

Rules of the

Nurses Christian Fellowship of New Zealand /
Te Kotahitanga Tapuhi Karaitiana o Aotearoa
(Incorporated)

May 2015



1. NAME

The name of the Society shall be Nurses Christian Fellowship New Zealand / Te Kotahitanga Tapuhi Karaitiana o Aotearoa (Incorporated) (subsequently referred to as "NCFNZ").

2. REGISTERED OFFICE

The Registered Office of NCFNZ is:

705A Ridge Road, RD3 Albany, Auckland. New Zealand. 0793.

3. PURPOSE

To provide a network for Christian nurses throughout New Zealand that will:

- 3.1. Encourage and support Christian nurses in living out their faith in compassionate and competent professional practice
- 3.2. Empower Christian nurses to examine, understand, and apply scripture as it relates to their practice
- 3.3. Promote friendship, collegiality, and communication amongst Christian nurses nationwide
- 3.4. Equip and support Christian nurse leaders across the country
- 3.5. Represent Christian nurses and Christian values in the national nursing and health care arena
- 3.6. Reach out to colleagues through practically demonstrating Gods love and grace, helping them to recognise Jesus Christ as their Lord and Saviour and invite Him into their lives
- 3.7. Work with, learn from, and encourage those sharing similar purpose around the world, playing an active role as a national member of Nurses Christian Fellowship International (NCFI) and the NCF Pacific and East Asia region (PACEA)

NCFNZ may carry out a program to fulfil this purpose, and in support of the same may also:

- 3.8. Co-operate when appropriate with like-minded Christian groups, individuals and organisations

- 3.9 Receive donations for the support of the NCFNZ
- 3.10 Purchase or construct, alter, maintain, furnish and equip any building or buildings necessary or convenient
- 3.11 Purchase take or lease or in exchange hire or otherwise acquire any real and personal estate and any right or privilege which may be deemed necessary or convenient
- 3.12 Print and publish any periodicals, books, leaflets and any other literature or printed matter, or matter distributed through electronic means, that NCFNZ may consider desirable for the promotion of its aim
- 3.13 Sell, improve, manage, develop, exchange, lease, charge mortgage or otherwise deal with all or any part of the property and rights of NCFNZ
- 3.14 Invest any of the moneys of the NCFNZ of which it is trustee not immediately required for any of its objects in such manner as may from time to time be determined
- 3.15 Establish, regulate, and discontinue branches as required
- 3.16 Make rules and regulations consistent with and for the purpose of carrying into effect the above objects and from time to time to amend or revoke such rules and regulations
- 3.17 Pecuniary gain is not a purpose of NCFNZ

4. STATEMENT OF BELIEF

The fundamental beliefs underpinning NCFNZ are:

- 4.1 There is one true God, one being in three persons; Father, Son, and Holy Spirit, and through Him all things were created
- 4.2 The Bible is our foundation text book, inspired by God, possessing His authority, believable and trustworthy as a guide to our life and work
- 4.3 Our way to gain eternal life with God in Heaven is by believing that Jesus Christ came to earth as the Son of God, died for us, came back to life, and that our sins will be forgiven if we ask and repent in His name

- 4.4 God, as the Holy Spirit, lives within us assisting us to live in a way that honours and pleases the Father. He is with us as a guide, mentor, and teacher as we go about lives and provide care in our workplace

5. MANAGEMENT OF NCFNZ

- 5.1 NCFNZ shall have Managing Committee comprising the following persons:
- (a) The President / Chair
 - (b) The Secretary
 - (c) The Treasurer
 - (d) Such other members as NCFNZ shall decide
- 5.2 Only members of NCFNZ may be Managing Committee members
- 5.3 There shall be a minimum of three Managing Committee members, in addition to the officers stated at (a), (b), and (c).

