



New Zealand Law Librarians' Association (NZLLA) Constitution

1. Name

The name of the Organisation shall be the New Zealand Law Librarians' Association Incorporated (NZLLA).

2. Mission Statement

To promote law librarianship in New Zealand by providing a national and regional focus for information specialists working in the legal sector, by encouraging developments that will further improve the usefulness and efficiency of law libraries and by fostering a spirit of co-operation among members of the NZLLA.

3. Goals

- 3.1 To enhance the profession of law librarianship in New Zealand particularly within the legal sector.
- 3.2 To promote liaison and co-operation among law librarians and legal information specialists at local, regional, national and international levels and with other organisations and societies.
- 3.3 To provide opportunities for training, professional development, continuing education and networking for law librarians and legal information specialists.
- 3.4 To facilitate the sharing of resources by encouraging the planned development and enhancement of local, regional and national legal resources.
- 3.5 To provide a national level group to negotiate with government, Parliament, legal publishers, database vendors and other providers of legal and business information.

4. Objectives

- 4.1 To organise a national conference as approved by the National Executive.
- 4.2 To organise regional seminars and meetings which will benefit law librarianship in New Zealand and further the NZLLA's Mission Statement and Goals.
- 4.3 To establish or contribute to reviews of standards for law libraries in New Zealand, including occasional surveys of salaries and staffing levels as far as is consistent with privacy requirements.
- 4.4 To foster and seek sponsorship for legal information projects and co-operative ventures which will benefit law librarianship in New Zealand and further the NZLLA's Mission Statement and Goals.
- 4.5 To provide a forum for the consideration and review of legal information products, and to provide a collective perspective on legal publishing and any other relevant issues.

- 4.6 To foster a spirit of co-operation and support among members generally and to provide a source of mentoring for members.
- 4.7 To encourage and assist with any activities that further the promotion, development and management of the role and profession of law librarianship in New Zealand.

5. Membership

- 5.1 The members of the NZLLA shall consist of those who have been accepted for membership and have paid the current membership fees.
- 5.2 Application for membership
 - 5.2.1 Applicants shall join the NZLLA by application on the prescribed form.
 - 5.2.1.1 Elections of new members shall be made by ordinary resolution of the National Executive at a properly constituted meeting.
 - 5.2.1.2 Newly elected members will be advised of their election by email sent not later than fourteen days following the date of election.
 - 5.2.1.3 Once membership is approved the newly elected member will be provided with an invoice for payment of the annual membership dues as determined in 5.3.1.
- 5.3 Membership dues
 - 5.3.1 Each member shall pay the amount set by the National Executive of the NZLLA and approved at an annual general meeting.
 - 5.3.2 The membership year shall be from 1 July to 30 June of the following year.
- 5.4 Cessation of membership
 - 5.4.1 A member may resign from the NZLLA at any time.
 - 5.4.2 The National Executive may by a unanimous vote cancel the membership of any member. Any member who may be liable to be removed from membership under 5.4.2 shall be entitled to appear before the National Executive to offer a verbal or written explanation in mitigation. At least fourteen days' written notice of the National Executive meeting shall be given to the member concerned.
 - 5.4.3 The National Executive may by ordinary resolution terminate the membership of any member whose membership dues are more than 3 months overdue.
 - 5.4.4 The National Executive may by a unanimous vote suspend the membership of any member for breach of these rules or non-payment of membership dues. Any member who may be liable to be suspended from membership under 5.4.4 shall be entitled to appear before the National Executive to offer a verbal or written explanation in mitigation. At least fourteen days' written notice of the National Executive meeting shall be given to the member concerned.
- 5.5 Reinstatement of lapsed membership
 - 5.5.1 A member whose membership has lapsed previously may re-join the NZLLA without requiring re-election if their membership has lapsed for 5 years or less. Any other previous member wishing to re-join must be re-elected by the National Executive under 5.2.1.1.
- 5.6 Life Membership

- 5.6.1 Life Membership will be awarded to NZLLA members as determined by the NZLLA Life Membership Guidelines.
- 5.6.2 NZLLA members who are awarded Life Membership status are not required to pay the annual membership dues.

