

**New Zealand
Psychological Society**
Rōpū Mātai Hinengaro o Aotearoa



Rules

**The New Zealand Psychological Society – Te
Rōpū Mātai Hinengaro o Aotearoa
Incorporated**

Revised September 2024

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Definitions

In these Rules, unless the context requires otherwise, the following words and phrases have the following meanings:

‘Act’ means the Incorporated Societies Act 2022 or any Act which replaces it (including amendments to it from time to time), and any regulations made under the Act or under any Act which replaces it.

‘Affiliate’ means a person who has consented to join the Society in a category other than member categories and has been accepted in that category and has not resigned. This includes Student Subscribers, Subscribers, Emeritus Fellows, Honorary Fellows, International Affiliates and Teacher Affiliates.

‘Annual General Meeting’ means a meeting of the **Members** of the **Society** held once per year which, among other things, will receive and consider reports on the **Society’s** activities and finances.

‘Authorised Enquirers’ – those enquiring on behalf of an organisation that has a legislative reason for enquiring

‘Code of Ethics’ – means the Code of Ethics currently regulating conduct of Society members, including similar binding requirements as apply from time to time, such as a code of conduct and practice guidelines.

‘Executive’ means the **Society’s** governing body.

‘General Meeting’ means either an **Annual General Meeting** or a **Special General Meeting** of the **Members** of the **Society**.

‘Interests Register’ means the register of interests of **Officers**, kept under these **Rules** and as required by section 73 of the **Act**.

‘Matter’ means—

- a. the **Society’s** performance of its activities or exercise of its powers; or
- b. an arrangement, agreement, or contract (a transaction) made or entered into, or proposed to be entered into, by the **Society**.

‘Member’ means a person who has consented to become a **Member** of the **Society** and has been properly admitted to the **Society** who has not ceased to be a **Member** of the **Society**. It includes Full Members, Senior Full Members, Provisional Members as well as those with Fellow or Life Member status

‘Minutes’ means a record of those participating in a discussion, decisions made, and significant factors considered in making the decisions.

‘Notice’ to **Members** includes any Notice given by email, post, or courier.

‘Officer’ means a natural person who is:

- a Member of the **Executive**, or
- occupying a position in the **Society** that allows them to exercise significant influence over the management or administration of the **Society**, including any Executive Director.

'President' means the **Officer** responsible for chairing **General Meetings** and committee meetings, and who provides leadership for the **Society**.

'President-Elect' means the **Officer** elected or appointed to deputise in the absence of the **President**

'Proceedings' means decisions made by a group.

'Register of Members' means the Register of Members and Affiliates kept under these **Rules** as required by section 79 of the **Act**.

'Rules' means the Rules in this document.

'Special General Meeting' means a meeting of the **Members**, other than an **Annual General Meeting**, called for a specific purpose or purposes.

'Working Days' means a working day as defined in s13 of the Legislation Act 2019 (or any amendment or replacement of that provision)

'Writing' means words written down including a physical letter or documentation as well as email or digital communications and documentation.

A) Who We Are

1 Name

The Name of the Society shall be "The New Zealand Psychological Society – Te Rōpū Mātai Hinengaro o Aotearoa Incorporated".

2 Objects

2.1 The objects for which the Society is established are:

- a) To promote the discipline of psychology as a science and the practice of psychology as a profession;
- b) To promote the development and use of psychological knowledge for the alleviation of social problems and reduction of social inequalities, consistent with the principle of empowerment;
- c) To promote high standards of ethical and professional conduct and practice on the part of psychologists;
- d) To promote the teaching and dissemination of knowledge of basic and applied psychology;
- e) To promote the interests of the profession of psychology in New Zealand;
- f) To grant pecuniary or other assistance to any society, school, college, university, institute or body corporate established in New Zealand in the interests of research in or the study of psychology or of the profession of psychology;
- g) To grant prizes or scholarships or subsidise lectureships in any school, college, university or institute in connection with research in or the study of psychology or its practice;
- h) To do all such things as are incidental or conducive to the attainment of the above objects or any of them.

3 Implementation of Objects

3.1 In giving effect to the Objects above, the Society shall demonstrate commitment to honouring the four articles of Te Tiriti o Waitangi in all their policies, practices and actions.

3.2 In accordance with 3.1, the Society shall also demonstrate commitment to inclusion and respect for New Zealand's cultural diversity

3.3 In accordance with 3.1, the Executive may from time to time, following consultation with the National Standing Committee on Te Tiriti Issues, appoint a Kaumatua or Kaihautū for the Society.

3.4 In accordance with 3.1, the Executive may from time to time appoint a person or persons to provide advice and support in respect of other cultures.

B) Membership and Affiliation

4 Membership

4.1 There shall be a minimum of 10 Members of the Society at all times.

4.2 There shall be the following classes of membership of the Society:

- a) Full membership;
- b) Senior Full membership
- c) Provisional membership

Full or Senior Full Members of the Society may be admitted to the further status of

- (d) Fellowship;
- (e) Life membership

4.3 Affiliates are those categories of persons who wish to be associated with the Society and hold one or more of the following positions

- a) Honorary Fellows
- b) Emeritus Fellows
- c) Subscribers
- d) Student Subscribers
- e) International Affiliates
- f) Psychology Teacher Affiliates

For the avoidance of doubt, Affiliates shall not be Members of the Society unless they also hold a membership class under Rule 4.2.

4.4 All persons who were Members or Affiliates of this Society on the date of adoption of these Rules shall retain the status held at the date of adoption of the Rules of the Society.

4.5 Persons shall be admitted to each respective class of membership or affiliation in accordance with the Rules relating to that class of membership or affiliation. An application for membership shall be taken as that person's consent to membership, for Honorary Fellows consent shall be sought prior to their election.

4.6 A Member or Affiliate of any kind shall cease to be a Member or Affiliate of the Society upon their resignation, expulsion, or death.

4.7 All Members of the Society will be notified of the election of any new Member and of any change in the membership status of any existing Member (including the transfer from one class of membership to another, cessation, resignation or expulsion).

4.8 A Register of Members and Affiliates will be maintained by the Society

- a) The Register is the responsibility of the Executive Director. The format of this Register will be determined at the discretion of the Executive Director but is likely to be in the form of a membership management system and information contained in the management system is predominantly collected via the application form.
- b) Information will be managed to ensure privacy and subject to privacy laws and policy. Members and Affiliates will have access to correct information held about themselves – either directly through their login or by contacting national office staff.
- c) The following information will be collected:
 - Name

- Contact details, including phone number and email address
 - The date on which they became a Member or Affiliate
 - Educational Qualifications which provided the basis for membership
 - Demographic and professional information is requested but not required.
 - Communications between the Society and the Member or Affiliate may also be recorded.
- d) Members and Affiliates are responsible for ensuring the information collected under Rule 4.8(c) is up-to-date. Members and Affiliates will be reminded of this requirement at periodic intervals, as determined at the discretion of the Executive Director. Employees of the Society will update individuals' details when they are notified of any changes

4.9 Membership Fees

To maintain their membership of the Society, all Members and Affiliates shall pay the applicable membership fee on such terms and within such timeframes as notified to them by the Executive.

This provision is subject to Rules 9.2, 10.2 and 11.5

5. Full Members

5.1 To qualify for election as a Full Member an applicant must indicate their consent to becoming a Full Member and must have satisfied the Executive that they possess one of the following qualifications:

- a) a Doctorate in the field of psychology; or
- b) an Honours or Masters degree in the field of psychology, or
- c) an Honours, Masters, or other approved postgraduate qualification in which at least two courses (equivalent in total credit weight to one half of a full academic year of study) on psychological topics have been passed at postgraduate level, AND that either
 - i. a thesis on a psychological topic has been accepted, or
 - ii. at least one year of relevant supervised experience or training acceptable to the Executive has been completed.
- d) such equivalent qualifications, skills or knowledge in psychology as may be approved by the Executive after consultation with the Membership and Status Committee.

