qualified Diversional and Recreational Therapists wanting to become registered.

That the Registration process is fully updated in cost, and to introduce an annual certificate instead of biannual in order to move along other Allied Health Professionals in the field e.g. OT, PT, MT, AT).

9.0 REGISTRATION

9.1 The Registration Badge belongs to the Society and shall be issued when all documentation is received and approved. This badge shall be recalled as a result of disciplinary action.

9.2 A Member may be issued with the Registration Badge only in accordance with the current Registration policy and procedure of the Society. Having Registration Badge does not constitute Registration status unless the member holds a current **annual** practicing certificate.

9.3 A Qualified Diversional and Recreational Therapist shall only be granted Registration Status in accordance with the Society Policy and Procedure in the Registration Handbook, which may be subject to change from time to time and will be published.

9.4 Only Qualified Diversional and Recreational Therapist are allow applying for NZSDRT Inc. Registration.

9.4.1 Conditions apply for overseas Diversional and Recreational Therapists seeking for NZSDRT Inc. registration and living in New Zealand.

Rationale:

Becoming a Registered Diversional and Recreational Therapist (RDT) doesn't only just looks impressive on your CV and will certainly distinguish you from other candidates. An RDT is identify as having competencies that employers value, it confirms that your commitment to professionalism that is underwritten by the support of a national organisation.

Being a RDT gives you international recognition of your qualifications that may help you to find work abroad. Increasingly paying rates are more favorably than non-registered DTs. Therefore the need to have a professional process needs to be clearly established. Having an annual renewal brings DRT in line with other Allied Health practitioners and with membership fee renewals so there is no confusion over payments of fees.

Undertaken by:

NZSDRT Inc. Executive Board

Forwarded by:

NZSDRT Inc. Reg. Orquidea Tamayo Mortera R 465 – M 201350-4
President of NZSDRT Inc. on behalf of the Executive Board

REMIT 15

NZSDRT Inc.

A.G.M. Saturday 10th August 2019

Crowne Plaza Auckland



That:

There are clear instructions and a process on when our Logo shall be used and why.

10.0 LOGO

10.1 The Society Logo has been registered under the Intellectual Property Office of New Zealand and it is the sole and exclusive property of The New Zealand Society of Diversional and Recreational Therapists Incorporated (NZSDRT Inc.).

10.2 Permission is granted to you to use the Logos only on the following conditions:

- a. Logo may only be used in marketing or other publicity materials for the benefit of the NZSDRT Inc. with the permission of the NZSDRT Inc.
- b. No Logo may be used in any way that suggests that the NZSDRT Inc. is affiliated with, sponsors, approves or endorses you, your organization, your websites, your products or your services, unless such a relationship exists.
- c. No Logo may be used in any way that mischaracterizes any relationship between you and the NZSDRT Inc.
- d. Vendors may not use the Logo to advertise NZSDRT Inc. or its businesses as clients on vendor websites and promotional pieces without our written permission.
- e. All NZSDRT Inc. Logos are distinctive, designed pieces of graphic artwork.

The following usage guidelines must be followed:

- Do not modify or alter the Logos
- Do not change scale, skew or rotate any Logo
- Do not change the design of any Logo
- Do not change or vary the colors of any Logo, except that the Logos may be all black or can be reversed out in white.
- Do not combine a Logo with any other design, trademark, graphic, text or other element, including your name, any trademarks or any generic terms.

No Logo may be used or displayed in any of the following ways:

- in any manner that, in the sole discretion of NZSDRT Inc., discredits NZSDRT Inc. or tarnishes its reputation and goodwill;
- in any manner that infringes, dilutes, depreciates the value, or impairs the rights of NZSDRT Inc. in the Logos;
- in any manner that is false or misleading;
- in connection with any illegal activities, or other materials that are defamatory, libelous, obscene, or otherwise objectionable;
- in any manner that violates the trademark, copyright or any other intellectual property rights of others;
- in any manner that violates any law, regulations, or other public policy; or
- as part of a name of a product or service of a company other than NZSDRT Inc.
- Written materials, such as web pages, must be marked to indicate that the Logos used are owned by NZSDRT Inc. (for example by using a statement such as, 'the NZSDRT Inc. logo is a registered trademark of NZSDRT Inc.').