6. APPOINTMENT OF COMMITTEE MEMBERS

- 6.1 At a meeting of NCFNZ, the members may decide by majority vote:
- (a) How large the Managing Committee will be
 - (b) Who shall be the President / Chair, Secretary, and Treasurer
 - (c) Whether any Managing Committee member may hold more than one position as an officer
 - (d) How long each person will be a Managing Committee member (“the Term”)

6. CESSATION OF MANAGING COMMITTEE MEMBERSHIP

- 6.1 Persons cease to be Managing Committee members when:
- (a) They resign by giving written notice to the Managing Committee
 - (b) They are removed by majority vote of the NCFNZ membership at an NCFNZ meeting
 - (c) Their Term expires
- 6.2 If a person ceases to be a Managing Committee member they must, within one month, return all NCFNZ documents or property they may possess to the Managing Committee

7. NOMINATION OF MANAGEMENT COMMITTEE MEMBERS

- 7.1 Nominations for members of the Management Committee shall be called for at least 28 days before an Annual General Meeting. Each candidate shall be proposed and seconded in writing by Members and the completed nomination delivered to the Secretary. Nominations shall close at 5pm on the fifth day before the Annual General Meeting. [See also rule 21.4(b)] All retiring members of the Committee shall be eligible for re-election.
- 7.2 If the position of any Officer (President / Chair, Secretary, or Treasurer) becomes vacant between Annual General Meetings, the Management Committee may appoint another Management Committee Member to fill that vacancy until the next Annual General Meeting.
- 7.3 If the position of any Management Committee Member becomes vacant between Annual General Meetings, the Management Committee may appoint another NCFNZ Member to fill that vacancy until the next Annual General Meeting.
- 7.4 If any Management Committee Member is absent from three consecutive meetings without leave of absence the President / Chair may declare that person's position to be vacant

8. ROLE OF THE MANAGEMENT COMMITTEE

- 8.1 Subject to the rules of NCFNZ ("The Rules"), the role of the management Committee is to:
 - (a) Administer, manage, and control NCFNZ,
 - (b) Carry out the purposes of NCFNZ, and Use Money or Other Assets to do that;
 - (c) Manage NCFNZ's financial affairs, including approving the annual financial statements for presentation to the Members at the Annual General Meetings;
 - (d) Set accounting policies in line with generally accepted accounting practice
 - (e) Delegate responsibility and co-opt members where necessary
 - (f) Ensure that all Members follow the Rules;
 - (g) Decide how a person becomes a Member, and how a person stops being a Member;
 - (h) Decide the times and dates for Meetings, and set the agenda for Meetings;
 - (i) Decide the procedures for dealing with complaints;
 - (j) Set Membership fees, including subscriptions and levies;
 - (k) Make regulations.
- 8.2 The Management Committee has all of the powers of the NCFNZ, unless the Management Committee's power is limited by these Rules, or by a majority

decision of the NCFNZ.

- 8.3 All decisions of the Management Committee shall be by a majority vote. In the event of an equal vote, the President / Chair shall have a casting vote, that is, a second vote.
- 8.4 Decisions of the Management Committee bind the NCFNZ, unless the Management Committee's power is limited by these Rules or by a majority decision of the NCFNZ.

9. ROLES OF MANAGEMENT COMMITTEE MEMBERS

9.1 The President / Chair is responsible for:

- (a) Ensuring that the Rules are followed;
- (b) Convening Meetings and establishing whether or not a quorum (half of the Management Committee) is present;
- (c) Chairing Meetings, deciding who may speak and when;
- (d) Overseeing the operation of the NCFNZ;
- (e) Providing a report on the operations of the NCFNZ at each Annual General Meeting.

9.2 The Secretary is responsible for:

- (a) Recording the minutes of Meetings;
- (b) Keeping the Register of Members;
- (c) Holding the NCFNZ's records, documents, and books except those required for the Treasurer's function;
- (d) Receiving and replying to correspondence as required by the Management Committee;
- (d) Forwarding the annual financial statements for the NCFNZ to the Registrar of Incorporated Societies upon their approval by the Members at an Annual General Meeting.
- (f) Advising the Registrar of Incorporated Societies of any rule changes;

9.3 The Treasurer is responsible for:

- (a) Keeping proper accounting records of the NCF's financial transactions to allow the NCFNZ's financial position to be readily ascertained;
- (b) Preparing annual financial statements for presentation at each Annual General Meeting. These statements should be prepared in accordance with the Societies' accounting policies.
- (c) Providing a financial report at each Annual General Meeting;
- (d) Providing financial information to the Management Committee as the Management Committee determines.