5.2 Qualifications gained at overseas institutions will be accepted for the purposes of Rule 5.1 if they are deemed by the Executive Director in consultation with the Membership and Status Committee as equivalent to the Society's published membership criteria. Any person holding overseas qualifications recognised as sufficient for registration as a psychologist by the New Zealand Psychologists Board will be deemed to have qualifications meeting the requirements of rule 5.1.

5.3 An applicant for election to Full membership shall be proposed by at least two Members. These Members must have personal knowledge of the applicant, sufficient to have satisfied themselves

- (a) as to the authenticity of the applicant's qualifications; and
- (b) that the applicant is in good standing as a psychologist.

5.4 To qualify for election as a Full Member an applicant must also have satisfied the Executive that they are of good character and have not been and are not currently subject to any disciplinary findings or orders made by the New Zealand Psychologists Board or the

Health Practitioners Disciplinary Tribunal or equivalent bodies in other jurisdictions.

6. Senior Full Member

To qualify for Senior Member status, Members must:

- (a) indicate their consent to becoming a Senior Member,
- (b) have been a Full Member of the Society for a minimum of ten years; and
- (c) be eligible for New Zealand Superannuation.

Senior members will retain the rights and benefits of Full Membership and will pay a fee as determined by the Society's Executive.

7. Provisional Members

The Executive Director may approve as Provisional Members persons who are qualified for membership but:

- a) who are either resident overseas and are intending to move to New Zealand or
- b) newly arrived in New Zealand,

and unable to obtain membership nomination from two Members. Provisional Member status may continue for a maximum of 12 months from the date of arrival in New Zealand. Provisional Members are Members of the Society and are entitled to receive all periodicals and services and attend all events at Member's rates, however they are not eligible to vote.

8. Fellows

8.1 Election as a Fellow is an honour, recognising those who have demonstrated wisdom and experience in the field and who have made a significant contribution to psychology, including in training, mentoring and supporting others.

8.2 To qualify for election as a Fellow, a Member must have satisfied the Executive that:

- a) They have been a Member of the Society for at least a total of seven years; and
- b) They have made a substantial contribution to the advancement of psychological knowledge or practice either by their own practice and/or research or by organising or developing the work of others, and
- c) That they have an advanced knowledge of psychology in at least one of its fields.

8.3 A Member seeking Fellowship must be nominated by two Members of the Society. Such nominations will be referred to the Membership and Status Committee. Following consideration of any nomination the Membership and Status Committee will make a recommendation to the Executive regarding election to Fellowship. The Executive will have regard to the recommendation of the Membership and Status Committee but it retains final discretion as to the decision whether to elect the candidate to Fellowship. No record will be made in the Minutes of the Executive of the names of candidates not elected, but such a record shall be made in the Minutes of the Membership and Status Committee.

9 Life Membership

9.1 Life membership may be granted by the Executive, at its discretion, to those Full Members who have been Members of the Society for thirty years, or who have been Members of the Society for at least twenty years and who have made an outstanding contribution to the Society over an extended period of time. For the purposes of this rule prior membership of an equivalent overseas psychological organisation may be deemed equivalent to membership of the New Zealand Psychological Society, at the discretion of the Executive.

9.2 Life Members shall retain all rights and privileges of membership but are to be liable for diminished subscriptions or may be exempt from payment of further subscriptions in such manner and to such extent as the Executive may from time to time determine.

10 Emeritus Fellows

10.1 Emeritus Fellowship may be granted by the Executive, at its discretion, on request from any Fellow who declares that they have fully retired from the practice of psychology and from paid employment and who, in consequence, wish to retire from active Society membership.

10.2 A Member who is made an Emeritus Fellow shall not be obliged to pay any subscription and shall not be entitled to receive any Society services, but subject only to Rule 4.6 is entitled to use the title as above until their death.

11 Honorary Fellows

11.1 Honorary Fellowship is open to persons of distinction outside of the Society who have made an original and significant contribution to psychological knowledge or who have rendered outstanding services to New Zealand Psychology. The total number of Honorary Fellows at any one time shall not exceed fifteen.

11.2 Honorary Fellows are to be elected by the Society at a General Meeting following nomination in accordance with rule 11.3

11.3 A person may be proposed for Honorary Fellowship if the person consents to the proposal and upon the nomination to the Executive by any two Members of the Society. If the nomination is endorsed by the Executive, the Executive will propose that person for election as an Honorary Fellow at the next General Meeting of the Society following endorsement. That person will become an Honorary Fellow if so elected by a simple majority of those voting at the General Meeting.

11.4 Following the General Meeting the Executive Director will advise the person of their election as Honorary Fellow and will announce the election of the Honorary Fellow to the membership of the Society.

11.5 The Honorary Fellow will be entitled to all the rights and privileges of membership, except voting rights and will not be required to pay a subscription.

12. International Affiliates

To qualify for election as an International Affiliate, an applicant must have satisfied the Executive that they are resident overseas and are a current Full Member of an association with which the NZPsS has a current memorandum of understanding. International Affiliates will pay a fee, (as determined by the Executive), will not have voting rights and will have access to a limited range of benefits as determined by the Executive.

13. Psychology Teacher Affiliates

To qualify for election as a Psychology Teacher Affiliate, an applicant must have satisfied the Executive that they are a resident of New Zealand; have an undergraduate qualification in psychology, are a registered teacher, and are currently teaching psychology in a New Zealand secondary school or polytechnic. Psychology Teacher Affiliates will pay a fee (as determined by the Executive), will not have voting rights and will have access to a limited range of benefits and services as determined by the Executive.

14 Student Subscribers

14.1 Student Subscribers

- a) The Executive Director may admit students who are currently enrolled in a post-graduate qualification in psychology which when completed will fulfil the qualification requirements for membership, as described in Clause 5.1.
- b) Student Subscribers are Affiliates of the Society, not Members, and are therefore not eligible to vote but will receive Notices of and be entitled to attend General Meetings of the Society and may enjoy such privileges of membership as the Executive may from time to time determine and make public.

14.2 The Executive will determine an annual subscription for Student Subscribers.

15 Subscribers

15.1 The Executive Director may admit persons who are not qualified for membership but who have a professional interest in psychology as Subscribers. Subscribers are Affiliates, not Members of the Society and will not be eligible to vote but will receive Notices of and be entitled to attend General Meetings of the Society and to enjoy such privileges of membership as the Executive may from time to time determine.

15.2 The Executive will determine an annual subscription for Subscribers.

16 Membership Applications

16.1 Applications for Membership or Affiliation are to be sent to the National Office of the Society in such format as the Executive requires. Applications must include documentary evidence of educational qualifications and such other information as the Executive decides is needed for the Member or Affiliate application process.

16.2 The Executive Director and/or the Chair of the Membership and Status Committee may consult the Membership and Status Committee, the applicant's proposer and seconder and/or any other person thought to possess information relevant to the membership application.

16.3 For Full and Provisional Member applications - once the Executive Director is satisfied the applicant fulfils the requirements of Rule 5 and/or 7 as appropriate, the Executive Director shall circulate in Writing to all Members of the Society a list showing the applicant's name, location, proposer and seconder, together with a statement that if no objections are lodged within a period of 10 Working Days, each applicant will be declared elected. If no objections are received within 10 Working Days, the Executive Director will proceed as provided for in 16.8 to confirm membership

16.4 A Member who objects to the election of any applicant, as notified in Rule 16.3, shall lodge the objection in Writing with the Executive Director. Such objection shall ordinarily be supported in Writing by a second Member of the Society, however the Executive may, at their sole discretion, and in recognition of exceptional circumstances, consider an objection made by one Member only

16.5

- a) On receipt of an objection to any applicant made under 16.4 the Executive Director will make such initial enquiries as they deem appropriate to establish the grounds for the objection and will report on the objection to the Executive.
- b) Upon receipt of the Executive Director's report the Executive may:
 - (i) Set the objection aside if it thinks fit;

- (ii) Ask the applicant, proposer and seconder to comment;
- (iii) Seek further information from the applicant, the objectors, or any other person;
- (iv) Set up a Committee to enquire into the Matter;
- (v) Or take any other action deemed appropriate by the Executive.