- All goodwill generated by the use of any Logo inures to the benefit of NZSDRT Inc.
- You may not assert rights to any Logo whether by trademark registration, domain name registration or anything else.
- You must, upon request from NZSDRT Inc., provide samples of any materials that include the Logos for purposes of determining compliance with this policy.
- You must make any changes to your use of the Logos that are requested by NZSDRT Inc.
- Your download and use of the Logos is subject to the NZSDRT Inc. Site Terms.

Rationale:

As yet there is not a policy or procedure for our Logo. Our national symbol has now been fully registered and belongs to the Society; therefore we need to ensure to look after the Logo in the most professional way. We are including the process in our Constitution, so that all our members are aware around the process for when they may need to use the Logo.

Undertaken by:

NZSDRT Inc. Executive Board

Forwarded by:

NZSDRT Inc. Reg. Orquidea Tamayo Mortera R 465 – M 201350-4
President of NZSDRT Inc. on behalf of the Executive Board

REMIT 16

NZSDRT Inc.

A.G.M. Saturday 10th August 2019

Crowne Plaza Auckland



...Have your say...

That:

There is a clear process and understanding around all Society Meetings.

11.0 SOCIETY MEETINGS

11.1 A Society Meeting is either an Annual General Meeting or a Special General Meeting. An Annual General Meeting shall be held not later than **31st August** each year. Members shall be given not less than **eight weeks'** notice in writing of the date of any such Meeting and such notices shall specify the date by which Notices of Motion must be received.

11.2 Any **Full Member** of the Society may submit a Notice of Motion for consideration by the Annual General Meeting. All such Notices of Motion shall be submitted to the Secretary not less than **eight weeks** prior to the date of the Annual General Meeting. The Secretary shall circulate copies of each Notice of Motion through the Society communication channels to the Full Members **four weeks** prior to the date of the Annual General Meeting.

11.3 The Secretary shall convene a **Special General Meeting** when directed by requisition of the Executive or **at least 5% of the Members**. Every requisition shall state the objects for which the Meeting is required. A Special General Meeting shall be convened within **eight weeks** of receipt of the requisition.

11.4 The Secretary shall give the Members at least **four weeks** written notice of all Special General Meetings and such notice shall state the nature of the business to be transacted there as well as the place, day, and hour of the Meeting. The notice shall be given to members at the current address recorded in the register of members, which may be an email or postal address. It will be the responsibility of members to keep the office of the Society informed of their current contact details.

11.5 If the secretary has sent a notice to all members in good faith, the meeting and its business will not be invalidated simply because one or more members do not receive the notice.

11.6 All Members may attend and vote at Society meetings.

11.7 No Society meeting may be held unless at least **10% Special Meeting-15% for an AGM** of eligible members attend. (This will constitute a quorum.)

11.8 Society meetings shall be chaired by the President. The President may appoint an independent advisor to chair or co-chair the meeting. If the President is absent, the Executive Board shall appoint an Executive Member or an Independent Advisor to Chair the meeting.

11.9 On any given motion at an Society meeting including the election of Executive members and officers, the President shall in good faith determine whether to vote by:

- a) Voices;
- b) Show of hands; or
- c) Secret ballot.

11.10 If any member demands a secret ballot before a vote has begun, voting must be done by secret ballot. If a secret ballot is held, the President will have a casting vote.

11.11 The business of an Annual General Meeting shall be:

- a) Reading of the minutes of the previous Society's meeting;
- b) The Board's report on the business of the Society;
- c) The Treasurer's report on the finances of the Society, and the Annual Financial Statements;
- d) Election of board members (if election year is taking place);
- e) Determining the membership fees, including subscriptions and levies for the coming year;
- f) Motions to be considered.

11.12 The President shall adjourn the meeting if necessary.

11.13 The business of a Special General Meeting is limited to the purpose for which the meeting was called. No other business may be introduced at a special general meeting.

11.14 Adjourned Meetings: If within half an hour after the time appointed for a meeting a quorum is not present at the meeting,

11.14.1 If the meeting was convened upon requisition of members, the meeting shall be dissolved.

11.14.2 In any other case, the meeting shall stand adjourned to a day, time and place determined by the President of the Society, and if at such adjourned meeting a quorum is not present the meeting shall be dissolved without further adjournments.

11.14.3 No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

11.15 Motions at Society Meetings, any member may request that a motion be voted on ("Member's Motion") at a particular Society meeting, by giving written notice to the Secretary at least eight weeks before that meeting. The member will need to provide information in support of the motion ("Member's Information").

