



# CONSTITUTION

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## **1 Preliminaries**

1.1 The name of the Incorporated Association shall be the Career Development Association of New Zealand Incorporated, herein referred to as 'the Association'.

1.2 In the rules of the Constitution, unless the contrary intention appears:

- 'Meeting' means a general meeting of members of the Association convened in accordance with these rules.
- 'Member' means a financial member of the Association.
- 'The Act' means the Incorporated Societies Act 1908.
- 'Region' means a regional branch of the Association divided into the following areas. Northland, Auckland, Waikato, Bay of Plenty, Gisborne/Hawkes Bay, Taranaki/King Country, Manawatu, Wellington, Nelson/Marlborough, Canterbury/Westland and Otago/Southland.

## **2 Purpose**

The purpose of the Association shall be to:

- 2.1 Promote excellence in career development and the recognition and professionalism of any person working in career development.
- 2.2 Assist the development of members.
- 2.3 Disseminate information leading to an integrated approach to career development.
- 2.4 Establish and maintain networks between members for sharing of information and for professional development through a newsletter, seminars, workshops and conferences.
- 2.5 Act as a central reference point for members and as a reference point for other interested parties.
- 2.6 Act as an accrediting body for admitting members.
- 2.7 Present a national voice to influence policy relevant to career development issues and to lobby on behalf of members.
- 2.8 Hold such finances as considered convenient for the furtherance of the purpose of the Association.
- 2.9 Arrange such insurance cover for members as will be considered expedient.
- 2.10 And to do all such other things as may be incidental to the attainment of such purpose.
- 2.11 Promote relevant research.
- 2.12 Carry out all activities on the basis of maximum participation of members, through democratic processes.
- 2.13 Honour the spirit of partnership as expressed in the Treaty of Waitangi.

### **3 Powers**

The Association shall have the power to:

- 3.1 Manage and control the funds and other property of the Association.
  - 3.1.1. Acquire, hold, administer and dispose of any real or personal property.
  - 3.1.2. Open and operate bank accounts and, if required, invest and borrow money on such terms as the Association sees fit.
  - 3.1.3. Appoint agents to transact any business of the Association on its behalf.
  - 3.1.4. Enter into any contract it considers necessary or desirable.
- 3.2 Communicate regularly with members, such as through the newsletter or other publications.
- 3.3 Appoint a qualified auditor as required; the auditor shall be a member of the Chartered Accountants Australia and New Zealand.
- 3.4 Undertake any other function to further the purpose of the Association.

## 4 Membership

4.1 Membership of the Association shall be those who fulfil the guidelines set out below:

- 4.1.1. Who submit the written application form.
- 4.1.2. Who shall have paid the prescribed annual membership subscription as set by the Association.
- 4.1.3. Such persons shall be bound by the rules of the Association and the Code of Ethics.
- 4.1.4. The admission procedures and guidelines for membership are those rules set down by the Membership sub-committee and approved by the National Executive Committee and recorded in the Association Procedure Handbook.

### *Types of Membership*

4.2 *Professional Membership* may be granted to applicants approved by the National Executive Committee.

This category includes:

- People with a Postgraduate qualification with
  - A minimum of 60 credits at NZQA L8 or above in a career-specific qualification OR;
  - A minimum of 60 credits at NZQA L8 or above in a related field (Alternative Pathway)

PLUS

- Evidence of competency against the CDANZ Competency Framework

- 4.2.1. A Professional Member has full rights to be elected to, or sit on, branch and National Executive Committee positions.
- 4.2.2. A Professional Member may vote on all matters at both branch and national level, including Constitutional issues.
- 4.2.3. A Professional Member is designated the post-nominal PMCDANZ.
- 4.2.4. A Professional Member is also granted Member Benefits as detailed in the Association Procedure Handbook.
- 4.2.5. The National Executive Committee may grant an applicant Professional Member (Provisional) status for no more than 2 years following the procedure set out in the Association Procedure Handbook. During this period the Professional Member (Provisional) shall hold the same rights and benefits as a Professional Member.

4.3 *Full Membership* may be granted to applicants approved by the National Executive Committee.