16.6 In the event of a Committee being set up

- a) The Committee with the assistance of the Executive Director will enquire further into the objection.
- b) The Executive Director will inform the applicant of the objection and the grounds on which it has been made and invite the applicant to respond.
- c) The business of the Committee will be conducted to the greatest degree possible in strict confidence.
- d) The Committee will provide a full report of its enquiries to the Executive within a reasonable time of it being established. If enquiries are not completed within two months a progress report will be presented to Executive.
- e) The Executive has absolute discretion to decide whether or not the applicant will be declared elected.

16.7 An applicant whose application is declined under 16.5 or 16.6 may request the Executive Director to initiate a review of the decision by way of the appointment of a third party or an arbitrator. The third party or arbitrator will be appointed with the agreement of both the applicant and the Society, and the costs of the review will be borne by the applicant. The decision of the third party or arbitrator will be binding on both the applicant and the Society.

16.8 The Executive Director will inform an applicant of the result of their application. Successful applicants will be advised of the membership fees payable and will be provided with a copy of the Rules by the Executive Director.

16.9 Election of an applicant becomes effective when the first membership fee is received by the Executive Director. If the fee is not paid within six months from the date of election, the election may be revoked by the Executive, at the Executive's sole discretion.

C) Governance Processes

17 The Executive and Officers of the Society

17.1

- a) The Society's affairs will be governed by an Executive consisting of the offices of President, President-Elect, a minimum of six and a maximum of eight Directors, including two NSCTTI Directors, plus the Executive Director. A student subscriber representative and Taura Māori representative will also be elected to the Executive- see 17.5 and 17.6
- b) Except for the Executive Director, and student/taura representatives, only Full Members of the Society are eligible to serve as Members of the Executive.
- c) Each Member of the Executive will normally serve a term of two years and will be elected or appointed according to the provisions set out below.
- d) Each individual may only serve for a maximum of three terms (totalling 6 years) in any one elected position, except President or President Elect – which are for 1 term each. This may be extended by 1 year as allowed for in Rule 17.9
- e) On expiry of their term as President an individual may stay on as Immediate Past President for up to one year, however they may not stand for another role on the Executive for at least 2 terms.

17.2 President and President-Elect shall be elected to these offices by the Members of the Society as set out in rule 18. The President-Elect will assume office at the expiry of the incumbent's term of office, without further election.

17.3 The Directors, (other than the two NSCTTI Directors), shall be elected by the Members of the Society as set out in rule 18, to manage specific portfolios determined from time to time upon the recommendation of the Executive to the Annual General Meeting as relevant to the Objects and activities of the Society.

17.4 The two NSCTTI Directors will be nominated by the National Standing Committee on Te Tiriti Issues, with the nominees' consent, and the nominations notified to the Executive Director. Appointment of the nominees will be announced by the Chairperson at the AGM or as soon as possible thereafter.

17.5 A student representative shall be elected by student subscribers of the Society as set out in Rule 18. The student representative will have speaking rights but not voting rights on the Executive and at the AGM. The student representative must be a current student subscriber of the Society and will normally serve a term of one year with the option of a further one year in the role. The student representative must remain a student for the duration of the role.

17.6 A Taura Māori representative shall be elected by student subscribers of the Society who identify as Māori, as set out in Rule 18. The Taura Māori representative will have speaking rights but not voting rights on the Executive and at the AGM. The Taura Māori representative must be a current student subscriber of the Society and will normally serve a term of one year with the option of a further one year in the role. The Taura Māori representative must remain a student for the duration of the role

17.7 Any Kaumatua or Kaihautū appointed under 3.3 may, as of right, attend meetings of the Executive and any committees established by the Executive, and any General Meetings of the Society, and shall have speaking and voting rights. For the avoidance of doubt, if the

Kaumatua or Kaihautū is also a member of the Society they shall only have one vote in any decisions being made.

17.8 Co-opted Members may be appointed by the Executive as necessary. The names and roles of co-opted Members will be reported to the membership as soon as practicable following their appointment.

17.9 There may be times due to early departures, completion of terms or other factors that result in over half the Executive stepping down at one time. This can result in a significant loss of continuity and organisational history and practice. If half or more of the Executive are leaving at any stage, the Executive can postpone the election of up to two Executive roles (excluding President and President-Elect) whose terms are expiring, by a maximum of one year to provide for continuity on the Executive.

17.10 The person holding the role of the Executive Director shall be appointed as the Society's Contact Person. If this role is vacant the Contact person will be held by the Office Administrator, the President, and/or such other position as determined at the sole discretion of the Executive.

18 Annual Elections

18.1 Nominations for elections to the Officers of the Society and the Executive will be in Writing and signed by two Members of the Society with the consent of the nominee endorsed. The Executive Director must receive these at least 15 Working Days before the date on which the Annual General Meeting is to be held.

18.2 Notice of the date on which nominations close will be embodied in or accompany the Notice of the Annual General Meeting.

18.3 If the number of candidates nominated for any office equals the number of vacancies, the Chairperson at the Annual General Meeting shall declare those nominated to be elected.

18.4 If the number of candidates for any office is less than the number of vacancies the Chairperson at the Annual General Meeting will call for nominations for any office then vacant. If such nominations equal the number of vacancies the Chairperson will declare the nominees elected.

18.5 If the number of candidates for any office is greater than the number of vacancies a ballot will be held in the manner described in Appendix 1.

18.6 Nominations for Student representative and Taurira Māori representative on the Executive will be called when these positions become vacant. This will normally be at the end of the academic year (i.e. October). Nominations from student subscribers for these positions will be with the consent of the nominee and be in Writing and signed by two student subscribers as nominators.

18.7 Notice of the date on which nominations close will be notified in the newsletter, *Connections* and on the Society website at least 15 Working Days prior to the closing date for nominations.

18.8 If only one candidate is nominated for either of the student/taurira roles that person will be declared by the President at the next Executive meeting to be elected to the position on the Executive. If there is more than one nomination for either position a ballot will be held in

the manner described in Appendix 1. Student subscribers will be notified of the successful candidate(s) via a Society newsletter and on the Society website

19 Casual Vacancies

If any casual vacancy occurs in the office of President, the President-Elect will take that office. If any other casual vacancy occurs the Executive may appoint a person to fill that vacancy for the unexpired term of the office. If the person appointed is already a Member of the Executive, then the Executive may likewise fill the subsequent vacancy.

20 Vacation of Office

20.1 Membership of the Executive will be vacated if the Member:

- a) fails to attend three consecutive meetings of the Executive without first having obtained the approval of the Executive; or
- b) resigns office by Notice in Writing to the President or Executive Director; or
- c) becomes disqualified from being an Officer under the Act section 47(3);
- d) is convicted of any offence against the laws of New Zealand for which the Member would be liable on conviction to imprisonment for one year or longer; or
- e) being a Registered Psychologist, has their Registration suspended or terminated by the Psychologists' Board; or
- f) ceases to be a Member for any reason or becomes incapable of carrying out the duties of the role.

