

**Constitution for National Speakers
Association of New Zealand**

**Revised Document Passed at Annual General
Meeting**

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1. Constitution

The Society was incorporated at Auckland on 15 December 1994.

2. Name

The name of the Society is National Speakers Association of New Zealand Incorporated (“the Society”) (“NSANZ”).

3. Registered Office

The office of the Secretary to the Society as listed on the Societies Office. Society Number is [654031](#)

4. Vision for NSANZ

To be the supportive association of choice for people who earn their living primarily from the spoken word. Where speakers, trainers, coaches, facilitators, presenters and authors can collaborate, learn and develop for personal advancement and the betterment of the industry.

5. Mission of the NSANZ

Building the businesses of speakers through support, education, collaboration and fun networking

6. Objectives of NSANZ

The primary objectives of the Society are to:

1. To be the supportive association of choice for people who earn their living primarily from the spoken word. Where speakers, trainers, coaches, facilitators, presenters and authors can collaborate, learn and develop for personal advancement and the betterment of the industry.
2. Encourage Members in their development of their speaking business / professional speaking activities,
3. Represent and promote the interests of members of the Society and the speaking industry, and
4. Do any act or thing incidental or helpful to the attainment of any of the above objectives.

Without detracting from the primary objectives, the secondary objectives of the Society are to:

1. Promote the professional speaking industry as a worthwhile contributor to society;
2. Establish and enforce codes of conduct/behaviour applicable to members; and

Develop regulations or bylaws to advance the attainment of any of the above objectives.

7. Admission of Members

Candidates wishing to join the Society shall complete an application form and follow the process prescribed at the time of application regarding payment and signing documents.

The Membership Panel or National Executive retains the right to decline any membership application on reasonable grounds and shall advise the applicant of its decision.

Membership renewal date is the 1st July every year for a period of 12 consecutive months. Members who join during the year will be invoiced an annual fee and on their anniversary date, they will be invoiced an interim amount until the following 1st of July. Continuous membership is required in order to maintain a valid membership accreditation designation if appropriate. Failure to renew within 60 days of renewal invoice will cause membership to lapse and void accreditation level and other benefits.

8. Membership Levels

The classes of membership, and the method by which members are admitted to different classes of membership, are as follows:

8.1. Member

A Member is an individual who has completed the application process and been accepted as a member and is financially current.

8.2 Support Member

A Support Member is an individual directly associated with a current Member. A support member is not actively engaged in speaking and is employed by the member in their business. A Support member may attend Society endorsed events (at Member rates) but a Support Member shall not be entitled to vote.

8.3. Life Member

A Life Member is an individual who has made a valuable contribution to the Society. Any Member or Professional Member may be nominated to be a Life Member by any Member of the Society. Nominations for Life membership shall be considered by a Membership Panel or National Executive and appointment shall be made by way of resolution of the Membership Panel or National Executive. Criteria for Life Member shall be set by the National Executive from time to time. A Life Member shall have all the rights and privileges of a Member and shall be subject to all the duties of a Member. A Life Member shall not be required to pay a membership subscription or special levies.

8.4 Industry Member

An Industry Member may be an individual, incorporated or unincorporated body with a vested interest in the speaking industry. Any individual, incorporated or unincorporated body may be admitted to membership. An Industry Member shall be entitled to have an authorised representative of the Industry Member represent them at Society endorsed events (at Member rates).

8.5 Commitment to retain membership

All Members, regardless of class or designation, are required to ensure that the Society's Secretariat has the member's current contact details at all times.

The Secretary shall keep a membership register of all Members recording such information as deemed appropriate by the National Executive from time to time.

All Members are required to subscribe to, and uphold, the Society's Code of Professional Ethics and promote the interests and the objects of the Society, and shall do nothing to bring the Society into disrepute.

This constitution shall be available to all Members via the Society's website and/or in digital format upon request at no cost.

9. Classes of Accreditation

All members may put themselves forward to become accredited. Accreditation does not entitle a Member to additional voting rights. The default class of accreditation shall be Academy Member until the designated criteria are met.

The classes of accreditation are:

9.1 Certified Speaking Professional (CSP)

Members who meet the criteria required for Certified Speaking Professional as stated on the Society's website (and as amended by the National Executive from time to time) may apply to the relevant Accreditation Panel for CSP certification.

9.2 Professional Member

Members who meet the criteria required for Professional Member as stated on the Society's website (and as amended by the National Executive from time to time) may apply to the relevant Accreditation Panel for Professional Member accreditation.

9.3 Accredited Member

Members who meet the criteria required for Member as stated on the Society's website (and as amended by the National Executive from time to time) may apply to the relevant Accreditation Panel for Member accreditation.