This category includes:

- People with a Postgraduate qualification with
  - A minimum of 60 credits at NZQA L7 or above in a career-specific qualification OR
  - A minimum of 120 credits at NZQA L6 or above in a career-specific qualification OR
  - A minimum of 120 credits L6 or above in a related field (Alternative Pathway)

PLUS

- Evidence of competency against the CDANZ Competency Framework

4.3.1 A Full Member has full rights to be elected to, or sit on, branch and National Executive Committee positions.

4.3.2 A Full Member may vote on all matters at both branch and national level, including Constitutional issues.

4.3.3 A Full Member is designated the post-nominal MCDANZ.

4.3.4 A Full Member is also granted Member Benefits as detailed in the Association Procedure Handbook.

4.3.5 The National Executive Committee may grant an applicant Full Member (Provisional) status for no more than 2 years following the procedure set out in the Association Procedure Handbook. During this period the Full Member (Provisional) shall hold the same rights and benefits as a Professional Member.

4.4 *Affiliate* may be granted to applicants who have an interest in or an involvement in career development. Such membership is granted on the basis they support the aims of the Association and practice within its Code of Ethics. This category includes:

- People new to working in the field of career development.
- Those working in schools or other training establishments with career development responsibilities.
- Those working in roles aligned with career development e.g. human resources, recruitment, managers, organisation development, training and development.

4.4.1 An Affiliate may be elected to, or sit on, a branch committee providing a minimum of three Full or Professional Members are also on the committee.

4.4.2 An Affiliate is also granted Member Benefits as detailed in the Association Procedure Handbook.

4.4.3 This membership category carries no post-nominal designation.

4.5 *Student* may be granted to applicants approved by the National Executive Committee who are currently studying a nationally recognised career development qualification. This category will only be available to the member during the course of study. Such membership is granted on the basis they support the aims of the Association and practice within its Code of Ethics.

4.5.1 A Student may be elected to, or sit on, a branch committee providing a minimum of three Full or Professional Members are also on the committee.

- 4.4.2 A Student is also granted Member Benefits as detailed in the Association Procedure Handbook.
- 4.4.3 This membership category carries no post-nominal designation.
- 4.4.4 For Student membership, CDANZ will offer 50% discount on the first year fee for Full or Professional membership.
- 4.6 *Life* may be granted to a Full or Professional member who has rendered outstanding service to the Association. Such procedures and rules are those set down in the Association Procedure Handbook.
  - 4.6.1 Life members shall retain their membership rights and privileges but shall no longer be required to pay the annual membership subscription.
  - 4.6.2 This membership category is designated LMCDANZ.
- 4.7 *Fellow* may be granted to a Full or Professional member who has met a set of criteria that renders leadership within careers and the Association. Such procedures and rules are those set down in the Association Procedure Handbook.
  - 4.7.1 Fellow members shall retain their membership rights and privileges and shall be charged the same annual membership subscription as professional members.
  - 4.7.2 This membership category is designated FMCDANZ.
- 4.8 *Honorary Membership* may be granted to any other Person, at the discretion of the National Executive Committee, who has played, or is playing, a significant role in the field of career education counselling or related activities; or has made significant contributions to the welfare of the Association.
  - 4.4.1 Such membership carries no rights.
  - 4.4.2 This membership category is designated HMCDANZ.
- 4.9 *Annual Membership Renewal*  
As part of the annual membership renewal process for Fellow, Professional, and Full members the National Executive Committee will undertake an audit of no less than 10% of members' Professional Development Records to ensure compliance with the rules of the Association.
- 4.10 Organisational Affiliation may be granted to any organisation, at the discretion of the National Executive Committee, where that organisation is an employer of career professionals or demonstrates support for quality career development training and professional development.
  - 4.10.1 Organisational Affiliates shall not be considered full financial members of the Association, and may not vote at the AGM or hold positions of office.
  - 4.10.2 Those who hold an individual membership under an Organisational Affiliation must meet the eligibility criteria for the specific membership category and follow the same process for membership and renewal as outlined in the Constitution for that membership type.



- 4.10.3 The fee for Organisational Affiliation shall be set by the National Executive Committee on a case by case basis.
- 4.10.4 The membership fees of an individual member(s) may be met in part or in whole by the fee(s) paid for Organisational Affiliates.

