

**Rules of the**

**NEW ZEALAND**

**OCCUPATIONAL HYGIENE SOCIETY**

## **1 Interpretation and Definitions**

- 1.1 In these rules unless the context otherwise states 'Society' means the New Zealand Occupational Hygiene Society Incorporated.
- 1.2 "National Management Council" (hereinafter called "the council") is that body of members elected by the members of the Society for the purpose of directing the affairs of the Society.
- 1.3 "Seal" means the common seal of the Society.
- 1.4 "Act" means the Incorporated Societies Act 1908 or its' subsequent revisions and amendments;
- 1.5 "Committee" means a group of Society members appointed by Council for a particular function associated with the business of the Society;
- 1.6 "Council of the Society" has the same meaning as "Committee of Management" in the Act and "Council" means the Council of the Society.
- 1.7 "Entitled member" is a member who is entitled to vote at meetings of the Society;
- 1.9 "Financial year" means the year ending on 30 March;
- 2.0 "General meeting" means a general meeting of members convened in accordance with Rule 16;

## **2 Name and Registered Office**

- 2.1 The name of the Society is the New Zealand Occupational Hygiene Society Incorporated
- 2.2 The registered office of the Society shall be in such place as the Council shall time to time decide.

## **3 Objectives of the Society**

- 3.1 To further the practice, professionalism and recognition of Occupational Hygiene in New Zealand.
- 3.2 Promote and maintain a high standard of ethics in the practice of occupational hygiene.
- 3.3 Improve the calibre of practitioners of occupational hygiene within New Zealand by promoting and co-ordinating vocational training and by encouraging the further development of, and seeking to promote the status of, occupational hygiene as a profession throughout New Zealand.

- 3.4 Improve, promote and develop the professional practice of occupational hygiene so as to improve and protect worker health and wellbeing throughout New Zealand.
- 3.5 Promote the exchange of information about occupational hygiene among organisations and individuals nationally and internationally, e.g. through the organising of conferences and networking through websites;
- 3.6 Collaborate and cooperate with other societies, national and international organisations in the promotion of occupational hygiene for the protection of work force;

## **4 Activities**

The Society may

- 4.1 engage in any lawful activity that contributes to the attainment of its objectives.
- 4.2 Set standards of professional competence and maintain a register of those members who meet its standards;
- 4.3 Prepare and publish standards relating to the teaching and training of occupational hygienists;
- 4.4 Make representations on matters within the competence of its members to governments, industry and trade unions;
- 4.5 Promote, research, publish scientific and technical papers;
- 4.6 Collect, order and disseminate information on any or all aspects of occupational hygiene and allied subjects;
- 4.7 Conduct conferences, public meetings, exhibitions and courses of instruction.

## **5 Alteration of the Constitution**

- 5.1 This Constitution of the Association must not be altered except in accordance with the Act.
- 5.2 Alteration of the Constitution shall be proposed in a written Notice of Motion by an entitled member addressed to the Secretary. Upon receipt of the Notice of Motion, the Secretary will add to the agenda of next council meeting for discussion and approval.
- 5.3 The proposed alteration shall then be sent to all entitled members at least 14 days prior to a members meeting.

- 5.4 The proposed alteration shall be passed if agreed by a majority of the entitled members who vote, whether in person or by proxy, at any NZOHS member meeting.
- 5.5 No addition to or alteration of the aims, personal benefit clause or the winding up clause shall be made which affect the tax exempt status/non profit body status.
- 5.6 The provisions and effects of this clause shall not be removed from this document and shall be included and implied into any document replacing this document.

## **6 By-Laws**

- 6.1 The society may have by-laws. These by-laws are more detailed regulations held by the society
- 6.2 The creating or alteration of by-laws of the society shall be proposed in a written notice (e.g. email) of motion addressed to the Secretary. The notice of motion shall be signed by the proposer and seconder who shall be members of the Society.
- 6.3 Motions will be discussed at the following council meeting.
- 6.4 New by-laws will be agreed upon by majority vote of the quorum at a nominated council meeting
- 6.5 Existing by-laws will be reviewed and altered annually by majority vote of the quorum at a nominated council meeting
- 6.6 By-laws will hold three signatures of the council however will not be registered with the incorporated society of NZ.
- 6.7 By-laws will be held by the secretary and be able to provide the by-law as requested by any member of the society

## **7 Membership**

- 7.1 An application for membership must be accepted by the council and acceptance may be determined by the council using the membership by-law
- 7.2 Council may decline any application for membership
- 7.3 Membership levels are
  - Technical Member
  - Full Member
  - Fellow Member
  - Retired Member

- 7.4 The NZOHS 'Membership' bylaw states the entry requirements for each of the membership levels.

