

ANZSPM

Memorandum of Understanding

between

**The Council of The Australian and New Zealand
Society of Palliative Medicine Incorporated**

and

The New Zealand Branch

Dated February 2016

The Australian & New Zealand Society of Palliative Medicine Inc.

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1. Background

The Australian and New Zealand Society of Palliative Medicine Incorporated (ANZSPM) is the specialty society that supports and represents its medical practitioner membership, doctors in the field of Palliative Medicine in Australia or New Zealand.

The activities of ANZSPM are governed by a Constitution. ANZSPM is an incorporated association registered in New South Wales.

The ANZSPM Council (Council) is established according to the Constitution in order to manage the business of ANZSPM. The Council has, in accordance with Clause 5.3.8 of the Constitution, established a New Zealand Branch (ANZSPM Aotearoa) to support and represent within New Zealand the interests of those members of ANZSPM who are resident in New Zealand.

This Memorandum of Understanding between the Council and the New Zealand Branch, which sets out the nature of the New Zealand Branch's governance and the nature of the relationship between the Council and the New Zealand Branch Executive, is a requirement under Clause 8.3 of the Constitution.

2. Definitions

- Constitution means the Constitution of ANZSPM;
- MoU means this Memorandum of Understanding;
- New Zealand Members means those members of ANZSPM who are resident in New Zealand;
- Terms defined in the Constitution have the same meaning in this MoU.

3. Term

The terms of this MoU shall come into effect on the date of this MoU and continue unless terminated by the parties.

4. Objects

This MoU is entered into pursuant to Clause 8.3 of the Constitution to govern:

- the nature of the New Zealand Branch's governance; and
- the relationship between the Council and the New Zealand Branch.

5. New Zealand Members

The Public Officer of ANZSPM must ensure that the register of members maintained under Clause 3 of the Constitution clearly identifies those who are New Zealand Members.

6. Fees and Subscriptions payable by New Zealand Members

Fees and Subscriptions payable by New Zealand Members shall be set by the Council in accordance with Clause 3.7 of the Constitution. New Zealand Members will be

encouraged to pay their fees online via the ANZSPM website by credit card or by cheque to the ANZSPM Australian office.

7. Meetings

The New Zealand Branch will generally have an annual business meeting, and may hold other meetings from time to time for business or educational purposes or for other matters.

8. New Zealand Executive

The New Zealand Executive (Executive) shall consist of four office bearing members, a Chairperson, Deputy Chairperson, Secretary, Treasurer, and up to [3] non-office bearing Executive members elected by the New Zealand Members.

In addition, up to three members may be co-opted by the Executive at any one time. This may be, but need not be, for example, to include a GP representative, a Trainee representative, or a representative of another related organisation. The period of co-option will be at the discretion of the Executive.

In accordance with Clause 5.1.4 of the Constitution, the Chairperson of the New Zealand Executive shall be an automatic member of the Council. If no New Zealand members have been elected by the general membership to Council, then the Executive can recommend the appointment of a further **elected** member of the Executive as the second New Zealand member on Council.

9. Method of election to the New Zealand Executive

Nominations of candidates for election to the New Zealand Executive must be made in writing on the nomination form provided by the Executive, signed by two financial New Zealand Members and accompanied by the written consent of the candidate (on the nomination form), and must be delivered to the Chair of the New Zealand Executive fourteen days before the date fixed for the holding of the annual business meeting at which the election is to take place. However, further nominations may be received at the annual business meeting, provided that the nomination is made and seconded by a financial New Zealand Member, and the candidate consents.

Only financial New Zealand members who are Full, Trainee, Life, Honorary or Retired Members will be eligible to become a member of, or nominate a candidate for election to, the New Zealand Executive. Associate members are ineligible to be members and are ineligible to nominate candidates.

If the number of nominations received is less than or equal to the number of vacancies to be filled, the persons nominated will be taken to be elected.

If insufficient further nominations are received, any vacant positions remaining on the executive will be taken to be casual vacancies. If a casual vacancy arises the New Zealand Executive may appoint a member to fill the vacancy who will remain on the Executive until the next annual business meeting, when they must retire but are eligible to be nominated for election.

If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held at the annual business meeting.

The Chairperson, Deputy Chairperson, Secretary and Treasurer shall be elected by the NZ Executive at the first meeting held after the annual business meeting.

Secretary

The Secretary of the Executive shall ensure that minutes of the resolutions and proceedings of each meeting of the Executive, and the Annual Business Meeting are kept in books provided for that purpose together with a record of the names of persons present at the Executive meetings.

Treasurer

The Treasurer of the Executive shall ensure that:

- all moneys due to the Society are collected and received and all payments authorised by the Executive are made, and
- that correct accounts and books showing the financial affairs of the Executive with full details of all receipts and expenditure connected with the activities of the Executive are kept.
- the accounts and books referred to above shall be available for inspection by members.

Members of the New Zealand Executive are elected for a period of two years but are eligible to stand for re-election when their two-year term of office is completed. No member may serve on the Executive for more than six consecutive years (maximum of three x two year terms).

