

RULES OF THE NEW ZEALAND COLLEGE OF OPTOMETRISTS

1. Name

The name of this College shall be the New Zealand College of Optometrists Incorporated.

2. Definitions

"The College" means the Society of the New Zealand College of Optometrists Inc.

"The Council" means the Council of Management for the time being of the College.

"Councillor" means a member of the Council of the College.

"Member" means a member classified under these rules as a Fellow or a Member.

"Office" means the registered office of the College.

"Officer" means such person as from time to time fills any one or more of the offices contemplated in Rule 6.

"Register" means the register of members.

"Registered Optometrists" means optometrists registered in New Zealand under the Optometrists and Dispensing Opticians Acts (1978)

"Regulations" means regulations made pursuant to these rules.

"General Secretary " means the person or persons for the time holding such offices whether or not in the employment of the College, or a member of Council, or a member of the College, and the respective appointed deputies or persons or persons for the time being authorized to carry out the respective duties of such offices.

3. Office

The registered office of the College shall be at such a place in New Zealand as the College may from time to time determine.

4. Objects

The objects of this College shall be:

- (i) to advance the knowledge of optometry
- (ii) to promote and improve the practice of optometry
- (iii) to promote the highest standards of professional competence and conduct
- (iv) to provide opportunities for educational advancement
- (v) to promote a collegial relationship with other professional bodies

5. Members

5.1. Membership of the College shall be through one of the following classes:

- (a) Members
- (b) Fellows
- (c) Honorary Fellows
- (d) Emeritus members
- (e) Associate members
- (f) Student members
- (g) Such other class or classes as the College may create

5.2. Criteria for membership:

- (a) The members of the College shall be every person admitted to the College in accordance with its rules and regulations.
- (b) Membership is conferred on any person only when Council accepts an application for membership; or bestows a class of membership. Rejection of an application does not require a given reason.

5.3. Classes of membership:

(a) Members:

(i) Those registered optometrists, as defined by the Optometrists and Dispensing Opticians Act (1976), who show commitment to excellence in optometric practice and a high standard of professional competence and conduct.

(ii) In every case, an application for membership must be submitted in writing and be endorsed by one member and seconded by another member of the College and the application approved by Council.

(iii) For continuing membership of the College, members must provide evidence of continuing education as required by regulations determined from time to time by the Academic Committee of the College.

(b) Fellows:

(i) All the criteria for membership as defined by Rule 5.3(a) and in addition either

(ii) Those members who have completed the academic requirements as determined by regulations established by the Academic Committee of the College from time to time

or

(iii) Those members who have shown academic achievement leading to research and publication in the field of optometry

or

(iv) Those members who have contributed to the advancement of optometry through education, innovation or research.

(c) Honorary Fellows:

(i) An Honorary Fellowship may be granted to any person, on the recommendation of Council, who has given exceptional service to optometry at a national or international level

(ii) All Honorary Fellows shall have none of the obligations of fellowship in the College, but shall be entitled to all the privileges except those of making motions, of voting, and of holding office.

(d) Emeritus members:

Emeritus membership may be granted to any member upon recommendation of Council. Emeritus members have all the rights, privileges and obligations of members.

(e) Associate members:

(i) Those registered optometrists, as defined by the Optometrists and Dispensing Opticians Act 1976, who are yet to demonstrate the required period of optometric practice at a high standard of professional competence and conduct.

(ii) Associate members shall have none of the obligations or privileges of Members including making motions, of voting and of holding office.

(iii) Application for Associate Membership shall be submitted in writing in accordance with Rule 5.3 (a) (ii).

(f) Student members:

(i) Those members who are enrolled for either of the final two years of the Bachelor of Optometry course at the University of Auckland.

(ii) Student members shall have none of the obligations or privileges of Members including making motions, of voting and of holding office.

(iii) Application for Student Membership shall be submitted in writing.

5.4. Members shall subscribe to a code of ethics as determined from time to time by the College.

5.5. A copy of the Rules of the College shall be made available to each applicant for membership of the College and upon admission and payment of subscription the member shall be deemed to be bound thereby.

5.6. The application fee and annual fees shall be set by the College from time to time and shall be payable in advance on or before the 1st April of each year. The Treasurer shall notify members who are 3 months in arrears, and those whose dues are not paid within 30 days thereafter shall cease to be a member of the College and that member shall be informed in writing of the cessation of membership.

5.7. Any member desiring to resign from the College shall submit his/her resignation in writing to the General Secretary, who shall present it to Council for action. A member's resignation may not be accepted until his/her dues are paid.

6. Officers

6.1. The officers of the College, constituting the Council, shall be a President, a vice-President, an immediate Past-President, a General Secretary, a Treasurer and three Councillors, one of whom shall be a nominee of the Department of Optometry, The University of Auckland. These officers shall perform the duties prescribed by these rules and by the parliamentary authority adopted by the College.