9.4 Member

There are no minimum criteria for Academy Member (unless set by the National Executive and which may be amended by them from time to time).

9.5 Retention of Accreditation Status:

Once attained, the Member is required to continue to abide by the ethics, contribute to their development and remain financial in order to maintain the level of accreditation status as determined by the National Executive from time to time.

Unfinancial and Ceased Members are not permitted to represent their accreditation status and at the discretion of the National Executive may have their accreditation status revoked.

9.6 Subscriptions and Levies

Members are required to pay levies and/or subscriptions as determined by the National Executive in a timely manner in order to maintain their membership.

The National Executive may revise, add or remove levy or subscription amounts from time to time and notify members at its discretion.

Any member failing to pay the required subscription, levy or other fee(s) within sixty (60) days of the invoice date is due shall be considered an 'Unfinancial' Member and all membership rights and benefits shall cease to apply. An Unfinancial Member (without being released from the obligation of payment) shall not be entitled to participate in any Society activity as a member. After 60 days, reapplication for membership and accreditation level will be required.

If payment remains outstanding for 60 Days from the date the payment was requested the Unfinancial Member shall be deemed to have terminated their membership of the Society and shall become known as a Ceased Member

9.7 Cessation/ Termination of Membership

A Member may terminate their membership of the Society at any time by written notice to the Secretary (and shall become known as a Ceased Member). The Secretary shall remove all publicly accessible references to the Ceased Member on the Society's website and other resources and media, as soon as reasonably possible.

The Ceased Member shall not be entitled to any refund or reimbursement of any portion of membership levies or subscriptions, or any other pre-payments made by the Ceased Member prior to notice of termination being received by the Secretary.

Ceased Members are expressly prohibited from representing themselves as Members of the Society in any way whatsoever and shall cease to use or display all material(s) and resources provided by the Society (including, but not limited to, any Membership and/or accreditation certificate, digital logos, handbooks manuals, insignia and other documentation), and shall be immediately returned if demanded.

A Member will be deemed to have terminated their membership without express notification to the Secretary of the Society if they become Unfinancial.

The National Executive may terminate a Member's membership if the National Executive believes the Member does not support or demonstrate the behaviours and values required of Members and/or has or may bring the Society into disrepute in any way, subject to the following:

Prior to termination of membership, the Member shall be given an opportunity to explain his or her disputed conduct or action to an Ethics Committee appointed by the National Executive (and if one is not appointed then directly to the National Executive). The purpose of the Ethics Committee shall be to report their findings and make a non-binding recommendation to the National Executive for its consideration.

9.8 Re-admission of Ceased Members

Any Ceased Member may apply for re-admission in the manner prescribed for new applicants where termination of membership by the member was voluntary. Applications for membership may be declined by the Society at the Society's sole discretion.

9.9 Code of Ethics / Complaints

All Members, including the National Executive and any Ethics Committee of the Society shall adhere to the Society's Code of Ethics. The Code of Ethics shall be stated on the Society's website and as amended by the National Executive from time to time. Complaints by or against Members shall be handled in accordance with any regulations as set by the National Executive

10 The National Executives

10.1 The Office Bearers of The Association shall be:-

- President
- Vice Presidents (Senior and/or Junior Vice President, if available)
- Treasurer
- Secretary

In addition to the Office-Bearers additional members may be elected or appointed to the National Executive to fulfil such roles as deemed appropriate by the Office-Bearers to enable the objects of the Society to be achieved.

The position of Executive President and Executive Senior and Junior Vice President ideally will be Professional Members of The Association.

No remuneration or payment shall be payable by the Society to any Office-Bearer or member of the National Executive for their voluntary service to the Society.

However, any member may tender to provide professional services at the invitation of the National Executive as part of an open tender process and may expect to be fairly remunerated for services rendered where appointed.

10.2 Election of the Executive

The National Executive shall be elected for the ensuing year at the Annual General Meeting. Nomination for those positions shall be lodged with the Secretary at least fourteen days prior to the Annual General Meeting on a prescribed form, which provides for a nominator, seconder and acceptance by the nominated person.

The National Executive may co-opt or fill any vacancies occurring and such appointees shall hold office until the next Annual General Meeting.