## **5 Subscriptions and Financial Year**

- 5.1 There shall be an annual membership subscription for each relevant category of membership as determined by the National Executive Committee and ratified at the Annual General Meeting or a Special General Meeting.
- 5.1.1. The financial year shall begin on April 1 in each year and shall close on March 31 in each following year.
  - 5.1.2. Annual membership subscriptions shall be due on the date of admission and renewal and shall be paid to the Treasurer through a process determined by the National Executive Committee.
  - 5.1.3. A member, who is more than two months in arrears and has been notified of this, shall, unless payment and required documentation is made within one calendar month of such notification cease to be a member of the Association.
- 5.2 The joining fees shall be determined by the National Executive Committee and ratified at the Annual General Meeting.
- 5.3 Full, Professional and Fellow members who leave or have left CDANZ prior to 6 July 2021 can re-join within five years and resume the type of membership that they held last without a full reapplication. An administration fee will be applied.
- Full, Professional and Fellow members who leave after 6 July 2021 can re-join within three years and resume the type of membership that they held last without a full reapplication. An administration fee will be applied.
- 5.4 Full and Professional members may request a year away from the practice and professional requirements for membership, without penalty. An administration fee will be applied.

## **6 Resignation of Members**

- 6.1 A member may resign from membership of the Association by giving written notice thereof to the National Executive Committee of the Association. Any member so resigning shall be liable for any outstanding subscriptions which shall be recovered as a debt due to the Association.
- 6.2 A member resigning during the financial year shall not be entitled to any refund of the annual membership subscription.

## **7 Discipline and Dismissal of Professional Membership**

- 7.1 Any member can be disciplined or dismissed by the National Executive Committee from the Association for a breach of the Code of Ethics.
- 7.2 Such a member will have the right to be heard or make a written submission, having been given ONE (1) month notice in writing, before the meeting of the National Executive Committee at which the matter is to be considered.
- 7.3 The National Executive Committee shall act as arbitrator and notify the affected member of its decision.
- 7.4 The member so affected shall have the right of appeal, to the Association in General Meeting, by given notice, in writing, to the President within FOURTEEN (14) days of the date of notification of the decision. Upon receipt of such notice, the President shall as soon as may be practical thereafter, call a Special General Meeting of the Association.

## **8 The National Executive Committee**

- 8.1 The Association shall be governed by the National Executive Committee consisting of President, Vice President, Secretary, Treasurer plus Six Committee members.
- 8.1.1. Conduct all business of the Association and to undertake any other functions as may be necessary from time to time to further the objectives of the Association in accordance with this Constitution.
  - 8.1.2. Co-opt up to two members to represent member sector groups and regions where a vacancies on the National Executive Committee exists.
  - 8.1.3. Prepare and file all legal and financial documents and accounts as may be required.
  - 8.1.4. Facilitate the organisation of regular professional development opportunities to its members.
  - 8.1.5. Arrange general meetings.
  - 8.1.6. Appoint such sub-committees as is seen fit, with the added power to co-opt.
  - 8.1.7. Consider the candidates proposed for admission to the Association.
  - 8.1.8. Determine any disputes arising out of the interpretation of the Constitution.
- 8.2 Members of this National Executive Committee shall be current financial Full or Professional Members.
- 8.3 The term of office for the members of the National Executive Committee shall be THREE (3) years from the Annual General Meeting at which time they are appointed. The position of President, Vice President, Treasurer, Secretary and FOUR (4) Committee member positions become vacant in alternate years.
- 8.4 Members of the National Executive Committee shall remain in office to stand for re-election for no more than TWO (2) terms of office.
- 8.5 To ensure the National Executive Committee does not lose significant expertise in any one year the term of office for up to TWO (2) members of the Executive Committee in any one year who have reached the maximum of TWO (2) terms of office can be extended by an additional term of ONE (1) year.
- 8.6 A past National Executive Committee Member who has stood down for at least one term can stand for re-election.

## **9 Disqualification of National Executive Committee Members**

The position of a National Executive Committee member shall become vacant if a Committee member:

- 9.1 Ceases to be a financial member of the Association.
- 9.2 Is expelled under any rules in the Constitution.
- 9.3 Is absent without apology from more than two consecutive National Executive Committee meetings.