6.2. The officers of the College shall be elected each year at the Annual General Meeting (AGM) by ballot or until their successors are elected, and their term of office shall begin at the close of that meeting at which they are elected. The College shall be notified of the nominee of the Department of Optometry, The University of Auckland, at this meeting.

6.3. No member shall hold more than one office at a time.

7. Council

7.1. The officers of the College, including the Councillors, shall constitute the Council.

7.2. The Council shall have control of the business and affairs of the College between its AGMs, fix the hour and place of meetings, make recommendations to the College, and shall perform other such duties as are specified in these rules. The Council shall be subject to the orders of the College, and none of its acts shall conflict with action taken by the College.

8. Election of Council

8.1. Nominations for vacancies shall be written, signed by two members countersigned by the candidate and forwarded to the General Secretary not less than six weeks before the AGM. The General Secretary shall notify members of the nominations. In exceptional circumstances, nominations for vacancies may also be accepted from the floor during the AGM.

8.2. Candidates nominated for a Council vacancy must be a current financial member of the College.

8.3. Eligible voters unable to attend an AGM may register their support for a nominee by written proxy which will be accepted up to an hour prior to the commencement of the AGM.

8.4. In the event that no nomination is received to fill a vacancy, the Council may appoint a

member to serve the term of the office.

8.5. The Council may appoint a member to fill a casual vacancy at any time.

9. Common Seal

The College shall adopt a Common Seal and such seal shall be kept under the control of the General Secretary.

9.1. Where the Common Seal of the College is to be affixed to any document, it shall be affixed to that document pursuant to a resolution of the Council and authenticated by the signatures of the General Secretary and one member of the Council.

10. Meetings

10.1. There will be four types of meetings:

(a) Council meetings

These will take place at least three times a year unless otherwise ordered by the President or the Council. Members of the Council will be invited to attend. Council may invite other members to attend as observers as required. The Council meetings shall be for the purpose of managing the affairs of the College. Five officers shall constitute a quorum for Council meetings.

(b) Annual General Meeting (AGM)

This will take place once a year and all members of the College will be invited to attend. The date of the meeting will be decided by the Council. The AGM shall be for the purpose of electing officers, receiving reports of the officers and committees, and for any other business that may arise. One third of the financial membership shall constitute a quorum, including those represented by proxy, for an AGM. Members shall be given 28 days notice of the time and place of the AGM.

(c) Special meetings

Special meetings may be called by the President or by the Council and shall be called upon request of ten members of the College. The purpose of the meeting shall be stated in the call. Except in cases of emergency, at least fourteen days' notice shall be given. Fifty percent of the membership shall constitute a quorum for special meetings.

(d) Committee meetings

Committees of the College shall meet as required. Seventy-five percent of the committee membership shall constitute a quorum for committee meetings.

11. Committees

11.1. A Finance Committee composed of the Treasurer and two other members of Council shall be appointed by the President promptly after each AGM. It shall be the duty of this committee to prepare a budget for the fiscal year. The Finance Committee may from time to time submit supplements to the budget for the current fiscal year.

11.2. A Programme Committee of 5 members shall be appointed by the President promptly after the annual meeting, whose duty it shall be to plan the annual programme of the College. This committee's plans shall be submitted to the Council for its approval.

11.3. An Academic Committee of 5 members shall be appointed by the President promptly after the annual meeting, whose duty it shall be to oversee the operation of Section 5 of these rules.

11.4. A Disciplinary Committee of 4 members shall be appointed by the President promptly after the annual meeting, whose duty it shall be to investigate and recommend a course or courses of action to the Council on matters of discipline relating to members of the College.

11.5. The Council may, from time to time, set up any other committee as may be required. The terms of reference and duration of operation of such committees will be established by the Council before such committees convene.

12. Council process

The control and management of the business and affairs of the College shall be conducted by and vested in the Council.

12.1. The Council is responsible for resourcing and supporting its Committees.

12.2. The Council shall meet at least 3 times a year for the transaction of business at a place and time that the Council may determine, or as the President may direct. The Council may adjourn and otherwise regulate its meetings and proceedings as it thinks fit.

12.3. The Council may declare vacant the seat of a Councillor who is absent without leave from three consecutive Council meetings. Council may declare vacant the seat of a Councillor who is no longer a member of the College. Council may declare vacant the seat of a Councillor who is found guilty of a criminal offence under the laws of New Zealand.

12.4. At every meeting of the Council or any Committees of Council, the President or chairperson of the meeting shall be entitled to a deliberative and casting vote.

12.5. The chairperson of any committee of the Council shall preside at all meetings of the committee. If the chairperson is not present at any meeting of the committee, the members of the committee present may choose one of their number to be chairperson of the meeting and the committee member chosen shall preside at such meeting accordingly.