20.2 In relation to 20.1 (b) the Notice of resignation is effective when it is received by the Society or at such later time as specified in the Notice. In all other sections of 18.1 the vacancy is effective immediately upon the Executive becoming aware of the circumstance and informing the individual

20.3 In relation to 20.1 (d) the Criminal Records (Clean Slate) Act 2004 applies.

21 Powers of the Executive

The Executive will have the following powers:

- a) To exercise on behalf of the Society the powers vested in it by these Rules, including the power to make Policies and procedures as specified in these Rules.
- b) To direct and manage the property and affairs of the Society; to control and invest the funds of the Society in such a manner as the Executive sees fit.
- c) To employ staff having such titles, roles and duties as the Executive may determine from time to time, including the employment of an Executive Director (or equivalent), and to oversee and monitor their performance in carrying out their duties; and (subject to 22e below) to make such arrangements with employees as the Executive sees fit.
- d) To purchase, take on lease, or in exchange, hire or acquire in any manner any property or any rights or privileges which the Society may think necessary or convenient for any of its purposes.
- e) To enter into any arrangements with any authorities, associations, boards, societies, corporations or individuals which may seem conducive to the attainment of any of the Society's objects, and to obtain from any such bodies any rights, privileges and concessions.
- f) To apply for, promote and obtain, or join in applying for, promoting or obtaining any Act of Parliament, Royal Charter or licence or any authority, necessary or desirable for furthering any of the Society's objects. To take such steps and Proceedings and to do such things as may seem necessary or expedient to protect or further the interests of the Society.

- g) To promulgate, on the initiative of the Executive alone or in cooperation with any other body, a Code of Ethics, binding all Members and regulating professional standards of behaviour, relations between Members, and relations between Members and non-members, and to amend, revoke and replace the Code of Ethics currently in force.
- h) to take such actions as are necessary to develop and maintain the integrity of the Society as a professional body, including setting and upholding standards of conduct, knowledge and practice of Members. This includes disciplining individuals who breach these Rules and/or the Code of Ethics, following the complaints process outlined in Appendix 3: Complaints and Disputes Process
- i) To convene conferences of the Society for the purpose of holding lectures, discussions, symposia and addresses, or for any other purpose within the objects of the Society.
- j) To prepare, edit, print, publish, issue, circulate, sell, lend, issue and distribute, in print or electronically, any journals, newsletters, papers, treatises, books, pamphlets, leaflets, or documents relating to psychology, or any reports of the Proceedings and accounts of the Society (and any translations of such documents as the Executive may commission or prepare).
- k) To solicit and receive money and funds by way of contributions, donations, legacies, grants or any other lawful methods; and to accept gifts of property of any description (whether subject to any special trusts or not) donated for any of the objects of the Society; and to administer those funds and property.
- l) To establish, maintain and extend a library of books, works and manuscripts on psychology and its applications, or on allied subjects.
- m) To organise and promote workshops and professional development activities in any aspect of psychological knowledge or practice.
- n) To issue public statements and commentary on behalf of the Society in line with the Society's position statements and policy.
- o) To make grants of money, books, apparatus, or other things for the purpose of promoting invention and research in psychology or its applications or in allied subjects.
- p) To sign, draw, accept or endorse all cheques, promissory notes, drafts, bills of exchange and other negotiable instruments, and all receipts for money paid to the Society, in such manner as the Executive from time to time determines.
- q) To construct, alter, pull down, decorate, maintain, furnish, fit out, and improve any buildings or premises, and to undertake and execute any works necessary or convenient for the purposes of the Society.
- r) To lend and advance money or give credit to any person company or incorporated body.
- s) To reduce or remit in any special case the annual subscription or subscription arrears of any Member.
- t) To delegate to the Executive Director and/or other employees such powers as it may from time to time determine.
- u) To purchase indemnity insurance for the Officers of the Society in relation to acts undertaken in good faith on behalf of the Society
- v) To discipline or expel any Member or Affiliate who in the opinion of the Executive has acted:
 - i. in breach of the Rules, Policies or Code of Ethics of the Society; or
 - ii. who has been admitted as a Member or Affiliate as a result of false representation; or
 - iii. has been found guilty of conduct rendering them unfit to remain a Member or Affiliate of the Society

- w) To take such steps as it may think fit for the purpose of promoting any of the objects of the Society.

22 Duties of the Executive

It will be the duty of the Executive:

- a) To keep a Register of Members, and to record their name, qualifications, appointments, dates of membership, occupations, contact details, and classes of membership-
- b) To keep Minutes of its Proceedings.
- c) To fix the annual membership fees or subscriptions of Members and Affiliates.
- d) To monitor the ongoing income and expenditure of the Society and ensure the preparation of a set of Annual Financial Statements.
- e) To employ under an agreed employment agreement and job description an Executive Director (or equivalent), to determine their responsibilities and duties, to oversee and monitor their employment and to review their performance annually or at some other agreed interval, and to fix their annual remuneration. Unless otherwise expressly provided for by resolution of the Executive, the Executive Director shall be responsible for the employment of any other employees of the Society and all Matters relating to their employment, save that the Executive Director must have the agreement of the Executive
 - i. to establish or disestablish any position or
 - ii. enter into any employment agreement with an employee.
- f) The Executive will strive to ensure that the Society is a good employer in all respects.
- g) To meet the duties of Officers under the Act – each Executive Officer:
 - i. must act in good faith and in what the Officer believes to be the best interests of the society.
 - ii. must exercise any power as an Officer for a proper purpose
 - iii. must not act, or agree to the Society acting, in a manner that contravenes the Incorporated Societies Act or these Rules.
 - iv. when exercising powers or performing duties as an Officer, must exercise the care and diligence that a reasonable person with the same responsibilities would exercise in the same circumstances, taking into account, but without limitation,—
 1. the nature of the Society; and
 2. the nature of the decision; and
 3. the position of the Officer and the nature of the responsibilities undertaken by them.
 - v. An Officer must not—
 1. agree to the activities of the Society being carried on in a manner likely to create a substantial risk of serious loss to the Society’s creditors; or
 2. cause or allow the activities of the Society to be carried on in a manner likely to create a substantial risk of serious loss to the Society’s creditors.
 - vi. must not agree to the Society incurring an obligation unless the Officer believes at that time on reasonable grounds that the Society will be able to perform the obligation when it is required to do so.
 - vii. An Officer, when exercising powers or performing duties as an Officer, may rely on reports, statements, and financial data and other information prepared or supplied, and on professional or expert advice given, by any of

the following persons:

1. an employee of the Society whom the Officer believes on reasonable grounds to be reliable and competent in relation to the Matters concerned;
 2. a professional adviser or expert in relation to Matters that the Officer believes on reasonable grounds to be within the person's professional or expert competence;
 3. any other Officer or subcommittee of Officers upon which the Officer did not serve in relation to Matters within the Officer's or subcommittee's designated authority.
- viii. However, subsection (g) applies to an Officer only if the Officer—
1. acts in good faith; and
 2. makes proper inquiry where the need for inquiry is indicated by the circumstances; and
 3. has no knowledge that the reliance is unwarranted.
- ix. duties in clause g. are owed to the Society (rather than to Members).

23. Proceedings of the Executive

23.1 The Executive will normally meet at least ten times per year, some of which meetings may not be in-person. The President or any two Members of the Executive may at any time summon a meeting of the Executive by giving at least 5 Working Days Notice to all Executive Members. The quorum necessary for the transaction of business at an Executive meeting shall be four.

23.2 The President or, in the President's absence, the President-Elect will chair Executive meetings. If within fifteen minutes after the time appointed for the holding of a meeting neither the President nor President-Elect is present the Members attending will appoint one of their number to chair the meeting

23.3 The Executive may regulate its meetings as it thinks fit. Questions arising at any meeting will be decided by consensus, or where consensus cannot be reached by a simple majority of votes. In the case of an equality of votes the Chairperson will have an additional, casting vote.

24. Conflicts of Interest

24.1 It will be the duty of all Members of the Executive who are directly or indirectly interested in any Matter under consideration by the Executive to declare the nature and extent of their interest to the Executive and record it in the Interests Register that is provided for in Rule 24.6.

24.2 If an individual's interest is the same or substantially the same as the benefit or interest of all or most other Members of the society due to the membership of those Members it will not be considered a conflict.