10. MANAGEMENT COMMITTEE MEETINGS

- 10.1 Management Committee meetings may be held via video or telephone conference, or other formats as the Management Committee may decide;
- 10.2 No Management Committee Meeting may be held unless more than half of the Management Committee Members take part;
- 10.3 The President / Chair shall chair Management Committee Meetings, or if the President / Chair is absent, the Management Committee shall elect a Management Committee Member to chair that meeting;
- 10.4 Decisions of the Management Committee shall be by majority vote;
- 10.5 The President / Chair or person acting as President / Chair has a casting vote, that is, a second vote;
- 10.6 Only Management Committee Members taking part in a Management Committee Meeting may vote at that Management Committee Meeting.
- 10.7 Subject to these Rules, the Management Committee may regulate its own practices;
- 10.8 The Chair/President or their nominee shall adjourn the meeting if necessary.
- 10.9 Adjourned Meetings: If within half an hour after the time appointed for a meeting a quorum is not present the meeting, if convened upon requisition of members, shall be dissolved; in any other case it shall stand adjourned to a day, time and place determined by the President / Chair of the NCFNZ, and if at such adjourned meeting a quorum is not present the meeting shall be dissolved without further adjournments. The President / Chair may with the consent of any NCFNZ Meeting adjourn the same from time to time and from place to place but 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. MEMBERSHIP

NCFNZ may from time to time define the criteria for and accept into membership people who ascribe or are intent on ascribing to the Statement of Belief given above (see 4.)

Membership of NCFNZ will be through one of the following classes:

11.1 Full Membership

Application for Membership of NCFNZ will be open to any person qualified in any branch of nursing or midwifery, as defined by the Managing Committee, who has accepted the principles of the Statement of Belief given above.

11.2 Life Membership

The Management Committee may at its discretion grant life membership to a full member who has given meritorious service to NCFNZ

11.3 Student Membership

The application for Student Membership of NCFNZ will be open to any nursing or midwifery student enrolled in a tertiary education institution or other education provider, who has accepted the principles of the Statement of Belief given above. Student members become full members on graduation from an approved nursing or midwifery course.

11.4 Affiliate Membership

Affiliate membership of NCFNZ may be granted to an individual who does not meet the requirements of Full, Life, or Student membership detailed above, at the discretion of the Management Committee.

12. ADMISSION OF MEMBERS

12.1 The members of the NCFNZ shall be every person admitted by a Censor appointed by the Management Committee in accordance with NCFNZ rules

12.2 Membership is conferred on any person only when the Censor accepts an application for membership. Rejection of an application does not require a reason to be given

12.3 The Management Committee shall oversee the membership process and have complete discretion as to who becomes a member. The decision of the Membership Committee is final

13. REGISTER OF MEMBERS

- 13.1 The Secretary shall keep a register of Members (“the Register”), which shall contain the names, the postal and email addresses and telephone numbers of all Members, and the dates at which they became Members.
- 13.2 If a Member’s contact details change, that Member shall give the new postal or email address or telephone number to the Secretary.
- 13.3 Each Member shall provide such other details as the Management Committee requires.
- 13.4 Members shall have reasonable access to the Register of Members.

14. CESSATION OF MEMBERSHIP

- 14.1 Any Member may resign by giving written notice to the Secretary.
- 14.2 Membership may be terminated in the following way:
 - (a) If, for any reason whatsoever, the Committee is of the view that a Member is breaching the Rules or acting in a manner inconsistent with the purposes of NCFNZ, the Management Committee may give written notice of this to the Member (“the Committee’s Notice”). The Membership Committee’s Notice must:
 - (i) Explain how the Member is breaching the Rules, acting in a manner inconsistent with the purposes of NCFNZ;
 - (ii) State what the Member must do in order to remedy the situation; or state that the Member must write to the Management Committee giving reasons why the Committee should not terminate the Member’s Membership.
 - (iii) State that if, within 14 days of the Member receiving the Committee’s Notice, the Management Committee is not satisfied, the Committee may in its absolute discretion immediately terminate the Member’s Membership.
 - (iv) State that if the Management Committee terminates the Member’s Membership, the Member may appeal to the wider NCFNZ.

- (b) 14 days after the Member received the Committee's Notice, the Committee may in its absolute discretion by majority vote terminate the Member's Membership by giving the Member written notice ("Termination Notice"), which takes immediate effect. The Termination Notice must state that the Member may appeal to NCFNZ at the next Meeting by giving written notice to the Secretary ("Member's Notice") within 14 days of the Member's receipt of the Termination Notice.
- (c) If the Member gives the Member's Notice to the Secretary, the Member will have the right to be fairly heard at a NCFNZ Meeting held within the following 28 days. If the Member chooses, the Member may provide the Secretary with a written explanation of the events as the Member sees them ("the Member's Explanation"), and the Member may require the Secretary to give the Member's Explanation to every other Member within 7 days of the Secretary receiving the Member's Explanation. If the Member is not satisfied that the other NCFNZ Members have had sufficient time to consider the Member's Explanation, the Member may defer his or her right to be heard until the following NCFNZ Meeting.
- (d) When the Member is heard at an NCFNZ Meeting, NCFNZ may question the Member and the Committee Members
- (e) NCFNZ shall then by majority vote decide whether to let the termination stand, or whether to reinstate the Member. NCFNZ's decision will be final.