11.16 The executive board may in its absolute discretion decide whether or not the Society will vote on the motion. However, if the member's motion is signed by at least **5% of eligible members**, it must be voted on at the Society meeting chosen by the member; and the secretary must give the member's information to all members at least four weeks before the Society meeting chosen by the member; or if the secretary fails to do this, the member has the right to raise the motion at the following Society meeting.

11.17 The Board may also decide to put forward motions for the Society to vote on ("Board Motions") which shall be suitably notified to members in accordance with these rules.

11.18 Full members may vote for at that meeting in person or by Voting Forms.

- a) The Secretary will issue **Voting Forms** to all Full members **four weeks** prior to the Annual General Meeting.
- b) **Full members** shall be able to cast their vote through the **Voting Form** without having to appoint anyone to act on their behalf.
- c) The Secretary or nominated person must receive all the **Voting Forms** at least **one week** prior to the Annual General Meeting.

11.19 The quorum for Special General Meetings shall be a minimum of **10% Full Members**. The quorum for the Annual General Meeting shall be a minimum of **15% Full Members**.

11.20 Full Members are entitled to vote at any Annual General Meeting Election, in person or by Voting form.

11.21 The Constitution and Rules governing the Society may be altered, added to, or rescinded by Special Resolution at any Annual General Meeting at which such additions and amendments are considered and of which due notice has been given **provided however that no such addition, or amendment shall be permitted if it in any way affects the non-profit status of the Society**

Rationale:

There needs to be a clear process stated in the Constitution on how the meetings are to be run. Currently this process seems nonexistent and we need to be transparent, so that all our members can actively participate and be engage in the discussions pertaining to the future of the Society. By having all the information available, all members will feel confident around this process and how they can participate.

Undertaken by:

NZSDRT Inc. Executive Board

Forwarded by:

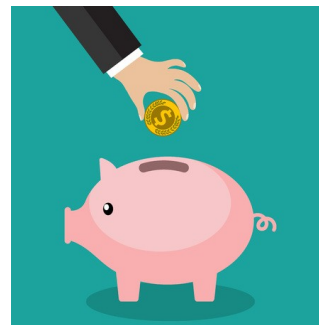
NZSDRT Inc. Reg. Orquidea Tamayo Mortera R 465 – M 201350-4
President of NZSDRT Inc. on behalf of the Executive Board

REMIT 17

NZSDRT Inc.

A.G.M. Saturday 10th August 2019

Crowne Plaza Auckland



That:

All our members have a clear understanding around the Society finances and more clarity And transparency is added to this process.

12.0 FINANCE

12.1 All monies received on account of the Society shall be paid, by the Treasurer, to the Society's credit in the bank account held for that purpose.

12.2 The Treasurer shall advise the Executive of all financial transactions.

12.3 The Society's bank accounts shall be operated in a professional manner at all times.

12.4 All monies received into the Society account, the Treasurer shall provide receipts. All bank transactions on the Society account shall be signed by any two of the following Officers: President, Vice President or Treasurer.

12.5 The Treasurer may give to any Member who fails to pay their membership within three **(3) months** of the due date, a notice in writing requiring the member to pay within a further **14 days**. If the Member fails to pay the subscription within such further period, the Executive may, remove the member name from the register of Members and that Member shall forthwith cease to be a Member of the Society (without however being released from any existing liability to the Society whether in respect of subscription fees, levies or otherwise).

12.6 The Executive may, from time to time, **invest or re-invest** in such securities and upon such terms, as it shall think fit, the whole or any part of the funds of the Society, which shall not be required for the immediate business of the Society.

12.7 Use of any income, benefit or advantage will be applied to the charitable purposes of the Society.

12.7.1 No members of the Society or executive members or any person associated with a member shall participate in or materially influence any decision made by the members in respect of any payment to or on behalf of that member or associated person of any income, benefit or advantage whatsoever.

12.7.2 Any payments made to executive members or members of the Society will be limited to the reimbursement of reasonable expenses supported by proper documentation, or for the provision of services under a formal agreement for which payments will be reasonable and relative to what would be paid under an arm's length agreement (being the open market value).