24.3 The Executive will consider any disclosed conflict – or perceived conflict- of interest and determine the most appropriate actions in relation to the situation. This may include:

- a) Altering the personal/professional circumstances which may currently be giving rise to a conflict of interest or could do so in the future
- b) Taking no action because the conflict of interest is not considered by the Executive to be of sufficient gravity to warrant action

- c) The Executive Member with the conflict of interest being present at the Executive meeting (with the agreement of the Executive) but abstaining from discussion and/or voting in relation to the issue of concern
- d) The Executive Member with the conflict of interest absenting themselves from the Executive meeting for the duration of the discussion and/or voting on the issue of concern
- e) The Executive Member with the conflict of interest resigning from the Executive

24.4 A Member with a conflict may still be counted for the purposes of quorum, even when they cannot participate in the discussion or the vote.

24.5 Where more than 50% of the Executive has a conflict on an issue either a separate independent committee will be established to consider the issue or it will be referred to a General Meeting so that all Members have the opportunity to discuss and determine the Matter.

24.6 The Society will maintain a Written Interests Register of all conflicts declared and how they are managed by the Executive. An Officer may inspect the Interest Register upon request at any time.

24.7 If it arises after the fact that a conflict was not declared, this will be noted in the next Executive meeting Minutes and any consequences advised to Members in a newsletter or such other communications as the Executive deems appropriate.

D) Committees and Groups

25 Committees

25.1

- a) The Executive may delegate any of its powers to Standing or ad-hoc Committees. The approval of the Annual General Meeting will be required for the establishment and disestablishment of Standing Committees. Ad hoc committees may be established and disestablished by the Executive.
- b) The Executive will publish from time to time and not less than annually a Schedule, showing the Names, Terms of Reference and Membership of any Standing Committees
- c) The Executive must prescribe the terms of reference and powers of all such Committees and may fix the quorum for each Committee. Any Committee appointed by the Executive will conform to any requirements imposed on it by the Executive.
- d) All Committees will report at least annually to the Executive. Their decisions shall be subject to confirmation by the Executive, unless the Executive otherwise expressly determines.

25.2

- a) Normally, Members of Standing Committees will be appointed by the Executive, usually in consultation with the chairperson of the Committee, for a term of two years. At the end of this term they may be reappointed except that no Member shall be eligible to serve more than two consecutive terms. Appointees must be Members of the Society and in the case of the Membership and Status Committee must be Fellows of the Society. Committees will have no fewer than three Members and may elect a chairperson from among their own Members.
- b) However, in recognition of the Society's commitment to Te Tiriti o Waitangi (see Rule 3.1), Members of the National Standing Committee for Te Tiriti Issues (NSCTTI) will be appointed by the Pou Whakahaere. The Pou Whakahaere comprises the leadership team of the NSCTTI which includes the two Directors (as appointed in Rule 15.4), Kaihautu, Treasurer and any current Māori Directors on the Executive of the Society.

25.3 Ad hoc Committees may be appointed by the Executive at its discretion to carry out any task assigned to them by the Executive and on terms and conditions laid down by the Executive.

25.4 Committees may invite persons who are not Members of the Society to attend their meetings in an advisory capacity.

26. National Standing Committee for Te Tiriti Issues (NSCTTI)

26.1 The NSCTTI (previously the National Standing Committee for Bicultural Issues) is a distinct committee established to support and ensure the Executive and Society gives effect to Rule 3.1 - that is to demonstrate commitment to honouring the four articles of Te Tiriti o Waitangi in all their policies, practices and actions.

26.2 As such, the NSCTTI prioritises tino rangatiratanga (self-determination, autonomy, control and power) in all aspects of their operation, as confirmed in Article 2 of Te Tiriti. Therefore, the membership, appointment, and term of office and other operations of the NSCTTI will be determined by its Members, rather than the Executive.

26.3 Membership to NSCTTI and the operation of NSCTTI functions and its activities will be determined by the NSCTTI Directors and its Members in accordance with the Rules of the Society and the Society's stated commitment to Te Tiriti o Waitangi.

26.4 Furthermore, the NSCTTI honours the mana of He Whakaputanga and Te Tiriti o Waitangi and recognises their historic, current and future importance in Aotearoa. We uphold the kawana tapu (sacred covenant) of He Whakaputanga and Te Tiriti by living our values as reflected in our practices and actions.

27 Member Groups of the Society

27.1 With the approval of the Executive, any Members or Affiliates of the Society may form groups as, institutes, local branches, interest groups, or ad hoc groups of the Society. When a group is formed it must have a purpose and a timeframe (which may be 'ongoing'). A group's Objects, criteria for membership and rules will be subject to the approval of the Executive.

27.2 A Branch is a local, geographically defined group of Members and Affiliates who operate under the Society's Rules. They may have a local committee to coordinate and arrange events and activities in their area. Formation or disestablishment of a branch should occur via communication with the Executive outlining the reasons for this change.

27.3 An Institute is concerned with a specialist area of psychological practice, as specified in its Objects and criteria for membership. The criteria and procedures for the formation of an Institute are contained in Policies and/or a Memorandum of Understanding approved from time to time by the Executive.

27.4 A Special Interest Group (SIG) is concerned with a particular area of psychological practice, the application of psychology to a particular topic, or supporting psychologists who share particular characteristics. Its objects and criteria for membership must be specified in documentation approved by the Executive.

Where it is concerned with a specialist area of psychological practice the SIG must annually review and report to the Executive whether it is ready to become an Institute

27.5 To operate and approve expenditure of group funds any group described in 27.1-27.4 must have a committee made up of at least 3 Members or Affiliates – at least 2 of which must be Full, Senior Full, Fellow or Life Members. Student subscribers are able to vote and hold office in Member groups.

27.6 Groups formed under 27.1 may conduct their Proceedings in such manner as provided for in their rules or their Objects, save that they must conduct their activities in a manner consistent with the Rules of the Society.

- a) They shall report at least annually on their activities to the Executive.
- b) They may report on Matters of interest or concern to the Executive via the Executive Director at any time and request such advice and assistance from the Executive as they deem appropriate.

27.7 The Executive has the power to wind up any group formed under Rule 27 where the Executive has reason to believe the group is not fulfilling its objectives, or some circumstances exist which give the Executive cause to consider it is in the interests of the Society to wind up the group. The Executive shall give one month's Notice to the Members of any such winding up decision. A petition signed by at least five Members may be presented to the next General Meeting of the Society to suspend or reverse any such winding up, and the General Meeting may decide the Matter

E) Administration

28 Publicity

No Member, Affiliate or employee other than the President (or a Member, Affiliate or employee authorised so to do by the President) will speak for and represent the views of the Society as a whole without first having obtained the approval of the Executive so to do.

29 Financial Year

The financial year of the Society shall commence on the 1st day of June and shall end on the following 31st day of May.

30 Accounts

The Executive Director will ensure the proper keeping of books of accounts and will submit to each Annual General Meeting a financial statement of the Society's assets and liabilities, income and expenditure for the preceding financial year.

31 Audit

The Executive will annually appoint an auditor who is a member of the New Zealand Institute of Chartered Accountants but who is not a Member of the Society.

F) Decision Making and Meetings

32 Annual General Meetings

32.1 In each calendar year the Society will hold an Annual General Meeting. Not more than fifteen months will elapse between the date of one Annual General Meeting and that of the next.

The business to be transacted at each Annual General Meeting will include

- i. the consideration of the income and expenditure accounts and balance sheets for the preceding financial year and
- ii. reports from the Society's Officers, Standing Committees, Member groups, and Auditors.
- iii. Notice of any conflict of interest disclosures, or types of disclosures, as described under section 63 of the Act.

32.2 Remits to the Annual General Meeting should conform to the Society's Policies on Remits, as published from time to time by the Executive, and should be notified to the Executive Director as specified in the Notice of meeting. Remits tabled at the meeting will only be considered at the Chairperson's discretion.

33 Special General Meetings

The Executive may, whenever it thinks fit, convene a Special General Meeting. After receiving a requisition signed by not less than ten Members of the Society, the Executive Director will convene a Special General Meeting within three months of receipt of the requisition.

34 General Meetings

34.1 All General Meetings of the Society will be held at such time and place as the Executive may appoint. Meetings may be held in person, virtually or in a combination of both. The Executive may choose to use a process of voting on written resolutions in lieu of a General Meeting.

