



N.S.A.N.Z.

National Speakers Association of New Zealand

National Speakers Association of
New Zealand Incorporated

Mission

Values

Constitution

Mission Statement

To inspire the individual professional speaker to greatness and to create wealth by speaking.

Our Values

- **We contribute to each other and our clients.**
- **We have an open mind to new truths.**
- **We have courage to speak our truths.**
- **We are open and honest with each other.**
- **We are willing to trust each other.**
- **We are willing to share with each other.**
- **We are willing to know each other.**
- **We recognise the greatness amongst us.**

Constitution of
National Speakers Association of New Zealand Inc.

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PART ONE

1. **Name**

“National Speakers Association of New Zealand” (hereinafter referred to as “The Association”) with membership rights and responsibilities as outlined in this document.

2. **Registered Office**

The registered office of the Association shall be Webster & Co, Appointed Auditors, or at such other place as the National Executive shall from time to time determine.

3. **Objectives**

The objectives of the Association shall be to promote the interests of Professional Speakers and the speaking industry, particularly to:

- (a) Support and encourage the skills of speaking and those that practice those skills
- (b) Maintain and promote a public image of trust and respect for professional speakers.
- (c) Promote and maintain standards of competence to advance the speaking profession and to protect the public.
- (d) Establish and enforce a code of conduct for members.
- (e) To support and serve the needs of both established working professional speakers and emerging speakers.
- (f) Promote the professional speaking industry as a worthwhile contributor to society.

4a. **Membership**

- (i) Membership of the Association shall be divided into six categories; namely Professional Member, Member, Provisional Member, Life Member, Honorary Member, and Industry Member.
- (ii) The Association shall have two types of chapters. Professional Chapters and Speaker Chapters
- (iii) Applications or nominations for membership shall be in writing signed by the applicant.
- (iv) Applications or nominations for membership may be approved or declined by a majority of the Membership Panel as appointed by the Executive.
- (v) Persons, or corporate entities accepted as members shall have their names entered in the appropriate category in the Register of the Association by the Secretary, upon payment of the prescribed joining fee and/or annual subscription.
- (vi) A Register of members shall be kept at the registered office and a copy shall be kept by the President or the Executive Director if such an appointment has been made.

4b **Categories of Membership**

Refer Part 2 Section 3 & 3b Professional Chapters
Refer Part 3 Section 3 & 3b Speaker Chapters

5. **Resignation from Membership**

- (a) Any member may resign from the Association or their local chapter upon giving fourteen days notice in writing to the relevant Secretary, and that member's name shall at the expiration of such notice be deleted from the register of Members by the Secretary. A member who tenders their resignation shall remain liable to meet all outstanding obligations including the current year's subscriptions.
- (b) If having failed to pay his/her subscription four months after the date appointed for payment thereof his/her name shall be removed from the Association's Register of members with the authority of a resolution of the National Executive.

6. **Termination of Membership**

The National Executive shall have power to expel a member when in their opinion it would not be in the interests of the Association for him/her to remain a member. A member shall not be expelled unless he/she is given 14 days written notice to attend a meeting of the committee and written details of the complaint made against him/her. The member shall be given an opportunity to appear before the National Executive to answer any complaints made against him/her and not be expelled unless at least two-thirds of the committee present vote in favour of his/her expulsion.

7. **The National Executives**

(a) The Office Bearers of The Association shall be:-

President

Two Vice Presidents (Senior and Junior Vice President)

Treasurer

Secretary

The balance of the National Executive shall comprise the Immediate Past President and up to 2 members per chapter.

(b) The position of Executive President and Executive Senior and Junior Vice President shall be restricted to Professional Members of The Association, except in the event that there are no Professional Members, then other Members may apply for nomination.

(c) Each Chapter shall elect an Executive similar in structure to The Association. Each Chapter is responsible for their own chapter affairs, within the guidelines as laid out in this document.

8. **Election of The Executive**

(a) The National Executive shall be elected for the ensuing year at the Annual General Meeting.

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

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

9. **MEETINGS**

ANNUAL GENERAL MEETING:

The Annual General Meeting shall be held at a date, time and place to be fixed by the National Executive, but no later than 60 days after 30th June in any year. Not less than thirty (30) days notice in writing shall be given to all members prior to the Annual General Meeting. Such notice to state the business to be transacted and to be sent to each Chapter by post and / or Electronic Mail to the Chapter's last known address.