12.7.3 Any executive member who has a financial interest in a matter being considered by or affecting the Society must, as soon as practically possible after the officer becomes aware of the interest in the matter, disclose the nature and extent of that interest to the executive board. Where an interest has been disclosed by an officer:

12.7.4 The executive member must not vote in any decision on the matter, however that person can be present at the time of the decision and can contribute to the discussion leading to the decision; but the board may, where it considers

it appropriate, exclude the officer from any further discussion or involvement with the matter.

- 12.7.5 The executive member may even if prevented from voting on a matter, continue to be counted as part of the quorum for the meeting.
- 12.7.6 The provision and effect of this clause shall not be removed from these rules and shall be implied into any document replacing these rules.

12.8 Financial Year

- 12.8.1 The financial year of the Society begins on **1st July** of every year and ends on **30th June** of the next year.
- 12.8.2 At the first meeting of the executive board following each Annual General Meeting, the board will decide by resolution who will be allowed to authorise payments and the names of bank signatories;
- 12.8.3 The Treasurer and executive board will ensure that true and fair accounts are kept of all money received and expended and that the annual accounts are presented to the AGM of the Society.
- 12.8.4 All moneys received shall be paid to the credit of the Society at such banking organisation as the board shall from time to time appoint and withdrawals on that bank account shall be authorized by at least two executive members appointed signatories.

12.8.5 A copy of the annual financial reports will be filed with the Registrar of Incorporated Societies.

12.9 Assurance on the Financial Statements

- 12.9.1.1 The Society may appoint an appropriately qualified person to audit or review the annual financial statements of the Society.
- 12.9.1.2 The accountant, auditor or reviewer **must not** be a member of the board, **or member** of the Society.
- 12.9.1.3 If the Society appoints an accountant, auditor or reviewer who is unable to act for some reason, the executive board shall appoint a replacement.
- 12.9.1.4 The executive board is responsible to provide the auditor or reviewer with:
 - a. Access to all information of which the board is aware that is relevant to the preparation of the financial statements such as records, documentation and other matters.
 - b. Additional information that the accountant, auditor or reviewer may request from the executive board for the purpose of the review; and
 - c. Reasonable access to persons within the Society from whom the accountant, auditor or reviewer determines it necessary to obtain evidence.

Rationale:

There seems to be a lack of understanding on how the Society finances work. Many members have asked the Executive Members to explain this process, which although not complicated, can be confusing for those who are not financial literate. By having this clear clause our members will be able to easily understand what our responsibilities are to continue to run Society running in the best cost effective way.

Undertaken by:

NZSDRT Inc. Executive Board

Forwarded by:

NZSDRT Inc. Reg. Orquidea Tamayo Mortera R 465 – M 201350-4
President of NZSDRT Inc. on behalf of the Executive Board

REMIT 18

NZSDRT Inc.
A.G.M. Saturday 10th August 2019
Crowne Plaza Auckland



That:

Members are aware the annual Membership and Registration fee needs to be review at the AGM.

13.0 FEES

13.1 The annual **Membership and Registration** fees for the ensuing 12-month period shall be review and determined at each Annual General Meeting.

Rationale:

Full members can actively participate in the annual review for fees.

Undertaken by:

NZSDRT Inc. Executive Board

Forwarded by:

NZSDRT Inc. Reg. Orquidea Tamayo Mortera R 465 – M 201350-4
President of NZSDRT Inc. on behalf of the Executive Board

REMIT 19

NZSDRT Inc.

A.G.M. Saturday 10th August 2019

Crowne Plaza Auckland



That:

The General Clause needs to be clear for all the Society members.

14.0 GENERAL

14.1 In the event of any question as to the construction or application of the Society's Constitution and Rules, or guidelines, policies and procedures of the Society, the Executive Board is hereby empowered to decide the same and in its unfettered discretion to, if deemed desirable in particular circumstances, depart from or amend guidelines, policies and procedures from time to time.

14.2 **No Member, Member or group of Members shall make any public or press statement purporting to be made by or on behalf of the Society, the Executive Board or any section thereof.**

14.3 The Executive Board **may co-opt for the time being any Member of the Society or any other person not a Member** and be called **Honorary Advisers**, who may be in a position to contribute valuable information on a subject under discussion or otherwise assist in the deliberation or affairs of the Executive Board.

14.4 If at any time a matter arises that is not provided for in these rules the President, Vice President and Secretary or appointed Executive Member **are the only people** in the position to seek legal advice for the Society.

Rationale:

For Members and Non-members to be aware of what they can and can't do or say on behalf of the Executive Board or the Society as a whole.