34.2 The Executive Director must give all Members not less than 25 Working Days Notice of any General Meeting and the Notice shall specify the business proposed for the meeting. Notice will be via communication to the last known email address of the Member. Any General Meeting may transact business other than that set out in the Notice calling the meeting.

34.3 The quorum at any General Meeting will be twenty-five Members present (in-person or virtually) or represented by a proxy vote (as described in 34.7) and no business will be transacted at any general meeting unless a quorum is present at the commencement of business. If within half an hour from the time appointed for a General Meeting a quorum is not present the meeting will be dissolved.

34.4 Minutes will be taken of all General Meetings (including Annual and Special) and kept by the National Office.

The Executive shall nominate a person who is responsible for taking minutes at any General Meeting.

34.5 The President, or, in their absence, the President-Elect will chair General Meetings of the Society. If neither of these Officers are present within fifteen minutes after the time

appointed for the holding of the meeting Members of the Executive present shall elect one of their number to chair the meeting. If there are no Members of the Executive present, the Members of the Society present will elect one of their number to chair the meeting.

34.6 At any General Meeting a motion put to the vote of the meeting will be decided by a simple majority on a show of hands, or other advised indication of preference.

- a) A secret ballot may be demanded by not less than a third of the Members present, or they can request that the motion is referred to a postal or online ballot.
- b) Any ballot required will be held in such manner as the Chairperson of the General Meeting will determine.
- c) A simple majority of those voting in a ballot will decide the vote.
- d) A declaration by the Chairperson that a resolution has been carried or lost will be conclusive evidence of the fact. In the case of an equality of votes the Chairperson of the meeting will be entitled to a casting vote.
- e) Where the motion is referred to a postal or online ballot the processes in Appendix 2 apply.

34.7 Any Member may ask another Member to act as their proxy for voting at an AGM. They must give that Member their voting preferences in Writing along with any instructions regarding the ability for the proxy to change the vote based on discussions at the meeting. Any individual Member may be the proxy for no more than 3 other Members.

35. Resolutions in Lieu of Meeting

35.1 If the Executive elects to use a written resolution in lieu of a General Meeting it will only be valid if it is passed by at least 75% of the number of Members eligible to vote.

35.2 The procedure in Appendix 2 will be followed for these resolutions.

G) Complaints and Ending Membership

36 Complaints against Members, the Executive or the Society

36.1 Complaints will be managed following the Complaints Process in Appendix 3. The aim of any such process will be to restore safe and effective functioning of the Member community as whole.

37 Suspension

The Executive Director may suspend from membership any Member who fails to pay their annual subscription. Before any resolution for suspension for this cause shall take effect, the Executive Director will:

- a) Determine that the Member's subscription is in arrears for at least 3 months; and
- b) Give the Member 25 Working Days Notice in Writing of intention to suspend membership. Any membership so suspended shall immediately be reinstated upon payment of the subscription in arrears.
- c) If after 12 months of suspension a Member has not reinstated their membership by payment of their subscription and arrears that Member will be deemed to have resigned.

38 Resignation

38.1 Subject to Rules 38.2 and 38.3, any Member or person affiliated to the Society may resign from the Society by notifying the National Office in Writing and stating that they wish to resign. The termination of membership or subscription status will take effect when the current subscription period ends, unless the person withdraws their resignation before it has taken effect.

38.2 A Member who tenders their resignation pursuant to a request from the Executive under Appendix 3 – Rule 11(c) shall not be entitled to withdraw their resignation, which shall take effect immediately on receipt by the Executive Director.

38.3 A Member who, at the time of tendering their resignation, is the subject of an investigation under Appendix 3 may not resign until such time as the Executive has determined the Matter under investigation.

39. Duties of Members to Advise the Society in relation to conduct and complaints

39.1 A Member must advise the Executive Director immediately of any complaints against them in relation to their professional practice that have resulted in any disciplinary action against the Member.

39.2 A Member must advise the Executive Director when any disciplinary requirements imposed upon them have been discharged or fulfilled.

39.3 In joining and remaining as a Member of the Society a Member gives permission for any records held by any professional disciplinary body, pertaining to any action taken by or complaint made to those bodies in relation to the Member's professional conduct to be made available to the Executive Director and Executive of the Society if such information is requested by the Executive Director or Executive.

39.4 In joining and remaining as a Member of the Society a Member gives permission for the Executive Director to disclose to Authorised Enquirers information pertaining to the membership status of the Member and the outcome of any complaints against the Member determined under Appendix 3.

H) Official Notifications and Alterations

40. Notices

Any Notice to a Member of the Society may be served upon that Member either personally, or to the Member's last known email or postal address. If served by post, any Notice shall be deemed to be served on the tenth calendar day following posting.

41. Seal

The Common Seal of the Society will remain in the custody of the President or the Executive Director and will only be fixed to an instrument pursuant to a resolution of the Executive. Every instrument to which it will be fixed will be signed by the Executive Director or the President and by at least two other Members of the Executive.

42. Dissolution and Winding Up

42.1 The Society may be voluntarily wound up following a resolution for dissolution or winding up of the Society that must be determined by the Members at a General Meeting.

42.2 Any resolution to wind-up the Society must follow the requirements of the Act and its regulations.

42.3 After payment of the Society's liabilities and the expenses of winding-up, surplus assets and funds will be vested in a not-for-profit institution or institutions which have objects similar to those of the Society, or in a charitable institution or institutions. These decisions are to be determined by the Members in the General Meeting at which the resolution for dissolution is passed or confirmed.

42.4 In the event of any group of the Society formed under Rule 26 being wound up, the Executive will determine the disposition of any assets of the group remaining after its liabilities have been paid.

43. Alteration of Rules

43.1 The Rules of the Society may be altered by a resolution supported by the majority of Members present at any General Meeting of the Society. The meeting must be properly called and constituted in terms of these Rules. Notice of the proposed alteration must be given in Writing to Members not less than 10 Working Days prior to the date of the General Meeting. Alternatively, the Rules may be altered by a ballot carried out in accordance with Appendix 2.

Appendices

Appendix 1: Procedure for Postal Ballot for Elections to Office

1. Procedure for a Ballot for Elections to Office

- a) After the date on which nominations close the Executive Director will ensure that notification is sent to each Member of the Society (at the Member's last known contact) with details on how to exercise their vote. This will usually be sent via email.
- b) When using an electronic or online ballot the Executive Director will ensure that the system chosen for the ballot provides secure voting so that each Member may only vote once per vacancy and privacy is maintained.
- c) All votes must be completed by the closing date
- d) To be valid the total vote must be at least 10% of the eligible Members
- e) Results will be received by the Executive Director prior to the Annual General Meeting (AGM) who will advise the Chairperson of that meeting. They will announce the final result at the AGM
- f) If the votes are equal for two or more candidates the election is not complete. The Chairperson of the AGM will decide by lot which of such candidates shall be elected.
- g) Any omission on the part of the Executive Director to forward voting information to any Member entitled to vote will not invalidate the election
- h) If for any reason an electronic ballot cannot be held, a physical ballot can be used, ensuring measures are taken to protect the privacy, security and integrity of the vote and the nominees.

2. Procedure for a Ballot for Election of Student Representative and Taurira Māori

- a) After the date on which nominations close the Executive Director will ensure that information is sent to the last-known email address of:
 - i. each Student Subscriber of the Society for elections of the Student Representative -
 - ii. each Student Subscriber who has indicated Māori ethnicity on their application for elections of the Taurira Māori Representative –(at the Subscriber's last known contact) with details on how to exercise their vote.
- b) When using an electronic or online ballot the Executive Director will ensure that the system chosen for the ballot is encrypted and provides secure voting so that each Student Subscriber may only vote once per vacancy and privacy is maintained.
- c) All votes must be completed by the closing date.
- d) To be valid the total vote must be at least 10% of the eligible student subscribers
- e) Results will be received by the Executive Director who will advise the President of the result
- f) If the votes are equal for two or more candidates, the election is not complete. The President will decide by lot which of such candidates shall be elected.
- g) Any omission on the part of the Executive Director to forward voting information to any Student Subscriber entitled to vote will not invalidate the election
- h) If for any reason an electronic ballot cannot be held, a physical ballot can be used, ensuring measures are taken to protect the privacy, security and integrity of the vote and the nominees.