The Annual General Meeting shall:

- (a) Receive from the National Executive a Presidential report, and a Treasurers report which includes an Audited statement of Financial Position and Financial Performance for the preceding financial year and, which has undergone a Review Engagement by a member of the Institute of Chartered Accountants of New Zealand.
- (b) An estimate of income and expenditure for the current year.
- (c) Announce Officers for the coming year.
- (d) Deal with notified general business. All general business of an important nature eg: all matters that will effect members rights and privileges, remits, alterations to rules to be in the hands of the National Secretary 60 days prior to the Annual General Meeting.
- (e) Deal with any General Business of which notice is not required to be given by these rules made hereunder providing that any general business discussed under this clause shall not be deemed to be of an important nature.

10. **VOTING RIGHTS:**

- (a) At all Annual General and Extra-ordinary Meetings the duly elected President (and in his / her absence any other duly elected chairperson) shall take the chair and all qualified members (as described under Part 1 Clause (4) Membership, Part 3 Clause 3 b iii.) shall be entitled on every matter to exercise one vote, with the exception of Election of Officers.

- (b) Election of Officers and Members of the National Executive shall be by Postal Voting.
- (c) c) All other voting shall take place by secret ballot or by show of hands as the meeting shall determine.
- (d) d) Proxy voting shall be accepted on all notified general business at all meetings of the Association, where it is necessary to vote.
- (e) Proxy votes shall be accepted subject to the person voting having put in a formal apology to the Executive Secretary, and that they be made known to the meeting Chairperson prior to any voting taking place.
- (f) At Executive meetings all members shall have one vote with the exception of the President or Chairperson who shall have a casting vote if required.

11 **Extraordinary General Meetings**

- (a) Extraordinary General Meetings shall be held at such times and places as the National Executive may determine. Notice of such meetings shall be given by the Secretary to all members specifying the time and place of the meeting, the nature of the business to be discussed and any proposed resolution.
- (b) At any time the National Executive may call an Extraordinary General Meeting and shall do so on a requisition in writing by not less than three members.
- (c) **Notice**
Not less than thirty days notice in writing of each Annual or Extraordinary General Meeting shall be given to each member, but the accidental omission to give notice of a meeting, or the non-receipt of notice of a meeting by any member entitled to receive notice, shall not invalidate the proceedings at the meetings.
- (d) **National Executive Meetings**
National Executive Meetings shall be held at such times and such places as determined by the President or in his/her absence, the Vice President. Seven days notice of such meetings, together with the purpose of such meeting shall be given to all members of the Executive, either orally or in writing.
- (e) The President and in his/her absence the Vice President, shall act as Chairman at all meetings of the Executive. In their absences a Chairman shall be chosen by those present and entitled to vote.

12. **Quorum**

At a General Meeting, a quorum shall be 10% of the membership and at a National Executive meeting, four members.

13. **Powers of The National Executive**

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

(b) The National Executive may delegate any of its power to sub-committees consisting of such members of the Association as it thinks fit and may add to any such sub-committee an employee of a member of the Association. In the exercise of the power so delegated, any such sub-committee shall conform to any requirement of the National Executive.

14. **Finance**

(a) The financial year of the Association shall terminate on the thirtieth (30th) day in June each year.

(b) **Joining Fee**

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

(c) **Annual Subscription**

The respective amounts of the annual subscriptions to be paid by the various categories of members shall be established by the National Executive and approved at an Annual General Meeting.

Subscriptions of existing members shall be current prior to the Annual General Meeting. New members shall pay their subscription within thirty (30) days of the admission to membership. A member admitted during a financial year shall pay a proportionate fee for the part of the year during which he/she shall be a member.

(d) **Levies**

The National Executive may from time to time levy all members or any specified members irrespective of their category of membership, for the

purpose of defraying general or special costs incurred in implementing the effect of the Association.

(e) **Accounts**

All accounts shall be presented and passed for payment at National Executive Meetings and the minutes in relation thereto shall be included in the Minute Book.

(f) **Bank Account**

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

(g) **Bank Account Signatures**

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

(h) **Auditors**

The Auditors of the Association shall be a practising registered Chartered Accountant, who shall be appointed by the full membership of the Association at each Annual General Meeting. Nomination for the position of Auditor should be lodged with the Association Secretary, at least four hours before the commencement of the Annual General Meeting.

- (i) The income and property of the Association wheresoever derived, shall be applied solely towards the promotion of the objects of the Association and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever, by way of profit to the members of the Association provided that nothing herein shall prevent the payment in good faith of remuneration, to any officer or servant of the Association, or any member of the association in return for services actually rendered to the Association or reasonable and proper rent for premises let by any member of the Association.

15. **Treasurer**

- (a) The Treasurer of the Association shall be appointed at the Annual General Meeting and shall be a member of the Association.
- (b) The Treasurer shall take responsibility of all funds and property of the Association under their jurisdiction and shall keep a record thereof.

(c) The Treasurer shall keep a record of all business transacted by the Association under their jurisdiction and shall put before the relevant Annual General Meeting a statement of accounts for the preceding year.