15. OBLIGATIONS OF MEMBERS

- 15.1 All Members (and Management Committee Members) shall promote the purposes and beliefs of NCFNZ

16. USE OF MONEY AND OTHER ASSETS

- 16.1 NCFNZ may only Use Money and Other Assets if:

- (a) It is for the purpose of NCFNZ
- (b) It is not for the sole personal or individual benefit of any Member; and
- (c) That the use has been approved by either the Management Committee or by majority vote of NCFNZ

17. JOINING FEES, SUBSCRIPTIONS AND LEVIES

17.1 If any Member does not pay a Subscription or levy by the date set by the Management Committee or the NCFNZ, the Secretary will give written notice that, unless the arrears are paid by a nominated date, the Membership will be terminated. After that date, the Member shall (without being released from the obligation of payment of any sums due to NCFNZ) have no Membership rights and shall not be entitled to participate in any NCFNZ activity.

18. ADDITIONAL POWERS

18.1 NCFNZ may:

- (a) Employ people for the purposes of NCFNZ;
- (b) Exercise any power a trustee might exercise;
- (c) Invest in any investments that a trustee might invest in;
- (d) Borrow money and provide security for that if authorized by majority vote at an NCFNZ meeting.

19. FINANCIAL YEAR

19.1 The financial year of NCFNZ begins on 01 April and ends on March 31 of the next year.

20. ASSURANCE ON THE FINANCIAL STATEMENTS

20.1 NCFNZ shall appoint an accountant to review the annual financial statements of NCFNZ ("the Reviewer"). The Reviewer shall conduct an examination with the objective of providing a report that nothing has come to the Reviewer's attention to cause the Reviewer to believe that the financial information is not presented in accordance with NCFNZ's accounting policies. The Reviewer must be a suitably qualified person, preferably a member of the New Zealand Institute of Chartered Accountants, and must not be a member of the Committee, or an employee of NCFNZ. If NCFNZ appoints a Reviewer who is unable to act for some reason, the Management Committee shall appoint another Reviewer as a replacement.

The Committee is responsible to provide the Reviewer with:

- (a) Access to all information of which the Management Committee is aware that is relevant to the preparation of the financial statements such as records, documentation and other matters

- (b) Additional information that the reviewer may request from the Management Committee for the purpose of the review; and
- (c) Reasonable access to persons within NCFNZ from whom the reviewer determines it necessary to obtain evidence.

21. CONDUCT OF MEETINGS

- 21.1 A NCFNZ Meeting is either an Annual General Meeting or a Special General Meeting
- 21.2 The Annual General Meeting shall be held once every year no later than five months after NCFNZ's balance date. The Management Committee shall determine when and where NCFNZ shall meet within those dates.
- 21.3 Special General Meetings may be called by the Management Committee. The Committee must call a Special General Meeting if the Secretary receives a written request signed by at least 10% of the Members.
- 21.4 The Secretary shall:
 - (a) Give all Members at least 14 days Written Notice of the business to be conducted at any NCFNZ Meeting
 - (b) Additionally, the Secretary will provide, as appropriate:
 - (i) A copy of the President / Chair's Report on NCFNZ's operations and of the Annual Financial Statements as approved by the Management Committee,
 - (ii) A list of Nominees for the Management Committee, and information about those Nominees if it has been provided. (The Secretary must not provide Members with information exceeding one side of an A4 sheet of paper per Nominee)
 - (iii) Notice of any motions and the Management Committee's recommendations about those motions.
 - (iv) 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.
- 21.5 All Members may attend and vote at NCFNZ Meetings.

- 21.6 No NCFNZ Meeting may be held unless at least 10 % of eligible Members attend. (This will constitute a quorum.)
- 21.7 All NCFNZ Meetings shall be Chaired by the President / Chair. If the President / Chair is absent, NCFNZ shall elect another Committee Member to Chair that meeting. Any person Chairing an NCFNZ Meeting has a casting vote.
- 21.8 On any given motion at an NCFNZ Meeting, the President / Chair shall in good faith determine whether to vote by:
- (a) Voices;
 - (b) Show of hands; or
 - (c) Secret ballot.