We would like the Society to have access to people with the knowledge and experience that can benefit our Society in any possible way.

There needs to be clarity on who can seek legal advice on behalf of the Society. There have been issues in the past, in which the Society was charged for services –that were not approved by the Executive Board, or the Society as a whole.

Undertaken by:

NZSDRT Inc. Executive Board

Forwarded by:

NZSDRT Inc. Reg. Orquidea Tamayo Mortera R 465 – M 201350-4

President of NZSDRT Inc. on behalf of the Executive Board

REMIT 20

NZSDRT Inc.

A.G.M. Saturday 10th August 2019

Crowne Plaza Auckland



That:

Everybody understands the use of the Society Common Seal.

15.0 COMMON SEAL

15.0.1 The Society shall have a Common Seal, which shall be kept in the custody of the Secretary.

15.0.2 The Board may provide a common seal for the Society and may from time to time replace it with a new one.

15.2.1 The common seal, which shall only be used by the authority of the board.

15.2.2 Every document to which the common seal is affixed shall be signed by the President and countersigned by the Secretary or an executive member.

Rationale:

There is no clear understanding around why we have a Common Seal and when it is used. By having clarity in this clause members of the Society will be fully aware of the use of the Common Seal.

Undertaken by:

NZSDRT Inc. Executive Board

Forwarded by:

NZSDRT Inc. Reg. Orquidea Tamayo Mortera R 465 – M 201350-4
President of NZSDRT Inc. on behalf of the Executive Board

REMIT 21

NZSDRT Inc.

A.G.M. Saturday 10th August 2019

Crowne Plaza Auckland



That:

There is clarity around how we are and we are not to alter the rules of the Society at all times.

16.0 ALTERING THE RULES

16.1 The Society may alter or replace these rules at an Society meeting by a resolution passed by a **two-thirds** majority of those members present and voting provided that no amendment:

16.1.1 Shall detract from the charitable nature of the Society or

16.1.2 Result in the distribution of its assets on winding up or dissolution for any purpose that is not exclusively charitable

16.1.3 Shall give power to extend the Society's operations beyond New Zealand.

16.2 Any proposed motion to amend or replace these rules shall given in writing to the Secretary at least **eight weeks** before the Society meeting at which the motion is to be considered, and accompanied by a written explanation or rationale of the reasons for the proposal.

16.3 At least **four weeks** before the Society meeting at which any rule change is to be considered, the Secretary shall give to all members written notice of any proposed motions, the reasons for the proposals, and any recommendations the Board has.

16.4 When a rule change is approved by an Society meeting, no rule change shall take effect until the **Secretary has filed the changes with the Registrar of Incorporated Societies.**

Rationale:

All full members need to be fully aware of the rules around the type of motions they would like to put forward for consideration. They need to ensure they have check that their motions will not affect the non-for profit status of the Society and the process for altering the rules.

Undertaken by:

NZSDRT Inc. Executive Board

Forwarded by:

NZSDRT Inc. Reg. Orquidea Tamayo Mortera R 465 – M 201350-4

President of NZSDRT Inc. on behalf of the Executive Board

REMIT 22

NZSDRT Inc.

A.G.M. Saturday 10th August 2019

Crowne Plaza Auckland



That:

The Society has a Dispute Resolution Clause that includes the correct process around how the Society shall act if this is to ever happen.

17.0 DISPUTE RESOLUTION

17.1 Mediation and arbitration, any dispute arising out of or relating to these rules may be referred to mediation, a non-binding dispute resolution process in which an independent mediator facilitates negotiation between parties. Either party writing to the other party and identifying the dispute that is being suggested for mediation may initiate mediation. The other party will either agree to proceed with mediation or agree to attend a preliminary meeting with the mediator to discuss whether mediation would be helpful in the circumstances. The parties will agree on a suitable person to act as mediator or will ask the Arbitrators' and Mediators' Institute of New Zealand Inc. to appoint a mediator. The mediation will be in accordance with the Mediation Protocol of the Arbitrators and Mediators' institute of New Zealand Inc. The mediation shall be terminated by-

17.1.1 The signing of a settlement agreement by the parties; or

17.1.2 Notice to the parties by the mediator, after consultation with the parties, to the effect that further efforts at mediation are no longer justified; or

17.1.3 Notice by one or more of the parties to the mediation to the effect that further efforts at mediation are no longer justified; or

17.1.4 The expiry of sixty working days from the mediator's appointment, unless the parties expressly consent to an extension of this period.