(d) The Treasurer shall keep a record of all subscriptions during each year.

16. **Secretary**

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

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

17. **Alteration of the Rules**

(a) Notice of Motion of any proposed alteration or rescission of any of the rules or an addition to the rules of the Association must be presented to the National Executive at least forty (40) days prior to any scheduled General Meeting. The proposal shall be voted upon at the next General Meeting of the Association, provided that such General Meeting is held at least forty (40) days after the National Executive has received the proposed Notice of Motion.

Any Notice of Motion so proposed shall be distributed by the National Executive at least thirty (30) days prior to the General Meeting being held.

(b) Any resolution proposing to make additions to, or altering, or rescinding any rules, must be carried by a two-thirds majority of those members entitled to vote.

(c) If any such resolution as is referred to in paragraphs (a) and (b) hereof is passed, it shall come into operation the day after such alteration, addition or rescission is registered with the Register of Incorporated Societies.

(d) No addition to or alteration or rescission of Rule 21 (Disposition of Surplus Assets) shall be approved without the consent of the Department of Inland Revenue.

18. **Powers Incidental to the Aims and Objects of the Association**

(a) The Association may purchase, take on lease, or otherwise acquire, lands, buildings, easements or any real or personal property which may

be required for the purpose of, or conveniently used in connection with any of the objects of the Association, and may sell, convey, transfer, assign, mortgage, give, exchange or otherwise dispose of the same.

- (b) The Association may hire or employ any individuals or bodies corporate or unincorporated as secretaries, providers of secretarial, advisory and promotional services, clerks, manager, servants or workpeople and may pay them and other persons in return for services provided for the Association such fees, salaries, wages, gratuities or pensions as the National Executive may from time to time determine.
- (c) The Association may subscribe to, or become a member of, or affiliate with any other association, society, council or body corporate or unincorporated whether in New Zealand or elsewhere, and may establish, promote or assist in the establishment of any other association, society, council or body corporate or unincorporated in any part of the world, the establishment or promotion of which may be beneficial to the Association.
- (d) The Association may invest and deal with moneys of the Association not immediately required, upon such trustee securities and in such manner as the National Executive determine.
- (e) The Association may borrow, or raise and give security for money in such manner as the Association shall think fit and in particular, by the issue of bonds, mortgages, debentures, promissory notes, or other obligations or securities of the Association secured upon any or all of its real or personal property.
- (f) The Association may do all such other lawful things, as are incidental and conducive to the attainment of the objects or any of them.

19. **General**

- (a) The common Seal of the Association be held by the Secretary and shall be fixed to any document upon the authorisation of the National Executive and all such documents must be signed by any two (2) members of the National Executive or by one member and the Secretary.
- (b) All deliberations at meetings and all documents and writing in connection with the affairs of the Association, sent or otherwise obtained by members shall be treated as information for the benefit of the members only.
- (c) No members shall receive or obtain any pecuniary gain from the property or operation of the Association.

20. **Winding Up**

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

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

21. **Disposition of Surplus Assets**

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

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

22. **Indemnity**

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

Part 2

PROFESSIONAL CHAPTERS

1. **Name**

Each Professional Chapter may determine its own name, provided it receives the approval of the National Executive with membership rights and responsibilities as outlined in Part One of this document.

2. **Objectives**

The objectives of the Chapter shall be:

- (a) To maintain and promote a public image of trust and respect in the professional speaking industry.
- (b) To act as a centre for connecting members of each Professional Chapter.
- (c) To be a forum for fellowship, support, and learning.

3

(a). **Membership**

- (i) Membership of the Professional Chapters shall be restricted to, Professional Member, Member, Life Member, Honorary Member, and Industry Member.
- (ii) Applications or nominations for membership shall be in writing and signed by the applicant.
- (iii) Applications or nominations for membership may be approved or declined by a majority of the Membership Panel as appointed by the National Executive.
- (iv) Persons, corporate entities accepted as members shall have their names entered in the appropriate category in the Register of the Association by the Secretary, upon payment of the prescribed joining fee and/or annual subscription.
- (v) A Register of members shall be kept at the registered office and a copy shall be kept by the President or the Executive Director if such an appointment has been made.

(b) **Categories of Membership**

(i) **Professional Member**

Any person may apply to the Membership Panel to be a Professional Member of the Association and will be accepted provided they comply with the criteria for being a Professional Member as determined by the National Executive from time to time. The National Executive, in consultation with the Membership Panel, may waive all or some of the criteria in special cases.

(ii) **Member**

Any person may apply to the Membership Panel to be a Member of the Association and will be accepted provided they comply with the criteria for being a member as determined by the National Executive from time to time. The National Executive, in consultation with the Membership Panel, may waive all or some of the criteria in special cases.