## **10 General Meetings**

- 10.1 General Meetings of the Association, which shall include any special General Meeting and the Annual General Meeting, shall be held at least once in each calendar year, to further the objectives of the Association.
- 10.2 The National Executive Committee may call a Special General Meeting at any given time, giving a minimum of FOURTEEN (14) days notice to members.
- 10.3 The National Executive Committee shall call an Annual General Meeting within eight months after the end of the financial year (up to the end of November each year), giving TWENTY-EIGHT (28) days notice to members. The AGM shall where possible coincide with an annually held national professional Development event or National Conference.
- 10.4 Five percent (5%) of members, present in person or by proxy, shall constitute a quorum at any General Meeting.

## **11 National Executive Committee Meetings**

- 11.1 The National Executive Committee shall hold meetings at regular intervals as appropriate, to further the objectives of the Association. Meetings shall be held in a manner deemed appropriate by the National Executive Committee.
- 11.2 Each National Executive member shall be given at least FOURTEEN (14) days notice in writing of all meetings of the Executive.
- 11.3 A quorum for a meeting of the National Executive Committee shall be no less than half numbers of members of the National Executive Committee plus ONE (1).
- 11.4 Meeting procedures shall be those contained in the Association Procedure Handbook.



## **12 Branches**

- 12.1 All members of the Association will automatically be members of the appropriate branch of the Association, determined by the current place of residence of the member.
- 12.2 Each branch will appoint its branch leader as an ex-officio member of the National Executive Committee.
- 12.3 The branch leader must be a current financial Full or Professional Member of the Association.
- 12.4 Each branch will elect a Management Committee comprising a branch leader, and other representatives as the branch sees fit.
  - 12.4.1 The branch Management Committee will be made up of a minimum of three members, who are Full or Professional Members of the Association.
- 12.5 Both Full and Professional Members Members in good financial standing may be elected to the Branch Management Committee.
- 12.6 The Branch Management Committee will meet regularly and communicate with all branch members and with the National Executive Committee on a regular basis.
- 12.7 At meetings of the Branch Management Committee, a quorum shall constitute those members present.
- 12.8 The Branch Management Committee has the power to co-opt.
- 12.9 The branch shall organise professional training and development activities for its members.
- 12.10 The branch may operate its own bank account, separate from the National Association, but must provide access to the account by the National Executive Committee for the purposes of accounting, management and audit functions.
- 12.11 Branch funds are national funds.
- 12.12 The branch will submit a reviewed statement of annual income and expenditure to the National Executive Committee not less than SIXTY (60) days before the Annual General Meeting of the Association.
- 12.13 The branch leader will provide an annual report to the National Executive Committee not less than SIXTY (60) days before the AGM of the Association, and provide the file copies of branch activities and procedures to the Executive Officer for the archives.
  - 12.13.1 Each branch will hold a branch AGM not less than SIXTY (60) days before the National AGM of the Association, and provide file copies of minutes of the branch AGM to the Executive Officer for the archives.
- 12.14 The Branch Management Committee will undertake any other function to further the objectives of the Association.

12.15 Minutes of all proceedings of the meetings of the Branch and of the Branch Management Committee shall be recorded.

12.15.1 Such minutes shall be entered within one month after the relevant meeting in a permanent record.

12.15.2 Such minutes shall be signed by the branch leader of the meeting at which the proceedings took place or by the branch leader of the next meeting.

12.15.3 Where minutes are entered and signed, they shall, until the contrary is proved, be evidence that the meeting was convened and duly held, that all proceedings held at the meetings shall be deemed to have been held, and that all appointments made at the meeting shall be deemed valid.

### **13 Minutes**

- 13.1 Minutes of all proceedings of meetings of the Association and of meetings of the National Executive Committee, shall be entered after the relevant meeting in a permanent record.
- 13.2 The minutes shall be signed by the branch leader of the meeting at which the proceedings took place or by the branch leader of the next meeting.
- 13.3 Where minutes are entered and signed, they shall, until the contrary is proved, be evidence that the meeting was convened and duly held; that all proceedings held at the meetings shall be deemed to have been duly held, and that all appointments made at the meeting shall be deemed to be valid.