However, if any Member demands a secret ballot before a vote by voices or show of hands has begun, voting must be by secret ballot. If a secret ballot is held, the President / Chair will have a casting, that is, second vote.

21.9 The business of an Annual General Meeting shall be:

- (a) Receiving any minutes of the previous NCFNZ Meeting(s);
- (b) The President / Chair's report on the business of NCFNZ;
- (c) The Treasurer's report on the finances of NCFNZ, and the Annual Financial Statements;
- (d) Election of Management Committee Members;
- (e) Motions to be considered;
- (f) General business.

21.10 The President / Chair or their nominee shall adjourn the meeting if necessary.

21.11 Adjourned Meetings: If within half an hour after the time appointed for a meeting a quorum is not present the meeting, if convened upon requisition of members, shall be dissolved; in any other case it shall stand adjourned to a day, time and place determined by the Chair/President of NCFNZ, and if at such adjourned meeting a quorum is not present the meeting shall be dissolved without further adjournments. The Chair/President may with the consent of any NCFNZ Meeting adjourn the same from time to time and from place to place but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.

22. MOTIONS AT NCFNZ MEETINGS

- 22.1 Any Member may request that a motion be voted on (“Member’s Motion”) at a particular NCFNZ Meeting, by giving written notice to the Secretary at least 28 days before that meeting. The Member may also provide information in support of the motion (“Member’s Information”). The Management Committee may in its absolute discretion decide whether or not NCFNZ will vote on the motion. However, if the Member’s Motion is signed by at least 50% of eligible Members:
- (a) It must be voted on at the NCFNZ Meeting chosen by the Member; and
 - (b) The Secretary must give the Member’s Information to all Members at least 14 days before the NCFNZ 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 NCFNZ Meeting.
- 22.2 The Management Committee may also decide to put forward motions for NCFNZ to vote on (“Committee Motions”) which shall be suitably notified.

23. ALTERING THE RULES

- 23.1 The Management Committee shall provide a common seal for NCFNZ and may from time to time replace it with a new one.
- 23.2 The Secretary shall have custody of the common seal, which shall only be used by the authority of the Management Committee. Every document to which the common seal is affixed shall be signed by the President and countersigned by the Secretary or a member of the Management Committee.
- 23.3 At least 14 days before the General Meeting at which any Rule change is to be considered the Secretary shall give to all Members written notice of the proposed motion, the reasons for the proposal, and any recommendations the Committee has.
- 23.4 When a Rule change is approved by a General Meeting no Rule change shall take effect until the Secretary has filed the changes with the Registrar of Incorporated Societies.

24. BYELAWS

24.1 The Management Committee may from time-to-time make, alter or rescind bylaws for the general management of NCFNZ, so long as these are not repugnant to these rules or to the provisions of law. All such bylaws shall be binding on members of NCFNZ. A copy of the bylaws for the time being, shall be available for inspection by any member on request to the Secretary.

25. WINDING UP

25.1 If NCFNZ is wound up:

- (a) NCFNZ's debts, costs and liabilities shall be paid;
- (b) Surplus Money and Other Assets of NCFNZ may be disposed of:
 - (i) By resolution or,
 - (ii) According to the provisions in the Incorporated Societies Act 1908; but
- (c) No distribution may be made to any Member;
- (d) The surplus Money and Other Assets shall be passed to Nurses Christian Fellowship International (NCFI), Denver, Colorado, USA.

26. DEFINITIONS AND MISCELLANEOUS MATTERS

26.1 In these Rules:

- (a) "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.
- (b) "Money or Other Assets" means any real or personal property or any interest therein, owned or controlled to any extent by NCFNZ.
- (c) "NCFNZ Meeting" means any Annual General Meeting, or any Special General Meeting, but not a Management Committee Meeting.
- (d) "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.
- (e) "Written Notice" means communication by post, electronic means

(including email, and website posting), or advertisement in periodicals, or a combination of these methods.

- (f) It is assumed that
 - (i) Where a masculine is used, the feminine is included
 - (ii) Where the singular is used, plural forms of the noun are also inferred
 - (iii) Headings are a matter of reference and not a part of the rules
 - (iv) Matters not covered in these rules shall be decided upon by the Management Committee.