(iii) **Honorary Member**

Any person may be nominated by a Professional Member to be an Honorary Member of the Chapter. The nomination will be considered by the Membership Panel and will be accepted provided they comply with the criteria for being an Honorary Member as determined by the National Executive from time to time. The National Executive, in consultation with the Membership Panel, may waive all or some of the criteria in special cases.

(iv) **Life Member**

Any person may be nominated by a Professional Member to be a Life Member of the Association. The nomination will be considered by the Membership Panel and will be accepted provided they comply with the criteria for being a Life Member as determined by the National Executive from time to time. The National Executive, in consultation with the Membership Panel, may waive all or some of the criteria in special cases.

(v) **Industry Member**

Any person or company may be nominated by a Professional Member to be an Industry Member of the Association. The nomination will be considered by the Membership Panel and will be accepted provided they comply with the criteria for being an Industry Member as determined by the National Executive from time to time. The National Executive, in consultation with the Membership Panel, may waive all or some of the criteria in special cases.

(vi) Refer to Schedule 'A' for membership criteria

4. **Resignation from Membership**

- (a) Any member may resign from the Chapter upon giving fourteen days notice in writing to the Chapter Secretary, and that member's name shall at the expiration of such notice be deleted from the register of members by the Secretary. A member who tenders their resignation shall remain liable to meet all outstanding obligations including the current year's subscriptions.
- (b) If having failed to pay his/her subscription four months after the date appointed for payment thereof his/her name shall be removed from the Association's Register of members with the authority of a resolution of the National Executive.

5. **Termination of Membership**

Refer Part One Section 6

6. **The Chapter Committees**

- (a) The Office Bearers of Professional Chapters shall be:-

President

Two Vice Presidents (Senior and Junior Vice President)

Treasurer

Secretary

The balance of the National Executive shall comprise the Immediate Past President and up to 4 members of the chapter.

- (b) Each Chapter is responsible for their own chapter affairs, within the guidelines as laid out in this document.

7. **ELECTION OF THE CHAPTER COMMITTEE.**

- a. The Chapter Committee shall be elected for the ensuing year at their Annual General Meeting.
- b. Nomination for those positions shall be lodged with the Chapter Secretary at least fourteen days prior to the Annual General Meeting on a

prescribed form, which provides for a nominator, seconder and acceptance by the nominated person.

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

8. **MEETINGS**

(a) **ANNUAL GENERAL MEETING:**

The Annual General Meeting shall be held at a date, time and place to be fixed by the Chapter Committee. Not less than thirty (30) days notice in writing shall be given to all members prior to the Annual General Meeting. Such notice to state the business to be transacted and to be sent to each Member by post and / or Electronic Mail to the Members last known address.

The Annual General Meeting shall:

- (i) Receive from the Chapter Committee a Presidential report, and a Treasurer's report which includes an Audited statement of Financial Position and Financial Performance for the preceding financial year and, which has undergone a Review Engagement by a member of the Institute of Chartered Accountants of New Zealand.
- (ii) An estimate of income and expenditure for the current year.
- (iii) Announce Officers for the coming year.
- (iv) Deal with notified general business. All general business of an important nature eg: all matters that will effect members rights and privileges, remits, alterations to rules to be in the hands of the Chapter Secretary 60 days prior to the Annual General Meeting.
- (v) Deal with any General Business of which notice is not required to be given by these rules made hereunder providing that any general business discussed under this clause shall not be deemed to be of an important nature.

(b) **VOTING RIGHTS:**

- (i) At all Annual General and Extra-ordinary Meetings the duly elected President (and in his / her absence any other duly elected chairperson) shall take the chair and all qualified members (as described under Part One Clause (4) Membership) shall be entitled on every matter to exercise one vote, with the exception of Election of Officers.
- (ii) Election of Officers and Members of the Chapter Committee shall be by secret ballot.

- (iii) All other voting shall take place by secret ballot or by show of hands as the meeting shall determine.
- (iv) Proxy voting shall be accepted on all notified general business at all meetings of the Chapter, where it is necessary to vote.
- (v) Proxy votes shall be accepted subject to the person voting having put in a formal apology to the Executive Secretary, and that they be made known to the meeting Chairperson prior to any voting taking place.
- (vi) At Executive meetings all members shall have one vote with the exception of the President or Chairperson who shall have a casting vote if required.

(c) Extraordinary General Meetings

- (i) Extraordinary General Meetings shall be held at such times and places as an Chapter Committee may determine. Notice of such meetings shall be given by the Secretary to all members specifying the time and place of the meeting, the nature of the business to be discussed and any proposed resolution.
- (ii) At any time a Chapter Committee may call an Extraordinary General Meeting and can do so on a requisition in writing by not less than three members.