10. Powers of New Zealand Executive

The New Zealand Executive may exercise the following powers of the Council in New Zealand provided that it shall not commit ANZSPM to any liability exceeding NZ\$10,000, a sum that the New Zealand Branch will ensure it is able to meet from its financial reserves, without the prior written consent from or on behalf of the ANZSPM Council.

- 10.1 To employ such servants or agents or other assistance upon such terms and conditions at the remuneration or otherwise as the New Zealand Executive may think proper.
- 10.2 To purchase or hire such accommodation, furniture, fittings and equipment for carrying out any one or more of the Objects of ANZSPM as the New Zealand Executive may think fit.
- 10.3 To accept and raise money for the purpose of the New Zealand Branch and for the purpose to conduct such appeals on such conditions in such manner as it may think fit.
- 10.4 To cause to be paid from the monies of the New Zealand Branch all the expenses of and incidental to the affairs of the New Zealand Branch.

- 10.5 To adopt such means of making known the activities of the New Zealand Branch whether by publicity and/or educational activities in connection with the Objects of ANZSPM as the New Zealand Branch may think fit.
- 10.6 To authorise any person or persons on its behalf to sign and execute letters, documents and writings of all descriptions including inter alia the signing and endorsing of cheques, pay-in slips, withdrawal forms and other documents relating to the finance generally of the New Zealand Branch.
- 10.7 The New Zealand Branch may delegate specific of its powers to sub committees consisting of members of the New Zealand Branch.

11. Meetings of the New Zealand Executive

- 11.1 Meetings of the Executive shall be held as, where and when required by the Chairman or deputy-Chairman on the written requisition of not less than three (3) Executive members.
- 11.2 Four (4) members personally present (being members entitled under these rules to vote at an Executive meeting) constitute a quorum for the transaction of the business of an Executive meeting, Personal presence includes both physical presence and presence via any technological means by which they are able to simultaneously hear each other and participate in discussion. All members (being members entitled under these rules to vote at an Executive meeting) deemed to be present (including for the purposes of constituting a quorum) are entitled to vote at the meeting.
- 11.3 The Chairman, or in their absence the Deputy-Chair or in the absence of them both some person elected by the meeting shall preside at meetings of the Executive.
- 11.4 Voting at meetings of the Executive shall be personal and a simple majority shall prevail provided that in the case of equality in voting the Chairman of the meeting shall have a second or casting vote.
- 11.5 Co-opted members of the Executive shall not be entitled to vote and shall not be office bearers, and shall not be appointed to ANZSPM Council by the Executive (they may be elected to ANZSPM Council in their own right).
- 11.6 Executive members (being members entitled under these rules to vote at a n Executive meeting) may vote on any proposed resolution by any electronic means including fax, email, or any other written form of communications. Resolutions considered in this manner must be passed by a number of votes being not less than 5. Any such resolution shall be tabled at the next meeting of the Council and a detailed record of the voting by individual Council members recorded in the minutes of that meeting.

12. Funding the New Zealand Branch

In order to fund the New Zealand Branch, ANZSPM shall refund 30% of the membership fees paid by New Zealand Members.

Payments will be made in a single annual instalment which will become due on 1 October each year, based on membership fees collected in the previous year ending 30 September.

These funds and any other funds that may have previously been set aside by the New Zealand Branch shall be managed by the New Zealand Executive, exclusively for running the affairs of the New Zealand Branch of ANZSPM within New Zealand.

If the annual membership fee is increased at any time, the amount to be refunded to New Zealand must be renegotiated, with the intention being that the refund to New Zealand will be increased pro rata.

13. Administration of New Zealand Branch

ANZSPM will provide such administrative assistance to the New Zealand Branch as may be agreed from time to time, but this will include:

- Maintaining the register of New Zealand Members;
- Sending notices of fees and subscriptions to New Zealand Members and collecting these;
- Sending notices of meetings of the New Zealand Branch to the New Zealand Members;

14. MOU Review

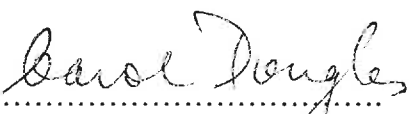
This MoU shall be reviewed by the parties biannually, and may be varied by agreement.

15. Alterations


This MoU may be altered only in writing signed by each party.

16. Governing Law and Jurisdiction

This MoU is governed by the laws of New South Wales and each party irrevocably and unconditionally submits to the non-exclusive jurisdiction of the courts of New South Wales.


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Carol Douglas, ANZSPM President

Signed for and on behalf of
The Council of The Australian and New Zealand Society of Palliative Medicine
Incorporated


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Amanda Landers, ANZSPM Aotearoa (The New Zealand Branch) Chair

Signed for and on behalf of
ANZSPM Aotearoa, The New Zealand Branch, of The Australian and New Zealand
Society of Palliative Medicine Incorporated

Date signed *4th February 2016*