## **8 Membership Subscriptions**

- 8.1 Every member of the society shall pay a yearly subscription as fixed by the Council. Every member shall, to remain financial, pay the subscription on or before the 28<sup>th</sup> February each year or as required by the Council.
- 8.2 The receipt of the Secretary or Treasurer shall be sufficient discharge of the member's liability for payment.

## **9 Register of Members**

- 9.1 The Secretary shall keep a Register of Members which shall contain the grade of membership.
- 9.2 Any member shall have the right to request and receive within 30 days a copy of the information recorded under their name in the Register of Members.
- 9.3 The information kept in the register of members is to be used solely for the purposes of the Society.

## **10 Cessation of Membership**

- 10.1 Any member wishing to resign shall forward a written resignation together with any relevant membership documentation to the secretary and shall pay all subscriptions, fees and dues outstanding.

## **11. Duties and Privileges of members**

- 11.1 If a member fails within the time directed by the council to pay the annual subscription provide for by rule 7 or fails within 90 days of the annual general meeting at which the same is levied to pay the sum of money provided for by rule seven then the council may notify the member in writing that failing payment within ten days such members membership shall cease.
- 11.2 The council may resolve to expel a member if in the view of the council any act or omission of such member is likely to cause disharmony among members of the association or to bring the society or the occupational hygiene industry into disrepute but the council shall not so resolve without first;
- (i) by not less than 21 days' notice in writing particularising to the member in question the ground on which expulsion is contemplated; and

- (ii) hearing and considering such representations and evidence as the member in question either personally or through counsel may adduce. The association shall accept no liability for the costs of the member in question.

## **12 Council**

- 12.1 The Council shall consist of the following members
  - President
  - President Elect
  - Secretary
  - Treasurer
  - Three other members known as ordinary members
- 12.2 The President and President Elect shall hold office for a term of one year
- 12.3 Every other member of the Council shall hold office for a term of two years except as otherwise provided for in these rules. A member may be returned to office any number of times.
- 12.4 The Immediate Past President is able to provide support to the Council, but will not vote on Council motions.

## **13 Election of Council**

- 13.1 The election process shall take place in May by ballot. As the President and President elect position are held for one year the President Elect position will be voted upon every year with the Secretary, Treasurer and ordinary council positions being voted upon every two years.
- 13.2 The Council shall be elected by a majority vote of entitled members.
- 13.3 Entitled members include all grades as detailed in the relevant bylaw.
- 13.4 Any member of the Council, who resigns, shall do so in writing to the President.
- 13.5 Where an elected Council member fails to complete the full term of office then a notice for nominees or volunteer to fill the position until the next election of officers takes place. The existing Council members will vote to elect new interim Council member. If the President resigns, the position will be filled (until next election), by the President Elect. If the President Elect, Treasurer or Secretary resign, a replacement will be sought from the existing Council to fulfil the required term (until next election). If no replacement is available, a separate election will be required.
- 13.6 There shall be no more than one technical member on council at any one time. This member may only hold ordinary membership on the council.

- 13.7 All other members of council must be full or fellow members of the Society.

## **14 Meetings of the Council**

- 14.1 The Council shall meet in each year at such times and places as it may from time to time decide.
- 14.2 At least fourteen days' notice of any such meeting shall be given by the Secretary to all Council members.
- 14.3 Failure to attend two consecutive meetings of the Council without adequate excuse may result in suspension from office for the balance of the financial year.
- 14.4 The Council will be sole judge of what constitutes an adequate excuse.

## **15 Conduct of Meetings of the Council**

- 15.1 In the absence of the President, the President Elect of the Society shall preside at each meeting. In the absence of both then another Council member nominated by the President shall act as chairperson.
- 15.2 All decisions of the Council require the majority support of the members of the Council. In each case of the vote being tied the Chairperson has the right to make the casting vote.
- 15.3 Minutes of all meetings shall be kept by the Secretary or administrator and copies shall be promptly distributed to all members of the Council.

## **16 Duties of the Council**

- 16.1 The Council shall direct the affairs of the Society. This shall include;
- 16.1.1 Developing policy and instructions in order to implement and carry out the objectives of the society
- 16.1.2 Maintaining a national register of memberships
- 16.1.3 Organising and conducting conferences, seminars, meetings and ballots of members as and when required.
- 16.1.4 Communicating regularly with the membership
- 16.1.5 Investing, borrowing and dealing with the monies of or on behalf of the Society as it determines.
- 16.1.6 Delegating authority to make or publish statements on behalf of the Society.