(d) Notice

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

(e) Chapter Committee Meetings

(i) Chapter Committee Meetings shall be held at such times and such places as determined by the President or in his/her absence, the Vice President. Two days notice of such meetings, together with the purpose of such meeting shall be given to all members of the Committee, either orally or in writing.

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

(f) Quorum

At a General Meeting, a quorum shall be 10% of the membership and at an Committee meeting, four members.

9 **Powers of The Chapter Committee**

- (a) The Chapter Committee shall have power to manage the affairs of the Chapter and to take such actions and do such things as may be, in their opinion, necessary and desirable for the promotion of the Chapter, except where such powers are required by these Rules to be exercised by the Chapter in General Meetings.
- (b) The Chapter Committee may delegate any of its power to sub-committees consisting of such members of the Chapter as it thinks fit and may add to any such sub-committee an employee of a member of the Association. In the exercise of the power so delegated, any such sub-committee shall conform to any requirement of the National Executive.

10 **Finance**

- (a) The financial year of the Chapter shall terminate on the thirtieth (30th) day in June each year.

(b) **Annual Subscription**

The respective amounts of the annual subscriptions to be paid by the various categories of members shall be established by the Chapter Committee and approved at an Annual General Meeting.

Subscriptions of existing members shall be current prior to the Annual General Meeting. New members shall pay their subscription within thirty (30) days of the admission to membership. A member admitted during a financial year shall pay a proportionate fee for the part of the year during which he/she shall be a member.

(c) **Accounts**

All accounts shall be presented and passed for payment at Chapter Committee Meetings and the minutes in relation thereto shall be included in the Minute Book.

(d) **Bank Account**

The funds of the Chapter shall be banked in trading bank accounts bearing the name of the Chapter as approved by the appropriate Chapter committee.

(e) **Bank Account Signatures**

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

(f) **Auditors**

The Auditors of this Chapter shall be a practising registered Chartered Accountant, who shall be appointed by the full membership of the Chapter at each Annual General Meeting. Nomination for the position of Auditor should be lodged with the Association Secretary, at least four hours before the commencement of the Annual General Meeting.

The income and property of the Association wheresoever derived, shall be applied solely towards the promotion of the objects of the Chapter and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever, by way of profit to the members of the Association provided that nothing herein shall prevent the payment in good faith of remuneration, to any officer or servant of the Association, or any member of the association in return for services actually rendered to the Association or reasonable and proper rent for premises let by any member of the Association.

11. **Treasurer**

- (a) The Treasurer of the Chapter shall be appointed at the Annual General Meeting and shall be a member of the Chapter.
- (b) The Treasurer shall take responsibility of all funds and property of the Chapter under their jurisdiction and shall keep a record thereof.
- (c) The Treasurer shall keep a record of all business transacted by, the Chapter under their jurisdiction and shall put before the relevant Annual General Meeting a statement of accounts for the preceding year.
- (d) The Treasurer shall keep a record of all subscriptions during each year.

12. **Secretary**

- (a) The Secretary of the Chapter shall be appointed at the Annual General Meeting and shall be a member of that Chapter.
- (b) The Secretary shall be present at all meetings of the Chapter Committee, unless he/she arranges for a replacement, in which case the replacement may take part in Chapter Committee discussions, but shall not be entitled to vote.

PART 3

SPEAKER CHAPTERS

1. **Name**

Each Speaker Chapter may determine its own name, provided it receives the approval of the National Executive with membership rights and responsibilities as outlined in Part One this document.

2. **Objectives**

The objectives of the Speaker Chapter shall be:

- (a) To maintain and promote a public image of trust and respect in the professional speaking industry.
- (b) To act as a centre for educating members of each Speaker Chapter, through the establishment of Core Competency Training, in co-operation with a Professional Chapter.

3. **MEMBERSHIP**

(a) **Membership**

- (i) Membership of the Speaker Chapters shall be restricted to Professional Member, Member, Provisional Member, Life Member, Honorary Member, and Industry Member.
- (ii) Applications or nominations for membership shall be in writing signed by the applicant.
- (iii) Applications or nominations for membership may be approved or declined by a majority of the Membership Panel as appointed by the National Executive.
- (iv) Persons, corporate entities accepted as members shall have their names entered in the appropriate category in the Register of the Association by the Secretary, upon payment of the prescribed joining fee and/or annual subscription.

- (v) A Register of members shall be kept at the registered office and a copy shall be kept by the President or the Executive Director if such an appointment has been made.

(b) **Categories of Membership**

(i) **Professional Member**

Any person who is a Professional Member may be also be a member of A Speaker Chapter, on application and acceptance by the Chapter Committee.