6. Regions

- 6.1 A region can only be created by a resolution at an annual or a special general meeting.
- 6.2 A region can be disestablished by agreement of a majority of its members and the National Executive. In this event all regional funds and books shall return to the National Executive.
- 6.3 Regional Convenors
 - 6.3.1 Each region will be represented on the National Executive by a Regional Convenor.
 - 6.3.1.1 Each region may be represented by more than one Regional Convenor at the discretion of the National Executive.
 - 6.3.2 Regional Convenors shall be confirmed for a one year term by ballot if required at annual general meeting.
 - 6.3.2.1 Nominations for Regional Convenors must be received by the President eight weeks prior to the annual general meeting.
 - 6.3.2.2 An election by ballot will be held if more nominations for Regional Convenors are received than positions available.
 - 6.3.2.3 If a ballot is required financial members will receive voting papers six weeks before the annual general meeting and have four weeks to return them to the President.
 - 6.3.3 Regional Convenors are responsible for co-ordinating NZLLA activities within their regions.
- 6.4 Regional Finances
 - 6.4.1 The National Executive will provide each region with an annual fund to further the mission statement, goals and objectives of the NZLLA at a regional level.
 - 6.4.2 The Regional Convenors, in liaison with the Treasurer will be responsible for all funds provided for regional activities.
 - 6.4.3 The National Executive will issue guidelines for the management and use of funds provided for regions.

7. National Executive

The National Executive shall consist of the National Officers and the Regional Convenors.

The National Officers are the President, the Vice-President, the National Secretary and the National Treasurer. The Immediate Past President shall be a member of the National Executive, but not an officer. The National Executive can also appoint a Memberships Officer, as a member but not an officer. In the absence of the President, the Vice-President shall act in the President's place.

- 7.1 Functions:

The National Executive shall be responsible for ensuring that the NZLLA's activities are in accordance with the mission statement, goals and objectives.

7.2 Responsibilities:

7.2.1 to facilitate and co-ordinate the activities at the local, regional and national level

7.2.2 to be responsible for ensuring that special projects are carried out successfully

7.2.3 the responsible use and distribution of the members funds

7.2.4 liaison with the LIANZA (Presidential responsibility).

7.3 Subcommittees

These committees shall be set up for each ongoing or specific activity.

7.3.1 Standing Committees

These can implement ongoing goals and objectives. The number of members on these committees would reflect the respective workload.

7.3.2 Special Committees

These can be set up to implement specific projects as identified by members at the annual general meeting, or by the National Executive.

7.3.3 All committees will report yearly to the membership and at least quarterly to the National Executive.

7.4 Election of national officers

7.4.1 The following officers of the NZLLA shall be elected for a one year term by ballot at the annual general meeting:

President, Vice-President, National Secretary and National Treasurer.

7.4.2 Nominations for officers must be received by the President eight weeks prior to the annual general meeting.

7.4.2.1 An election by ballot only needs to be held if more nominations for National Officers are received than positions available

7.4.2.2 If a ballot is required financial members will receive voting papers six weeks before the annual general meeting and have four weeks to return them to the President.

7.4.3 National Executive Members except Regional Convenors must be able to ensure their presence at least three quarters of the meetings at no extra cost, besides the costs of teleconferencing, to the NZLLA.

7.4.4 Should a vacancy occur during the term of any National Executive, it has the power to co-opt members.

7.4.5 A quorum of the National Executive shall consist of any two of the four national officers and one regional convenor.

8. Meetings

8.1 Monthly meeting

The National Executive shall meet monthly except that a meeting need not be held in the month of January.

Voting shall be by voice except when a member requests a secret ballot and then the President shall have a casting vote.

8.2 Annual general meetings

The annual general meeting shall be held within fifteen months of the previous annual general meeting, so far as possible, at a time and location to be determined by the National Executive. The President shall give one calendar month's notice of the meeting to all members.

8.2.1 Annual general meetings – order of business

The order of business at the annual general meeting shall include:

8.2.1.1 confirmation of minutes of the previous annual general meeting

8.2.1.2 report of the National Executive

8.2.1.3 reports of all other committees

8.2.1.4 the financial report

8.3 Special General meetings

Special General Meetings can be called at any time on the decision of the majority of the National Executive or by 20 members of the NZLLA entitled to vote. Such a request is to be in writing to the President and shall state the purpose for which such a meeting is required. The President shall give one calendar months' notice of a meeting to all members specifying the intended areas of discussion.

8.4 Quorum for annual general and special general meetings

The quorum for an annual general Meeting and a special general meeting shall be 20. The 20 shall include:

8.4.1 the President as Chair (or in the President's absence, the Vice-President or a chairperson elected by the meeting from among the National Executive)

8.4.2 at least two members of the NZLLA from each Region with more than 10 members and at least one member from Regions with less than 10 members.

8.5 Voting at annual general and special general meetings

8.5.1 All financial members of the NZLLA shall be eligible to vote at an annual general and a special general meeting.

8.5.2 Every person entitled to vote at an annual general meeting and a special general meeting may appoint a proxy to vote on his/her behalf.

8.5.3 Voting shall be by voice or show of hands unless a member has requested a secret ballot. The President or chair of the meeting shall have a casting vote.

8.6 Referenda

A referendum can be called at any time on the decision of the majority of the National Executive or by 20 members of the NZLLA entitled to vote. Such a request is to be in writing

to the President and shall state the purpose for which such a referendum is required. The President shall give one calendar months' notice of a referendum to all members, specifying the wording to be used in the vote.