Appendix 2: Procedure for postal voting on Matters other than the election of Officers

Procedure for Voting instead of or outside of a General Meeting on Matters other than the Election of Officers

- a) Notice of intention to hold a vote and information relating to the substance of the Matter to be voted on, is to be advised to Members in a Society publication which may be circulated in hard copy or electronically.
- b) The Executive Director will send to each eligible Member of the Society (at the Member's last known contact – incl email) voting information containing detailed wording of the Matter to be voted on. The date that this is sent will be considered the circulation date and this date will be clearly indicated in the information. Voting information will be sent not less than 15 Working Days following publication as in (i) above.
- c) Voting information will clearly indicate the closing date for votes to be completed. This date to be not less than 15 Working Days following the date the information was sent.
- d) The voting system used will ensure the security and integrity of the vote. Ensuring that each Member may only vote once and that the results cannot be tampered with.
- e) If the Matter is not passed within 3 months of the circulation date, the Matter will lapse.
- f) The result of the vote is to be recorded by the Executive at its next meeting and published in the next Member publication which is circulated to all eligible Members.
- g) Any omission on the part of the Executive Director to forward voting information to any Member will not invalidate the election.
- h) The result of any ballot will be considered invalid if the number of returns submitted constitutes fewer than 75% of current eligible voting Members.

Appendix 3: Complaints and Disputes Process

From time to time situations will arise that lead to dissatisfaction, concerns, or complaints about the actions of individual members, members of the Executive, members of other subgroups or the Society as a whole.

In this process we recognise the need for those concerns to be addressed, in a manner that upholds our values and seeks to maintain a safe and effective professional community.

As such, all persons involved in the Society's complaints process are expected to engage and communicate in ways that maintain the mana of all parties. That is, engage with others involved in this complaints process in a way that cares for their spiritual, psychological, physical and cultural dimensions. This approach aligns with the principle in the Code of Ethics relating to respect for the dignity and rights of persons and peoples.

1) Scope and Objectives of this Complaints and Disputes Process

- a) This process governs complaints and disputes relating to the operation or affairs of the Society, or compliance with these Rules or the Code of Ethics.
- b) This complaints process does not cover:
 - i) Concerns, complaints or disputes relating to a Member's conduct or competence as a registered psychologist. Concerns of this nature should be directed to the New Zealand Psychologists Board and/or the Health and Disability Commissioner.
 - ii) Concerns, complaints or disputes relating to an employee or staff member of the Society will be addressed through the employment process and may be directed to the Executive Director of the Society or the President in the event the complaint relates to the Executive Director.
- c) This process is intended to ensure that complaints and disputes are dealt with in a fair, efficient, and effective manner.

2) How complaint is made

- a) Anyone with a complaint or dispute that falls within this process should first try to resolve it by communicating directly and respectfully with the person/s involved. Support for this can be requested from the Society.
- b) A Member, Officer, or the Executive may make a complaint or raise a dispute by giving to the President or the Executive Director a notice in writing that—
 - i) states that the Member or Officer is starting a procedure for resolving a concern in accordance with the Society's Rules; and
 - ii) sets out the allegation to which the complaint or dispute relates and whom the allegation is against.
- c) The complaint or dispute must contain sufficient detail to enable any person who is the subject of the complaint to be fairly advised of the allegation(s) against them and to enable them to prepare a response.
- d) Unless there are exceptional circumstances which, in the Executive Director's sole opinion justify an exemption, anonymous complaints will not be taken further under this complaints process.

3) Initial Assessment of Complaint or Dispute

- a) On receipt of a written complaint or dispute submitted under clause 2, the Executive Director will notify any person who is the subject of the complaint and give them an opportunity to provide a preliminary response within a specified timeframe.
- b) Taking into account any response under clause 3(a), the Executive Director will then assess the matter to determine its bona fides and specifically whether:
 - i) The complaint or dispute falls within the scope of this process under clause 1; and
 - ii) The complaint or dispute:
 - (1) Is not trivial;
 - (2) Appears to disclose or involve an allegation that a Member or an officer has materially breached or is likely to have materially breached the Society's Rules, Code of Ethics, or policies or the Act, or a Member or Affiliate's rights or interests, or Members' or Affiliates' rights or interests generally have been materially damaged.
 - (3) Is not made without foundation or there is no apparent evidence to support it;
 - (4) Is not made by a person or party who has an insignificant interest in the matter;
 - (5) The conduct, incident, event or issue giving rise to the complaint has not already been assessed and dealt with under the Rules;
 - (6) Is not made with undue delay in circumstances where there is no reasonable explanation for the delay; and
 - (7) Is not vexatious or abusive.
- c) If the complaint or dispute involves allegations against the Executive Director, the initial assessment shall be conducted by the President or another individual nominated by the President.
- d) If, following the initial assessment, the Executive Director or other decision-maker conducting the assessment determines that the complaint or dispute does not meet the requirements of clause 3(b), the Executive Director shall notify the complainant in writing.
- e) Taking into account any preliminary response under clause 3(a), the Executive Director may refer a complaint that meets the requirements of clause 3(b):
 - i) with the consent of all parties, to any type of consensual, alternative, or informal dispute resolution (for example, mediation, facilitation, or a tikanga-based practice) in accordance with clause 4; or
 - ii) to a decision-maker for investigation and determination under clause 5.
- f) The Executive Director shall inform the complainant, any respondent, and the Executive of any referral made under clause 3(e).
- g) Where a complaint or dispute relates to a matter that is the subject of a separate investigation or process by a regulatory or investigative body, the Executive Director or other decision-maker may decide to pause the consideration of the complaint or dispute under this process until that other process has concluded.

4) Consensual, informal or alternative dispute resolution

- a) Where the parties involved in a complaint agree to participate in a consensual, informal or alternative dispute resolution process, the Executive Director shall liaise with the parties to determine the appropriate format for consensual, informal, or alternative dispute resolution. This may include mediation, facilitation, a tikanga-based process, or other process agreed by both parties.

- b) Ordinarily, efforts to resolve a complaint under this clause must conclude within 25 Working Days unless the Executive Director considers there are good reasons to extend this timeframe.
- c) The parties may decide at any time not to proceed with consensual, informal, or alternative dispute resolution in which case they must notify the Executive Director in writing immediately, with a brief explanation of reasons. The Executive Director shall then refer the complaint or dispute for investigation under clause 5.
- d) Potential outcomes of consensual, informal, or alternative dispute resolution will depend on the parties and the nature of the complaint or dispute.
- e) If the complaint or dispute is successfully resolved under this clause, the parties will sign an acknowledgement to that effect and provide a copy of the written acknowledgement to the Executive Director.
- f) If a complaint or dispute is successfully resolved under this clause, the same or a substantially similar complaint or dispute may not then be pursued under the remainder of the provisions in this Schedule.