(ii) **Member**

Any person may be nominated by a Member to be a Member of the Chapter. The nomination will be considered by the Membership Panel and will be accepted provided they comply with the criteria for being a Member as determined by the National Executive from time to time. The National Executive, in consultation with the Membership Panel, may waive all or some of the criteria in special cases.

(iii) **Provisional Member**

Any person may be nominated by a Member to be a Member of the Chapter. The nomination will be considered by the Membership Panel and will be accepted provided they comply with the criteria for being a Member as determined by the National Executive from time to time. The National Executive, in consultation with the Membership Panel, may waive all or some of the criteria in special cases.

The Provisional Member shall have no voting rights at both Chapter or National levels or be able to use the Association name or logo in any promotional material or letterhead.

Provisional members must apply annually to the Chapter Committee for continued Provisional membership, and be able to demonstrate some progress toward becoming a Member.

Provisional members may participate in all educational events run by the Chapter Or Association

(iv) **Honorary Member**

Any person may be nominated by a Professional Member to be an Honorary Member of the Chapter. The nomination will be considered by the Membership Panel and will be accepted provided they comply with the criteria for being an Honorary Member as determined by the National Executive from time to time. The National Executive, in consultation with the Membership Panel, may waive all or some of the criteria in special cases.

(v) **Life Member**

Any person may be nominated by a Professional Member to be a Life Member of the Association. The nomination will be considered by the Membership Panel and will be accepted provided they comply with the criteria for being a Life Member as determined by the National Executive from time to time. The National Executive, in consultation with the Membership Panel, may waive all or some of the criteria in special cases.

(vi) **Industry Member**

Any person or company may be nominated by a Professional Member to be an Industry Member of the Association. The nomination will be considered by the Membership Panel and will be accepted provided they comply with the criteria for being an Industry Member as determined by the National Executive from time to time. The National Executive, in consultation with the Membership Panel, may waive all or some of the criteria in special cases.

(vii) Refer to Schedule 'B' for membership Criteria

4. **Resignation from Membership**

- (a) Any member may resign from the Chapter upon giving fourteen days notice in writing to the Chapter Secretary, and that member's name shall at the expiration of such notice be deleted from the register of Members by the Secretary. A member who tenders their resignation shall remain liable to meet all outstanding obligations including the current year's subscriptions.
- (b) If having failed to pay his/her subscription four months after the date appointed for payment thereof his/her name shall be removed from the Association's Register of members with the authority of a resolution of the National Executive.

5. **Termination of Membership**

- (a) The National Executive shall have the power to expel a member when in their opinion it would not be in the interests of the Association for him/her to remain a member. A member shall not be expelled unless he/she is given 14 days written notice to attend a meeting of the committee and written details of the complaint made against him/her. The member shall be given an opportunity to appear before the National Executive to answer complaint made against him/her and not be

expelled unless at least two-thirds of the committee then present vote in favour of his/her expulsion.

- (b) If having failed to pay his/her subscription four months after the date appointed for payment thereof his/her name shall be removed from the Association's Register of members with the authority of a resolution of the National Executive.

6 **The Chapter Committees**

- (a) The Office Bearers of Professional Chapters shall be:-

President

Two Vice Presidents (Senior and Junior Vice President)

Treasurer

Secretary

The balance of the Chapter Committee shall comprise the Immediate Past President and up to 4 members of the chapter.

- (b) Each Chapter is responsible for their own chapter affairs, within the guidelines as laid out in this document.

7. **Election of The Chapter Committee**

- (a) The Chapter Committee shall be elected for the ensuing year at their Annual General Meeting.
- (b) Nomination for those positions shall be lodged with the Chapter Secretary at least fourteen days prior to the Annual General Meeting on a prescribed form, which provides for a nominator, seconder and acceptance by the nominated person.
- (c) The Chapter Committee may co-opt or fill any vacancies occurring and such appointees shall hold office until the next Annual General Meeting.

8. **MEETINGS**

- (a) **ANNUAL GENERAL MEETING:**

The Annual General Meeting shall be held at a date, time and place to be fixed by the Chapter Committee. Not less than thirty (30) days notice in writing shall be

given to all members prior to the Annual General Meeting. Such notice to state the business to be transacted and to be sent to each Member by post and / or Electronic Mail to the Members last known address.

The Annual General Meeting shall:

- (i) Receive from the Chapter Committee a Presidential report, and a Treasurers report which includes an Audited statement of Financial Position and Financial Performance for the preceding financial year and, which has undergone a Review Engagement by a member of the Institute of Chartered Accountants of New Zealand.
- (ii) An estimate of income and expenditure for the current year.
- (iii) Announce Officers for the coming year
- (iv) Deal with notified general business. All general business of an important nature eg: all matters that will effect members rights and privileges, remits, alterations to rules to be in the hands of the Chapter Secretary 60 days prior to the Annual General Meeting.
- (v) Deal with any General Business of which notice is not required to be given by these rules made hereunder providing that any general business discussed under this clause shall not be deemed to be of an important.