8.6.1 A referendum may be conducted at the Annual General Meeting, at a Special General Meeting, or by postal ballot. If a referendum is held at the Annual General Meeting, the rules for voting under 8.5 shall apply. If the referendum is held by post, 8.5.1 shall apply but there will be no proxy voting

8.6.2 A simple majority will determine the outcome of any referendum, and the outcome shall be binding on the National Executive.

9. Finances

9.1 Sources of Funds

9.1.1 Funds used by the NZLLA to further its mission statement, goals and objectives may be derived from the membership levy, donations and grants, proceeds from activities conducted by the NZLLA or any income from investments of funds.

9.1.2 The NZLLA shall be empowered to raise money for any specific activity or project.

9.2 Use of funds

No profits derived from any activity conducted by the NZLLA may be distributed by way of dividend or otherwise to the Members, but shall be applied by the National Executive wholly towards the purpose of the NZLLA as set out in the mission statement, goals and objectives.

9.3 Accounts

The Treasurer shall keep proper books of account in respect of the financial affairs of the National Executive and Regions. All funds must be receipted into the national accounts or any special purpose account specifically created by the National Executive.

9.4 Payments

The National Treasurer and one other National Executive officer can authorize payments on behalf of the NZLLA.

9.5 Audit

9.5.1 The financial year of the Society shall be from 1 July to 30 June in the following year

9.5.2 The NZLLA may appoint an accountant or retired accountant who has the experience, skills and qualifications to review or examine the annual financial statements of the Association. The accountant shall not be a member of the Executive.

9.5.3 The accounts of the NZLLA shall be reviewed or examined and the report circulated with the accounts prior to the Annual General Meeting.

9.6 Borrowing, control and investment of funds

9.6.1 Borrowing powers

The NZLLA shall in addition to the other powers vested in it have the power to borrow or raise money from time to time by the issue of debentures, bonds, mortgages or any other security founded or based upon any of the property and /or

rights of the NZLLA or without any such security and upon such terms as to priority and otherwise as to the National Executive.

9.6.2 Investment of funds

The National Executive may from time to time invest or reinvest in such securities and upon such terms as it shall think fit the whole or any part of the funds of the NZLLA which shall not be required for the immediate use of the NZLLA.

9.7 Liquidation of the NZLLA and assets

9.7.1 The NZLLA may be wound up in accordance with section 24 of the Incorporated Societies Act 1908. In the event of the NZLLA passing a resolution to wind up the NZLLA, the first general meeting shall appoint a liquidator and a second general meeting not earlier than 30 days later shall pass the final meeting resolution. Voting shall be by simple majority of all the valid votes cast by members at these general meetings.

9.7.2 Any surplus assets remaining after the payment of all costs and liabilities shall be applied as the members may decide but subject always to the objects of the NZLLA.

10. Alteration of the Constitution.

10.1 No amendments to the Constitution shall be made unless:

10.1.1 the proposed amendment is received by the President in writing 8 weeks before the next General Meeting or as part of the request for a Special General Meeting,

10.1.2 the notification to proposed amendments shall be sent to all members together with election papers or the notice of the Special General Meeting,

10.1.3 the amendment is passed by Special Resolution in accordance with the Constitution.

10.2 The President can permit amendments of a technical nature from the floor.

10.3 No addition to or alteration of the non profit aims, personal benefit clause or the winding up clause shall be made which affects the tax exempt status. 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.

11. Inspection of Books

11.1 The Secretary shall be responsible for all National records, including the Register of Members, books and other documents relating to the NZLLA.

11.2 All records should be made available on request to any member free of charge, through the NZLLA President or Secretary.

12. Registered Office

The registered office of the NZLLA shall be at such a place as the National Executive shall from time to time determine. Due notice of every change of place of the registered office shall be given to the Registrar of Incorporated Societies

13. Indemnity

- 13.1 The members of the National Executive and Regional Committees, auditor, President, Regional Convenors and other officers shall be indemnified by the NZLLA from all losses and expenses incurred by them in or about the discharge of their respective duties except such as result from their own respective wilful default.
- 13.2 No member of the National Executive or Regional Committees, auditor, President, Regional Convenors or other officer shall be liable for the acts or defaults of any other member of the National Executive or Regional Committees, auditor, President, Regional Convenors or other officer, or for any loss or expense happening to the NZLLA, unless the same happen from her/his own wilful default.

14. Common Seal

The National Executive shall have prepared a common seal and provide for its custody. The common seal shall only be affixed by authority of the National Executive, and in the presence of the President and National Secretary, or any two members of the National Executive.

15. Interpretation

If at any time any matter shall arise which is not provided for in these rules or in the interpretation of these rules, the same shall be determined where appropriate by the National Executive whose decision shall be final.

Date: 13 September 2018.