10.3 MEETINGS

10.3.1 ANNUAL GENERAL MEETING:

The Annual General Meeting shall be held at a date, time and place to be fixed by the National Executive, but no later than 90 days after 30 June in any year. Not less than thirty (30) days' notice in writing shall be given to all members prior to the Annual General Meeting. Such notice to state the business to be transacted and to be sent to each member by Email to the member's last known address. Non-receipt of notice of a meeting by any member entitled to receive notice, shall not invalidate the proceedings at the meetings

The Annual General Meeting shall:

Receive from the National Executive a Presidential report and a Treasurers report which includes a statement of Financial Position and Financial Performance for the preceding financial year. Accounts are to be audited one year and reviewed in alternate years. Audits must be carried out in accordance with current legislation especially the Financial Reporting Act 2013.

- A budget of income and expenditure for the current year.

- Nominations or the slate of elected Officers for the coming year.
- Deal with notified general business. All general business of an important nature e.g.: all matters that will effect members rights and privileges, remits, alterations to rules to be in the hands of the National Secretary 60 days prior to the Annual General Meeting.
- Deal with any General Business of which notice is not required to be given by these rules made hereunder providing that any general business discussed under this clause shall not be deemed to be of an important nature

10.3.2. VOTING RIGHTS:

At all Annual General and Extra-ordinary Meetings the duly elected President (and in his / her absence any other duly elected chairperson) shall take the chair and all financial members (as defined above) shall be entitled on every matter to exercise one vote

All other voting shall take place by secret ballot or by show of hands as the meeting shall determine.

Proxy voting shall be accepted on all notified general business at all meetings of the Association, where it is necessary to vote.

Proxy votes shall be accepted subject to the person voting having put in a formal apology to the Executive Secretary, and that they be made known to the meeting Chairperson prior to any voting taking place.

At Executive meetings all members shall have one vote with the exception of the President or Chairperson who shall have a casting vote if required.

10.3.3. Extraordinary General Meetings

Extraordinary General Meetings shall be held at such times and places as the National Executive may determine. Notice of such meetings shall be given by the Secretary to all members specifying the time and place of the meeting, the nature of the business to be discussed and any proposed resolution.

At any time the National Executive may call an Extraordinary General Meeting and shall do so on a requisition in writing by not less than three members.

Notice Not less than thirty days' notice in writing of each Annual or Extraordinary General Meeting shall be given to each member, but the accidental omission to give notice of a meeting, or the non-receipt of notice of a meeting by any member entitled to receive notice, shall not invalidate the proceedings at the meetings.

10.3.4. National Executive Meetings

National Executive Meetings shall be held at such times and such places as determined by the President or in his/her absence, the Vice President. Seven days' notice of such meetings, together with the purpose of such meeting shall be given to all members of the Executive, either orally or in writing.

(The President and in his/her absence the Vice President, shall act as Chairman at all meetings of the Executive. In their absences a Chairman shall be chosen by those present and entitled to vote.

10.3.5. Quorum

At a General or Extraordinary Meeting, a quorum shall be 10% of the membership (including proxy votes) and at a National Executive meeting, 50% of the elected committee members.

10.4 Powers of the National Executive

The National Executive of NSANZ shall manage the affairs of the Association and take such actions and do such things as may be, in their opinion, necessary and desirable for the promotion of the Association, except where such powers are required by these Rules to be exercised by the Association in General Meetings.

10.5 Financial Matters

The financial year of the Association shall be from first (1) July to the thirtieth (30th) day in June each year.

10.5.1. Joining Fee

A joining fee may be payable by any person applying for membership of the Association, and the amount of this fee shall be determined by the Executive from time to time.

10.5.2. Annual Subscription

The respective amounts of the annual subscriptions to be paid by the various categories of members shall be established by the National Executive and approved at an Annual General Meeting. Subscriptions of existing members shall be current prior to the Annual General Meeting. New members shall pay their subscription within thirty (30) days of the admission to membership.

10.5.3. Levies

The National Executive may from time to time levy all members or any specified members irrespective of their category of membership, for the purpose of defraying general or special costs incurred in implementing the objectives of the Association.

10.5.4. Accounts

All accounts shall be presented and passed for payment at National Executive Meetings and the minutes in relation thereto shall be retained in the minute's folder on Google Apps in pdf format once approved

10.5.5. Bank Accounts

The funds of the Association shall be banked in trading bank accounts bearing the name of the Association as approved by the appropriate National Executive.

10.5.6. Bank Account Signatures

The signatures to the Bank Accounts of the Association shall be as determined by the National Executive from time to time, provided that at all times there shall be no less than two (2) signatories, are members of the National Executive. Online payments must require 2 approvals from the National Executive

10.5.7. Auditors

The Auditors of the Association shall be a practising registered Chartered Accountant, who shall be appointed by the full membership of the Association at each Annual General Meeting. Nomination for the position of Auditor should be lodged with the Association Secretary, at least four hours before the commencement of the Annual General Meeting. Auditors will change every 10 years. Audit is required biannually and a review can be held by an independent chartered accountant in the interim years

All income and property of the Association shall be used solely towards the promotion of the objectives of the Association. This includes rent, hire of venues, equipment or other services deemed necessary to achieve those objectives.