(b). **VOTING RIGHTS:**

- (i) At all Annual General and Extra-ordinary Meetings the duly elected President (and in his / her absence any other duly elected chairperson) shall take the chair and all qualified members (as described under Part One Clause (4)Membership) shall be entitled on every matter to exercise one vote, with the exception of Election of Officers.
- (ii) Election of Officers and Members of the Chapter Committee shall be by secret ballot.
- (iii) All other voting shall take place by secret ballot or by show of hands as the meeting shall determine.
- (iv) Proxy voting shall be accepted on all notified general business at all meetings of the Chapter, where it is necessary to vote.
- (v) Proxy votes shall be accepted subject to the person voting having put in a formal apology to the Executive Secretary, and that they be made known to the meeting Chairperson prior to any voting taking place.
- (vi) At Executive meetings all members shall have one vote with the exception of the President or Chairperson who shall have a casting vote if required.

(c) Extraordinary General Meetings

- (i) Extraordinary General Meetings shall be held at such times and places as the Chapter Committee may determine. Notice of such meetings shall be given by the Secretary to all members specifying the time and place of the meeting, the nature of the business to be discussed and any proposed resolution.
- (ii) At any time the Chapter Committee may call an Extraordinary General Meeting and can do so on a requisition in writing by not less than three members.

(d) Notice

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

(e) Chapter Committee Meetings

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

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

(f) Quorum

At a General Meeting, a quorum shall be 10% of the membership and at a Committee meeting, four members.

9 Powers of The Chapter Committee

- (a) The Chapter Committee shall have power to manage the affairs of the Chapter and to take such actions and do such things as may be, in their opinion, necessary and desirable for the promotion of the Chapter,

except where such powers are required by these Rules to be exercised by the Chapter in General Meetings.

- (b) The Chapter Committee may delegate any of its power to sub-committees consisting of such members of the Chapter as it thinks fit and may add to any such sub-committee an employee of a member of the Association. In the exercise of the power so delegated, any such sub-committee shall conform to any requirement of the National Executive.

10 Finance

- (a) The financial year of the Chapter shall terminate on the thirtieth (30th) day in June each year.

- (b) **Annual Subscription**

The respective amounts of the annual subscriptions to be paid by the various categories of members shall be established by the Chapter Committee and approved at an Annual General Meeting.

Subscriptions of existing members shall be current prior to the Annual General Meeting. New members shall pay their subscription within thirty (30) days of the admission to membership. A member admitted during a financial year shall pay a proportionate fee for the part of the year during which he/she shall be a member.

- (c) **Accounts**

All accounts shall be presented and passed for payment at Chapter Committee Meetings and the minutes in relation thereto shall be included in the Minute Book.

- (d) **Bank Account**

The funds of the Chapter shall be banked in trading bank accounts bearing the name of the Chapter as approved by the appropriate Chapter committee.

- (e) **Bank Account Signatures**

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

- (f) **Auditors**

The Auditors of the Chapters shall be a practising registered Chartered Accountant, who shall be appointed by the full membership of the Chapter at each Annual General Meeting. Nomination for the position of Auditor should be lodged with the Association Secretary, at least four hours before the commencement of the Annual General Meeting.

The income and property of the Association wheresoever derived, shall be applied solely towards the promotion of the objects of the Chapter and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever, by way of profit to the members of the Association provided that nothing herein shall prevent the payment in good faith of remuneration, to any officer or servant of the Association, or any member of the association in return for services actually rendered to the Association or reasonable and proper rent for premises let by any member of the Association.

11. **Treasurer**

- (a) The Treasurer of the Chapter shall be appointed at the Annual General Meeting and shall be a member of the Chapter.
- (b) The Treasurer shall take responsibility of all funds and property of the Chapter under their jurisdiction and shall keep a record thereof.
- (c) The Treasurer shall keep a record of all business transacted by, the Chapter under their jurisdiction and shall put before the relevant Annual General Meeting a statement of accounts for the preceding year.
- (d) The Treasurer shall keep a record of all subscriptions during each year.

12. **Secretary**

- (a) The Secretary of the Chapter shall be appointed at the Annual General Meeting and shall be a member of that Chapter.
- (b) The Secretary shall be present at all meetings of the Chapter Committee, unless he/she arranges for a replacement, in which case the replacement may take part in Chapter Committee discussions, but shall not be entitled to vote.