12.6. For the purpose of these rules, the linking together by telephone or other communication devices of a number of Council members not less than the quorum, whether or not any one or more of the Council members is out of New Zealand, shall be deemed to constitute a meeting of the Council and all the provisions in these rules as to meetings of the Council shall apply to such meetings by telephone or other communication devices provided that the following conditions are met:

(a). All members of Council for the time being entitled to receive notice of a meeting of the Council shall be entitled to notice of a meeting by telephone or other communication devices and to be linked by telephone or other communication devices for the purpose of such meeting. Notice of any such meeting may be given on the telephone or other communication devices.

(b). Each Council member taking part of the meeting must be able to hear each of the other Council members taking part at the commencement of the meeting.

(c). At the commencement of the meeting, each Council member must acknowledge their presence and indicate that they are there for the purpose of the meeting.

12.7. A minute, certified as correct by the President or chairperson, shall be sufficient evidence of such proceedings.

13. Powers and duties of the Council

For the aforesaid purposes of the College, the Council shall have the following powers to:

(a). purchase, hire or otherwise acquire, real or personal property, rights or privileges.

(b). raise money by subscriptions

(c). grant any rights and privileges to members

(d). borrow, raise or secure moneys, and in particular, by mortgages, debentures or debentures secured upon any or all of the College property, assets or undertaking.

(e). make, draw, accept, discount and execute any promissory notes, bills of exchange, debentures or other negotiable instruments.

(f). invest, lend and deal with the moneys of the College not immediately required upon such securities as the Council may think fit including power to make investments.

(g). appoint, direct, control, suspend or remove any secretary, treasurer, clerk, agents or servants, and to fix their remuneration.

(h). make, adopt, vary and publish rules, by-laws and regulations dealing with any of the

matters comprised in the above mentioned purposes and to take steps as shall be deemed necessary or advisable for enforcing such rules, regulations, by-laws and conditions.

(i). receive or decline gifts of money or property made for any of the purposes of the College, whether or not subject to any special trust, conditions or obligations.

(j). report on the activities of all committees at the AGM

(k). The Council of the College shall have power to make regulations with regard to the suspension or expulsion of members and withdrawal of qualifications awarded by the College.

14. Finance

The funds and property of the College shall be devoted to the purposes specified in these rules, and excepting in return for actual services rendered, no portion of such funds or property shall be paid or transferred directly or indirectly, by way of allowance or otherwise, to members.

14.1. The Council shall have the power to open bank accounts. All receipts shall be banked in accounts in the name of the College.

14.2. The Council shall control the bank accounts of the College and shall decide from time to time the manner in which and by whom cheques and other banking documents shall be signed.

14.3. All payments shall be made by cheques duly signed as instructed and authorized for payment by the Council.

14.4. Petty cash accounts shall be allowed for use by the general secretary and/or such person or persons and of such amount as shall from time to time be approved by the Council.

14.5. The financial year for the College shall be from 1st April to 31st March in the following year.

14.6. An auditor, who shall be a member of the New Zealand Society of Accountants, shall be selected at each AGM to hold office until the next AGM at which time they shall be eligible for re-election.

14.7. The accounts of the College shall be audited before the AGM in each and every year and the auditor's report shall be circulated with the accounts prior to the AGM.

15. Voting at meetings

15.1. At every AGM or Special Meeting of the College resolutions will be discussed and a majority decision made.

15.2. Voting may be by show of hands or by secret ballot/poll or by proxy received by the Secretary 48 hours prior to the vote. The decision for a secret ballot/poll will be decided by a show of hands prior to the vote being taken.

15.3. A declaration by the chair that a resolution has been carried and an entry to that effect in the minutes of the meeting, shall be conclusive evidence of the fact.

16. Amendment of the rules

16.1. These rules may be amended, revoked or added to at any AGM of the College or at any special meeting thereof convened for that purpose, provided that members are notified in writing of these changes at least twenty-eight days prior to the date of the meeting and not less than 50% of all voting members of the College are present or have voted by proxy received by the Secretary 48 hours prior to the vote and any amendment, revocation or addition shall be passed by two-thirds of the members present and voting.

16.2. These rules shall not be altered in any way which prevents the College from complying with the provisions of Section 61(25) of the Income Tax Act 1976 or which materially changes the purpose of the College.

16.3. Any amendment, revocation or addition made to these rules shall take effect as from the date

of registration of such amendment, revocation or addition with the Registrar of Incorporated Societies.

17. Winding up

Upon winding up of the College and after payment of all costs, debts and liabilities of the College, the remaining assets (including land and buildings) shall be disposed of or distributed in accordance to subclause 17.1.

17.1. A resolution made by a majority of the members shall decide which New Zealand organization or organizations having the same or similar objects as the College, or which charitable organization or organizations, shall receive the distribution of the remaining assets. Any remaining assets will be disposed of in accordance with Section 27 of the Incorporated Societies Act 1908.