No portion shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to the members of the Association.

10.8. Treasurer

The Treasurer of the Association shall be appointed at the Annual General Meeting and shall be a member of the Association. The Treasurer shall take responsibility of all funds and property of the Association under their jurisdiction and shall ensure proper record keeping.

The Treasurer shall ensure that a record of all business transacted by the Association is maintained and shall put before the relevant Annual General Meeting a statement of accounts for the preceding year.

The Treasurer shall ensure that a record of all subscriptions is kept during each year.

10.9. Secretary

The Secretary of the Association shall be appointed at the Annual General Meeting and shall be a member of the Association.

The Secretary shall be present at all meetings of the National Executive, unless he/she arranges for a replacement, in which case the replacement may take part in National Executive discussions, but shall not be entitled to vote unless an elected member of the committee.

10.10. Alteration of the Rules

Notice of Motion of any proposed alteration or rescission of any of the rules or an addition to the rules of the Association must be presented to the National Executive at least forty (40) days prior to any scheduled General Meeting. The proposal shall be voted upon at the next General Meeting of the Association, provided that such General Meeting is held at least forty (40) days after the National Executive has received the proposed Notice of Motion. Any Notice of Motion so proposed shall be distributed by the National Executive at least thirty (30) days prior to the General Meeting being held. Any resolution proposing to make additions to, or altering, or

rescinding any rules, must be carried by a two-thirds majority of those members entitled to vote. If any such resolution is passed, it shall come into operation the day after such alteration, addition or rescission is registered with the Register of Incorporated Societies.

No addition to or alteration or rescission of Disposition of Surplus Assets shall be approved without the consent of the Department of Inland Revenue.

10.11. Powers Incidental to the Aims and Objects of the Association

The Association may purchase, take on lease, or otherwise acquire, lands, buildings, easements or any real or personal property which may be required for the purpose of, or conveniently used in connection with any of the objects of the Association, and may sell, convey, transfer, assign, mortgage, give, exchange or otherwise dispose of the same.

The Association may hire or employ any individuals or bodies corporate or unincorporated as secretaries, providers of secretarial, advisory and promotional services, clerks, manager, servants or workpeople and may pay them and other persons in return for services provided for the Association such fees, salaries, wages, gratuities or pensions as the National Executive may from time to time determine.

The Association may subscribe to, or become a member of, or affiliate with any other association, society, council or body corporate or unincorporated whether in New Zealand or elsewhere, and may establish, promote or assist in the establishment of any other association, society, council or body corporate or unincorporated in any part of the world, the establishment or promotion of which may be beneficial to the Association.

The Association may invest and deal with moneys of the Association not immediately required, upon such trustee securities and in such manner as the National Executive determine.

The Association may borrow, or raise and give security for money in such manner as the Association shall think fit and in particular, by the issue of bonds, mortgages, debentures, promissory notes, or other obligations or securities of the Association secured upon any or all of its real or personal property.

The Association may do all such other lawful things, as are incidental and conducive to the attainment of the objects or any of them. All such powers contained within

item 14.11 shall be at the discretion of the National Executive up to a value of \$10,000 or 20% of the Association funds. Above these limits a special vote will be needed by members at an appropriate meeting.

10.12. General

All documents must be signed by any two (2) members of the National Executive or by one member and the Secretary.

All deliberations at meetings and all documents and writing in connection with the affairs of the Association, sent or otherwise obtained by members shall be treated as information for the benefit of the members only.

No members shall receive or obtain any pecuniary gain from the property or operation of the Association.

11. Winding Up

The Association may be wound up voluntarily if the Association at a General Meeting or if its members pass a resolution requiring the Association so to be wound up, and the resolution is confirmed at a subsequent General Meeting called together for that purpose and held no earlier than thirty (30) days after the date on which the resolution so to be confirmed was passed.

In the event that the funds or assets of the Association are insufficient to meet its liabilities, the difference shall be raised by a levy on the members decided upon by a majority of the members present and entitled to vote at the General Meeting which resolved to wind up the Association.

11.1 Disposition of Surplus Assets

On the winding up of the Association all surplus assets after payment of all costs, debts and liabilities shall, subject to any trust affecting the sums, be paid to a suitable charity or Incorporated Society as decided by a simple majority of the Association at a General Meeting shall determine. If the surplus assets as aforesaid are subject to any trust, they shall be disposed of in the manner provided in Section 26 of the Incorporated Societies Act 1908.