5) Investigating and determining complaints and disputes

- a) Complaints or disputes that meet the requirements of clause 3(b) and which cannot be resolved in accordance with clause 4 shall be investigated and determined under this clause and clauses 6-9.
- b) The Executive Director shall notify the Executive of receipt of a complaint or dispute under this clause and seek a direction from the Executive as to the appropriate decision-maker to investigate and determine the complaint or dispute. The decision-maker may be, without limitation:
 - i) A subcommittee of the Executive, whether a standing subcommittee or an ad hoc subcommittee established solely for this purpose;
 - ii) An Officer or Senior Fellow of the Society; or
 - iii) An independent third party.
- c) Any complaint or dispute regarding the actions or decisions of the Executive as a whole shall be referred to a subcommittee made up of Fellows or other Senior members of the Society, or, where appropriate, to an independent third party.
- d) The Executive as a whole shall not be appointed as decision-maker under clause 5(b).
- e) Any decision-maker appointed under clause 5(b) must be:
 - i) impartial and have signed a declaration that they are not affected by a conflict of interest;
 - ii) able to consider the matter without a predetermined view; and
 - iii) authorised by the Executive to determine the complaint or concern.
- f) Indicia of impartiality: impartiality depends on all the circumstances taking into account the objectives of this complaints process. A decision-maker may not be considered to be impartial in circumstances where:
 - i) The decision-maker was involved or participated substantially in the matter that is the subject of the complaint or dispute; or
 - ii) There is a reasonable perception that the decision-maker may benefit financially, professionally, or personally from a particular outcome in relation to the complaint or dispute;
 - iii) The decision-maker has a personal relationship or friendship with either the complainant or respondent. The nature and extent of the relationship will be relevant when determining whether the decision-maker can reasonably be considered to be impartial in respect of a particular complaint.

6) Decision-maker to decide whether complaint is established

- a) The decision-maker shall conduct such inquiries as the decision-maker deems necessary to investigate a complaint or dispute and determine whether the substance of the complaint or dispute is established.
- b) The decision-maker's process shall be determined at the discretion of the decision-maker but must incorporate the requirements of clauses 7 and 8.
- c) The decision-maker may enlist assistance or delegate aspects of the investigation to an employee of the Society or an external party with the Executive's approval, but the decision-maker retains final responsibility for determining whether the complaint or concern is upheld.

7) Person who makes complaint has right to be heard

- a) A complainant has a right to be heard before the complaint is resolved or any outcome is determined.
- b) Without limiting the manner in which the complainant may be given the right to be heard, they must be taken to have been given the right if—
 - i) they have a reasonable opportunity to be heard in writing or orally in the event the decision-maker determines that an in-person or virtual meeting is to be convened; and
 - ii) the complainant's written or oral statement or submissions (as applicable) are considered by the decision-maker

8) Person who is subject of complaint or dispute has right to be heard

- a) If the complaint or dispute raises an allegation against an identifiable respondent, the respondent has a right to be heard before the decision-maker determines whether the complaint is established.
- b) The respondent shall be entitled to receive a copy of any written submissions provided by a complainant under clause 7 and to attend any meeting or receive a transcript of any oral submissions made by a complainant at any meeting so convened under clause 7.
- c) If the respondent is the Society, an officer authorised by the Executive may exercise the right of response on behalf of the Society.
- d) Without limiting the manner in which a respondent may be given a right to be heard, a respondent must be taken to have been given the right if—
 - i) the respondent has received fair notice of the allegation(s) and had a reasonable period of time to prepare a response;
 - ii) they have a reasonable opportunity to be heard in writing or orally in the event the decision-maker determines that an in-person or virtual meeting is to be convened; and
 - iii) the respondent's written or oral statement or submissions (as applicable) are considered by the decision maker.

9) Decision-maker to notify parties of recommendation

- a) Once the decision-maker has received and considered sufficient information, including any material submitted under clauses 7 and 8, to enable them to determine whether the complaint or dispute is established, the decision-maker shall record in writing whether the complaint or dispute is established, with reasons for their decision.
- b) If the complaint or dispute is established, the decision-maker may also record in writing any recommendation as to the appropriate outcome under clauses 10-12.

- c) The complainant and any respondent shall have the opportunity to comment on the decision-maker's recommendation before it is finalised. The decision-maker shall take any responses into account before finalising the recommendation.
- d) Once finalised, the decision-maker's recommendation shall be provided to the complainant, any respondent, and the Executive.

10) Executive to decide whether to adopt decision-maker's recommendation

- a) If any member of the Executive does not meet the indicia of impartiality set out in clause 5(f) of this Schedule, that member or those members shall recuse themselves from participating in any decision made under this clause.
- b) If no members of the Executive meet the indicia of impartiality set out in clause 5(f) of this Schedule, the Executive Director shall nominate a Senior Fellow or independent third party to make a decision under this clause.
- c) References in the remainder of this clause to "the Executive" shall be taken to include references to a Senior Fellow or independent third party appointed under clause 10(b).
- d) Where a decision-maker determines that a complaint is established under clause 9, the Executive may:
 - a. adopt the decision-maker's recommendation;
 - b. determine that no further action is warranted; or
 - c. seek further details or explanation from the decision-maker.
- e) The Executive must notify the complainant and any respondent of any proposed sanction or remedial action. The complainant and any respondent shall have the opportunity to respond to the proposal in writing within 10 Working Days
- f) The Executive must take any written response from the complainant and any respondent under clause 10(e) into account before deciding whether to impose any sanction or remedial action.
- g) The Executive shall notify the complainant and any respondent of its decision under clause 10(d) in writing with an explanation of the reasons.

11) Sanctions

- a) Where a complaint is established and the Executive considers that it rises to such a level as to constitute a serious breach of these Rules, the Code of Ethics, the Society's policies or the Act, the Executive may impose one or more of the following sanctions:
 - i) Reprimand for the misconduct (which may be oral or in writing);
 - ii) A requirement to undertake a specified programme of professional development or supervision of practice.
 - iii) A period of probation, suspension, termination by invited resignation or expulsion from the Society.
- b) Any proposal to terminate the membership of, or expel, any member requires the approval of a simple majority of the full Executive to vote in favour of the decision. The ballot on such a decision may be conducted in person, by email or electronic means and the result being declared by the Executive Director. Membership termination and expulsion decisions will be recorded in the Minutes of the Executive.
- c) Where the Executive decides to terminate a person's membership or expel the person from the Society, the Member shall be directed in writing to supply notice of

their resignation within 25 Working Days or such other timeframe as the Executive directs.

- d) If written notice of resignation required under clause 11(c) is not supplied within the stipulated timeframe, the Society will inform the Member in writing that their membership has been terminated and the Member's membership shall thereupon be determined to have been terminated.

12) Remedial action

- a) Where a complaint is established, and regardless of whether a sanction is proposed or imposed under clause 11, the Executive may direct one or more remedial actions which shall be aimed at restoration and supporting the safe and effective functioning of the Society and its membership.
- b) Remedial actions shall be tailored to the circumstances of the complaint and the parties involved and may include, without limitation:
 - i) Providing educative advice to one or more of the parties;
 - ii) Requiring that the parties meet or communicate in an agreed upon way to negotiate a way forward;
 - iii) requiring that one or more parties cease and desist from the conduct that gave rise to the complaint;
 - iv) Warning the relevant party about consequences of further or repeated instances of the conduct investigated.
- c) Remedial action may incorporate appropriate mechanisms to enable the Executive or the Executive Director to follow up with the parties to confirm that the directed actions have been taken.

13) Review of outcome

- a) If either the respondent or complainant wishes to challenge the outcome notified under clause 10(d), they must inform the Executive in writing that they are requesting a review of the decision.
- b) Requests must be made within 15 Working Days of receipt of the outcome.
- c) Any request for a review may include any additional information that the requester considers relevant.
- d) On receipt of a request for review, the request and any additional information shall be supplied to the other party/ies to the complaint.
- e) The other party/ies shall be given an opportunity to comment on the request.
- f) On receipt of a request for review, the Executive may determine the review itself or refer it to an impartial third party if the Executive considers it appropriate to do so.
- g) The Executive or third party reviewer shall assess the matter, taking into account any submissions or information supplied by the person requesting a review and any other party/ies and make a final determination of the appropriate outcome.
- h) The Executive or third party reviewer may:
 - i) Set aside a decision made under clauses 10-12;
 - ii) Substitute a decision made under clauses 10-12; or
 - iii) Direct that the original decision made under clauses 10-12 shall stand.
- i) The Executive or third party reviewer's decision shall be recorded in writing with an explanation of reasons. Copies of the decision shall be provided to all parties to the complaint.
- j) The Executive or third party reviewer's decision under this clause is final.