Schedule 'A'

Membership Criteria

PROFESSIONAL CHAPTERS

(i) **Professional Member**

For the most accomplished professional speakers.

- At a CSP Level (although CSP is a separate designation, not a membership criteria)
- Have earned \$500, 000 from speaking, training or MC work over the last 5 years or less
- Have earned that income from more than 20 clients
- Income earned from product sold as part of a speaking or training fee can be included as income. (i.e. back of room sales, or bulk sales to client)
- Product sold in other ways, i.e. internet sales, is not included
- Income from consultancy is not included
- Have a thorough understanding of the core speaking competencies.
- Candidates who don't meet all criteria but have extenuating circumstances can be invited to join at this level at the discretion of the National Executive, in consultation with the Membership Panel who may waive all or some of the criteria in special cases.

(ii) **Member**

For professional speakers who earn a significant income from speaking.

- At the current APS level
- Have earned \$100, 000 from speaking, training or MC work over the last 3 years
- Have earned that income from at least 10 clients
- Have a thorough understanding of the core speaking competencies
- Candidates who don't meet all criteria but have extenuating circumstances can be invited to join at this level at the discretion of the National Executive, in consultation with the Membership Panel who may waive all or some of the criteria in special cases.

(iii) **Honorary Member**

For people who do not earn a significant portion of their income from speaking but are regarded as accomplished speakers. Any person may be nominated by a Professional Member to be an Honorary Member of the Association. The nomination will be considered by the Membership Panel and will be accepted provided they comply with the criteria for being an Honorary Member as determined by the National Executive from time to time. The National Executive, in consultation with the Membership Panel, may waive all or some of the criteria in special cases.

(iv) **Life Member**

For people who have made a valuable contribution to the Association. Any person may be nominated by a Professional Member to be a Life Member of the Chapter. The nomination will be considered by the Membership Panel and will be accepted provided they comply with the criteria for being a Life Member as determined by the National Executive from time to time. The National Executive, in consultation with the Membership Panel, may waive all or some of the criteria in special cases.

(v) **Industry Member**

For individuals and/or organisations who have a vested interest in the health of the speaking profession. eg. Speakers Bureaux. Any person or company may be nominated by a Professional Member to be an Industry Member of the Association. The nomination will be considered by the Membership Panel and will be accepted provided they comply with the criteria for being an Industry Member as determined by the National Executive from time to time. The National Executive, in consultation with the Membership Panel, may waive all or some of the criteria in special cases.

Schedule 'B'

Membership Criteria

SPEAKER CHAPTERS

(i) **Professional Member**

For People who are members of Professional Chapters.

(ii) **Member**

The minimum Membership Criteria at this level is

(a) Must have made 12 presentations to at least 4 different clients (prior to application) for which payment or remuneration was received for 6 presentations at a minimum of \$250. These presentations must have been completed within the last 2 years

(iii) An evidentiary or testimonial letter, preferably on organisation letterhead is required for each presentation;

(iv) A full length audio or video tape or DVD of one of the 12 presentations must accompany the application.

(v) Applications for membership must be lodged using the approved application form and can be made at any time and be submitted to the Executive Secretary for processing.

Certificates of Membership will be presented by Chapter Presidents at Chapter meetings.

(vi) **Provisional Member**

There is no minimum criteria for Provisional membership, however before renewal of annual membership, application to the Chapter Committee the Provisional Member must show progress toward becoming a Member as above.

The maximum length of membership at this level is two years, in exceptional circumstances the Chapter Committee may grant an extension of the time limitation.

(vii) **Honorary Member**

For people who do not earn a significant portion of their income from speaking but are regarded as accomplished speakers. Any person may be nominated by a Speaker Member to be an Honorary Member of the

Chapter. The nomination will be considered by the Membership Panel and will be accepted provided they comply with the criteria for being an Honorary Member as determined by the National Executive from time to time. The National Executive, in consultation with the Membership Panel, may waive all or some of the criteria in special cases.

(viii) **Life Member**

For people who have made a valuable contribution to the PSA. Any person may be nominated by a Speaker Member to be a Life Member of the Chapter. The nomination will be considered by the Membership Panel and will be accepted provided they comply with the criteria for being a Life Member as determined by the National Executive from time to time. The National Executive, in consultation with the Membership Panel, may waive all or some of the criteria in special cases.

(ix) **Industry Member**

For individuals and/or organisations who have a vested interest in the health of the speaking profession. eg. The Speakers Bureaux. Any person or company may be nominated by a Professional Member to be an Industry Member of the Association. The nomination will be considered by the Membership Panel and will be accepted provided they comply with the criteria for being an Industry Member as determined by the National Executive from time to time. The National Executive, in consultation with the Membership Panel, may waive all or some of the criteria in special cases.