No member shall benefit any pecuniary advantage through distribution of surplus funds.

12. Indemnity

Every member, Office Bearer, National Executive Member, Secretary, Treasurer or other Officer of this association shall be indemnified by the Association and it shall be the duty of the Association to pay out of the funds available any costs, losses and expenses which any such Member, Office Bearer, National Executive Member, Secretary, Treasurer or other Officer or the Association may incur or become liable to by reasons of any contract entered into or act or thing done by him/her or it, in discharging his/her or its duty and acting under accordance with the instructions of the Association.

13. PROFESSIONAL CHAPTERS

13.1 Name

Each Professional Chapter will be known by National Speakers Association and their location, i.e. Auckland, Christchurch, Wellington, and Virtual.

13.2. Objectives

The objectives of the Chapter shall be:

- To support the National objectives and promote them to members in their chapter
- To maintain and promote a public image of trust and respect in the professional speaking industry.
- To act as a centre for connecting members of each Professional Chapter.
- To be a forum for fellowship, support, and learning.

13.3. Membership

National Membership categories, accreditation levels and financial details apply to membership of the chapters

13.4. Chapter Leadership.

Each Chapter may establish a Leadership Team comprising a Chapter President and two Deputy Leaders. In addition to these senior leadership positions, additional

members may be appointed to the Chapter Leadership Team to fulfil such roles, and carry out such responsibilities, as deemed appropriate by the Chapter.

No remuneration or payment shall be payable by the Society to any member of a Leadership Team for their voluntary service to the Society. However, any member may tender to provide professional services as part of an open tender process at the invitation of the Chapter Leadership Team and may expect to be fairly remunerated at appropriate market rates and agreed by the Chapter Leadership Team.

The Chapter President and Deputy Leaders shall generally oversee and direct the affairs of the Society at Chapter level.

The term for Chapter President and Deputy Leader(s) shall be one year (12 months). An additional consecutive term of one year (12 months) may be served following due appointment.

Election or appointment to Chapter Leadership positions shall be conducted as follows:

Nominations for the office of Chapter President and two Deputy President's shall be restricted to members of the Chapter who hold Certified Speaking Professional (CSP), Professional Member or Member designation and who have been full financial members of the Society for a minimum 12 consecutive months. In the event that no members of CSP, Professional Member or Member status are available for nomination then Academy Members who have been members of the Society for a minimum 12 consecutive months may be nominated.

In addition to the positions of Chapter President and Deputy Leader, Chapter members may be elected or appointed to serve in additional roles to support the smooth running of the Chapter at a local level as determined by the current Leadership Team and with approval from the National Executive.

All nominations must be notified to the current Chapter President in accordance with the nominations process and deadlines as determined by the Chapter Leadership Team. Each Chapter may determine how its Leadership Team is selected provided that an open, equitable and fair process is used and subject to the approval of the National Executive.

13.5. The Establishment and Maintenance of Chapters shall be as follows:

Chapter are local points of in-person contact and delivery for members and may operate in such ways, and provide such products and services, as deemed appropriate by the Chapter Leadership Team with approval from the National Executive.

Each Chapter Leadership Team is required to prudently manage any financial and other resources it may handle in consultation with the National Executive and operate in such ways as to ensure appropriate funds shall be available to ensure all current and contingent liabilities can be met in a timely manner at all times.

Each Chapter Leadership Teams is required to maintain records and provide financial and other reports for review by the National Executive, as may be determined by the National Executive from time to time.

A Chapter may voluntarily, or at the direction of the National Executive, cease operating if, in the opinion of the National Executive, it fails to maintain both:

- level of membership that makes local delivery and contact viable; and
- Leadership Team willing and able to drive forward local initiatives.

The closing of a Chapter shall be by way of resolution of the National Executive with the support of the Chapter Team Leader and Deputy Leader(s) following a period of appropriate consultation.

An emerging Chapter may be established by any current financial member of the Society (irrespective of their member class or accreditation level) with approval from the National Executive and support of an established Chapter which elects to 'sponsor' the emerging Chapter.

The sponsoring Chapter will provide practical, hands-on guidance, support and assistance to the emerging Chapter and work with it until the emerging Chapter is able to appoint a Leadership Team and attract a minimum of 12 members of any class or accreditation level. An emerging Chapter may be recognised by the National Executive as a Chapter of the Society and entitled to have its Chapter Leader join the National Executive once it attains a minimum of 12 or more members over a minimum six month period and an approved Leadership Team

These are the Revised Rules that have been approved by members, voting in accordance with the provisions of the Constitution.

Member _____

Member _____

Member _____