17.2 If the mediation should be terminated as provided as above, any dispute or difference arising out of or in connection with these rules, including any question regarding its existence, validity or termination, shall be referred to and finally resolved by arbitration in New Zealand in accordance with New Zealand law and the current Arbitration Protocol of the Arbitrators' and Mediators' Institute of New Zealand Inc. The arbitration shall be by one arbitrator to be agreed upon by the parties and if they should fail to agree within twenty-one days, then an arbitrator to be appointed by the Chairperson of the Arbitrators' and Mediators' Institute of New Zealand Inc.

Rationale:

Disputes are damaging, expensive, and time consuming. They affect individuals, communities, organisations, government, and the economy. By having this clause in place, we are likely to be preventing **disputes**, and resolving **disputes** earlier and in a more effectively way that will benefit our organisation in the long term.

Undertaken by:

NZSDRT Inc. Executive Board

Forwarded by:

NZSDRT Inc. Reg. Orquidea Tamayo Mortera R 465 – M 201350-4

President of NZSDRT Inc. on behalf of the Executive Board

REMIT 23

NZSDRT Inc.

A.G.M. Saturday 10th August 2019

Crowne Plaza Auckland



That:

There is clear understanding around what winding up the Society means.

18.0 WINDING UP THE SOCIETY

18.1 Members present at a General Meeting of the Society, convened for the purpose, may resolve that the Society be wound up as from a date specified in the resolution provided that such a resolution is confirmed by a subsequent General Meeting called for the purpose not earlier than 30 days after the resolution so concerned is passed in the event of such winding up.

18.2 If the Society is wound up:

18.2.1 The Society's debts, costs and liabilities shall be paid;

18.2.2 Any property left after the organisation has been wound up or dissolved, and all its debts and liabilities paid shall not be paid to or distributed among the members of the organisation. It must be given or transferred to another organisation or body with similar objectives, or to some other charitable organisation or purpose within New Zealand.

18.2.3 No distribution shall be made to any member.

Rationale:

Liquidation is the process that brings an incorporated **society's** existence and activities to an end. Its purpose is to collect the proceeds of the **society's** assets and distribute them to the members, unless the rules require otherwise. There needs to be clarity on what is to happen if the Society is ever to come to an end.

Undertaken by:

NZSDRT Inc. Executive Board

Forwarded by:

NZSDRT Inc. Reg. Orquidea Tamayo Mortera R 465 – M 201350-4

President of NZSDRT Inc. on behalf of the Executive Board

REMIT 24

NZSDRT Inc.

A.G.M. Saturday 10th August 2019

Crowne Plaza Auckland



That:

We have a clear and define Sanction Process.

SANCTIONS

These Sanctions apply to all members of New Zealand Society of Diversional and Recreational Therapists Incorporated

1. Any person may notify New Zealand Society of Diversional and Recreational Therapists Incorporated that a member is in breach of the rules and bylaws of the Society.

This may be and is not limited to

- a) A member has acted in such a manner as to bring discredit (e.g. purposely damaging others reputation) on the Society and/or others.
 - b) A member is guilty of serious misconduct (e.g. damaging the relationship of confidence or trust within the society and its members), at any annual General Meeting of the Society.
 - c) A member is guilty of abusive behavior (e.g. bullying, manipulation, racism remarks or harassing others).
 - d) A member has acted in such a manner as to bring financial losses on the Society (e.g. consulting on behalf of the Society and billing the society for this).
2. In the event that an investigation is to take place, Natural Law will be applied. If a breach is been confirmed to happen, the Executive Board shall issue two written warnings before the New Zealand Society of Diversional and Recreational Therapists Incorporated under Rule 6.5 of the Constitution considers the expulsion of a Member.
 3. The Executive Board must follow Natural Law by
 - i. Explaining how the member is in breach,
 - ii. State what the member must do in order to remedy the situation; or state that the member must write to the board giving reasons why the board should not terminate the member's membership.
 - iii. Explain the detailed process
 - iv. State that the affected member shall have the right to present their case either in person or in writing. The member has the right to have an accompanying advocate or witnesses if desired.
 - v. The process of termination of membership shall include issuing of an executive board's notice to the affected member.
 - vi. Within 14 days of the member receiving the executive board's notice, the executive board shall convene and consider the breach and the member's response or lack of.
 - vii. The board may after consideration of the response if received, then in its absolute discretion by majority vote, terminate the membership of the member.
 - viii. The issuing of a written termination notice to the affected member terminates the member's membership. Termination takes effect from the date of the termination notice. The termination notice must state that the member may