16.1.7 Carrying out such other things as are incidental or conducive to the attainment of the objectives of the Society.

## **17 Quorum of the Council**

17.1 At all meetings of the Council the quorum necessary for the transaction of business shall be four of the elected members of the Council

17.2 A meeting of the Council at which a quorum is present shall be authorised to exercise all or any of the powers and discretion of the Council.

## **18 Annual General Meeting**

18.1 The annual general meeting of the Society shall be held in May of each year at such time and in such place as the Council determines.

## **19 General Meetings**

19.1 At all general meetings of the Society, where 20% of the financial members with technical level or above are present shall constitute a quorum.

19.2 The Secretary must summon a special general meeting whenever requested to do so by not less than 20% of the entitled financial members of the Society, or by four members of the Council. Such requests shall be in writing and express the object for which the meeting is called.

19.3 Voting shall be by ballot with each member present having one vote. Members not present at a General Meeting shall be able to cast a proxy vote, prior to the meeting, through a nominated member prior to the AGM by email to the Secretary.

19.4 Any notice of motion to be discussed at any general meeting shall be notified in writing e.g. email to the Secretary at least seven days prior to the date of the meeting.

19.5 Fourteen (14) days' notice of any general meeting specifying the place day and hour of the meeting shall be given by the Secretary to all members of the Society by a notice; e.g. email. This will be considered receipt of notice.

## **20 Funds and Property**

20.1 The financial year of the Society shall end on 31<sup>st</sup> March each year.

20.2 There shall be one signature required for any payments with at least three signatories on council.



- 20.3 The Treasurer shall
- 20.3.1 Make recommendations to the Council on expenditure, subscriptions, fees, levies or dues and matters relating to the finances of the Society.
  - 20.3.2 Ensure proper books of account are kept in which are recorded full, true and complete accounts of the Society
  - 20.3.3 Ensure that a statement of accounts and balance sheet are presented each financial year by the time of the AGM to the Council and copies of these are to be distributed to all members prior to the AGM. Ensure that all accounts are audited within 6 (six) months of the AGM and then sent to the companies register.
  - 20.3.4 Ensure that all funds received by the Society and not for immediate use shall be banked in the Society's bank account.
- 20.4 The Auditor must be a qualified accountant and shall certify to the correctness of the accounts of the Society.
- 20.5 The income or property of the Society shall be applied solely towards the promotion of the objectives of the Society as set forth in the rules and no portion of it shall be transferred directly or indirectly by way of dividend or profit to persons, who at any time are, or have been, members of the Society or to any persons claiming through any of them.
- 20.6 No member shall have any personal claim on any property of the Society. No part of the income or property of the Society shall be paid or transferred directly to members of the Society. Nothing said above shall prevent the payment in good faith or remuneration to any member of the Society in reimbursement of expenses incurred on behalf of the Society or in remuneration for any service rendered to the Society.
- 20.7 The funds of the Society shall be derived from membership application fees, annual subscriptions, donations and such other sources as the Council determines.

## **21 Dissolution**

- 21.1 The Society may be wound up voluntarily if the Society at a general meeting of its members passes a resolution requiring the Society to be so wound up and the resolution is confirmed at a special general meeting called together for that purpose and held not earlier than 30 days after the day on which the resolution so confirmed was passed.
- 21.2 If, upon the winding up or dissolution of the Society, there remains after the satisfaction of all debts and liabilities, any property or funds whatsoever, the same shall be donated to any organisations as a special general meeting may decide, provided that no member shall receive any personal gain.

## **22 Responsibilities for Personal Actions**

- 22.1 No officer of the Society shall be responsible for any act, omission, neglect or default of any other person (notwithstanding any receipt or other document signed or act done for the sake of conformity with the rules of the Society) or for any loss or damage whatsoever suffered by the Society unless such act as a result of their own dishonesty or culpable negligence or wilful default.
- 22.2 Nothing contained or implied in the previous paragraphs shall operate to exempt any person from or to indemnify them against any liability which by virtue of any rule or law would otherwise attached to them in respect of any negligence default, breach of duty, or breach of trust of which they may be guilty in relation to the Society.
- 22.3 Provided, however, that the Society shall not under any circumstances be bound to make any payment or to call upon its members to contribute toward any funds held by the Society at the time of any claim for indemnity and/or reimbursement.

## **23 Custody of Seal**

- 23.1 The Secretary shall have custody of the Seal
- 23.2 The Seal shall not be suffixed to any instrument except by authority of a resolution of the Council and in the presence of two members of the Council.

## 24 The Common Seal

24.1 The Common Seal of the Society shall be that shown below



\_\_\_\_\_  
President



\_\_\_\_\_  
President Elect



\_\_\_\_\_  
Secretary