## **14 Voting Rights**

- 14.1 Subject to these rules, each Full and Professional Member present in person or by proxy, shall be entitled to one vote.
- 14.2 At a General Meeting each resolution will be voted on. In the event of a tie the President shall have a casting vote in addition to a deliberative vote. A declaration shall be made that a resolution has been carried or lost.
- 14.3 A poll may be demanded by members, to be conclusive evidence of the fact.

## **15 Proxies**

- 15.1 Subject to these rules, a Full and Professional Member with voting rights, shall be entitled to appoint, in writing, another member of the Association as his/her proxy and to attend and vote at any general meeting of the Association.

## **16 The Common Seal of the Association**

- 16.1 The Association shall have a common seal upon which its corporate shall appear in legible characters.
- 16.2 The seal shall not be used without the express authorisation of the National Executive Committee, and every use of the seal shall be recorded by the Association. The affixing of the seal shall be witnessed by the President and Secretary or an appropriate nominee.
- 16.3 The seal shall be kept in the custody of persons named in the Procedure Handbook.

## **17 Accounts**

- 17.1 The Association shall keep such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the Association.

## **18 Finance and Property**

- 18.1 Persons who by authority accept or incur any pecuniary liability on behalf of the Association shall be held indemnified against any personal loss in respect of such liability.
- 18.2 As a non-profit Association, the income, property and funds of the Association shall be used and applied solely towards the promotion of the objectives of the Association and shall not be paid or transferred to the members or relatives of members.
- 18.3 Subject to these rules, nothing shall prevent payment in good faith to any person in return for services actually rendered or to any person in furtherance of the objectives of the Association.
- 18.4 An employee of the Association shall, notwithstanding that employment, be entitled to be a member or office bearer of the Association or of any sub-committee, in accordance with the provisions of this Constitution.
- 18.5 Association members shall have no liability towards any debts of the Association or to any costs of the winding up of the Association, except to the value of any unpaid annual membership subscription.
- 18.6 On dissolution, all property, whether real or personal, remaining after payment of all debts and legal liabilities, shall be transferred to such other bodies formed for promoting similar objectives as shall be approved by the Association, provided that:
- 18.6.1 Such other body shall also prohibit the distribution of income and property to the members of the extent stated herein;
  - 18.6.2 Such other body shall also be an approved non-profit organisation; and
  - 18.6.3 The Association shall not be dissolved except by approval of not less than two thirds of members present and voting at a meeting called for that purpose, of which not less than ONE CALENDAR MONTH notice, including notice of the proposed dissolution, has been given to all members.
- 18.7 Personal Benefit: Notwithstanding anything expressed or implied in these rules, the activities of CDANZ shall not be carried on for the professional pecuniary profit or benefit of any member or individual or associated person.
- 18.8 Payments to Members: No member of CDANZ or any person associated with a member shall participate in or materially influence any decision made by the organisation in respect of the payment to or on behalf of that member or associated person of any income, benefit or advantage whatsoever. Any such income shall be reasonable and relative to that which would be paid in an arm's length transaction (being the open market value).



## **19 Amendment of Constitution and Rules**

- 19.1 This Constitution can be repealed, altered or amended by resolution of two-thirds of **Full and Professional Members** present and voting at a General Meeting of which not less than FOURTEEN (14) days written notice, including notice of the proposed repeal, alteration or amendment has been distributed to all members.
- 19.2 Members shall be informed of such changes in the Newsletter.
- 19.3 These changes are binding on all members.
- 19.4 Alteration of Rules: No addition to or alteration or deletion of the non-profit aims, personal benefit clause, payments to members clause or the winding up clause shall be made without the approval of the Inland Revenue Department. The provisions and effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this document.

## **20 Procedural Rules**

20.1 Any changes required to The Code of Ethics, and the criteria for membership shall be formulated by the National Executive Committee and shall be ratified by the Association in General Meeting. Details of these can be found within the Association Procedure Handbook.

## **21 Winding Up of the Association**

The Association may be wound up in a manner provided for in the Act.