- appeal to the Executive at the next meeting by giving written notice to the Secretary within 14 days of the member's receipt of the termination notice.
- ix. If the member gives notice of appeal to the secretary, the member is to be given the right to be fairly heard at a Special General meeting to be held within the following 28 days. The member has the right to provide a written explanation to the members.
 - x. When the member is heard at the Special General meeting, the members have the right to question the affected member and the board members.
 - xi. The Executive Board will decide the place, time and the means by which the Special General meeting will be held (e.g. Video Conferencing or in person).
 - If the member request is to have a Face to Face Special General Meeting, the member is fully responsible for covering any cost for personal expenses associated to the meeting, as well as covering executive member's costs and expenses (e.g. paid day off work, flights and accommodation, etc.)
 - xii. The Society shall then by majority vote decide whether to let the termination stand or whether to reinstate the member. The Society's decision is final.
4. If termination is required, the member will be blacklisted for a **ten-year** period. The Society will remove the Members right to use the name New Zealand Society of Diversional and Recreational Therapists Incorporated, the logo, recall the membership or registration badge and any New Zealand Society of Diversional and Recreational Therapists Incorporated information.
 5. Following termination, New Zealand Society of Diversional and Recreational Therapists Incorporated will take any steps necessary to disassociate itself from the offending Member.

Rationale:

There has been a recorded case in which past executive members were trying to sanction another executive member without basis and following a clear and proper legal process and consultation. This behavior was easily being seen as acting in bad faith and the emotional consequences that the other member endured will last for an indefinite time. Diversional and Recreational Therapists are people who focus in the wellbeing of others and we need to act in the most professional way and in good faith at all times. After legal consultations, we would like to see a proper sanction clause added to our Constitution. This clause includes a good faith process, in which parts come together to find solutions before even considering termination.

This clause will be for all members to be aware of the things that we should and shouldn't do, which will easily align to our Code of Ethics and Standards or Practice.

Undertaken by:

NZSDRT Inc. Executive Board

Forwarded by:

NZSDRT Inc. Reg. Orquidea Tamayo Mortera R 465 – M 201350-4
President of NZSDRT Inc. on behalf of the Executive Board

REMIT 25

NZSDRT Inc.

A.G.M. Saturday 10th August 2019

Crowne Plaza Auckland



That:

There is a clear rescission understanding for all our members.

RESCISSION

The above clauses constitute the whole of the Constitution of the Society and all previous Constitutions, Articles, Bylaws and Rules are hereby revoked. The Executive Board shall decide upon matters not covered in these rules.

Rationale:

The need to add Rescission is crucial for the Society. We need to be able to understand that the Executive Board can still decide on matters that may not be cover in our Constitution and that everything in the previous rules are no longer consider in the new one.

Undertaken by:

NZSDRT Inc. Executive Board

Forwarded by:

NZSDRT Inc. Reg. Orquidea Tamayo Mortera R 465 – M 201350-4
President of NZSDRT Inc. on behalf of the Executive Board

REMIT 26

Notice of Motion from Klara Luxford from Tauranga

7.8 If a vacancy occurs between Annual General Meeting and the next, the Executive shall have the power to co-opt a replacement.

7.8 a) This replacement is not automatically given the 2 year tenure.

7.8 b) A maximum of 2 members can be co-opted.

7.8 c) If more than 2 members resign, a special meeting needs to be called within 21 days of those resignation and new elections for all positions need to be held.

7.8 d) If half or more of the board resign, there needs to be a formal inquiry into the reason and new elections need to take place.

We are also suggesting following changes to our constitution

7.6 a Election for Executive shall be held annually at the Annual General meeting. Positions are for two (2) year term. Only vacant positions or places will be voted on and those successful shall take office at the conclusion of the meeting.

7.6 a – 1) Candidates standing for voted positions (secretary, president, vice-president, treasurer) have to have prior board experience

7.6 a – 2) If candidates do not receive enough votes through the election, they cannot be co-opted into a vacant position

Rationale:

None Received