



CONSTITUTION OF THE NEW ZEALAND CLINICAL ADVISORY PHARMACISTS ASSOCIATION (NZCAPA) INCORPORATED

1.0 NAME

- 1.1 The name of the Association shall be "The New Zealand Clinical Advisory Pharmacists Association Incorporated." Hereafter referred to as "The Association."

2.0 OBJECTIVES

The objectives for which The Association is established are:

- 2.1 To promote and recognise pharmacists who have achieved a New Zealand (NZ), or NZ equivalent standard of postgraduate pharmacy education, and who are advancing specialised clinical pharmacist services.
- 2.2 To promote and recognise pharmacists who have achieved NZ, or NZ equivalent postgraduate pharmacy qualifications and advanced levels of clinical practice, as integral members of the health care team.
- 2.3 To recognise Te Tiriti o Waitangi as the founding document of Aotearoa New Zealand, ensuring that its principles are reflected in the governance, policy, and practice of the Association. The Association shall, where possible, work in partnership with Māori health professionals, whānau, hapū, iwi, and Māori organisations to advance equity in health outcomes.
- 2.4 To improve, through members' advanced clinical training, equitable health outcomes and access to care for Māori as tangata whenua, and for all groups experiencing health disadvantage.
- 2.5 To promote member's expertise and professional roles to government departments and agencies, health care professionals, other stakeholders and the public.
- 2.6 To provide peer support, training and other resources to increase competence for specialised practice roles.

- 2.7 To encourage Associate Members to continue their postgraduate educational pursuits to achieve full Membership status.
- 2.8 To provide input into standards and frameworks for the assessment and enhancement of specialised clinical pharmacist practice.
- 2.9 To promote research and development opportunities for the advancement of specialised clinical pharmacy practice, prescribing, and other forms of clinical practice that focus on the management and utilisation of medicines to optimise medicines related health outcomes.
- 2.10 To encourage and facilitate members to publish and achieve recognition for research undertaken.
- 2.11 To recognise excellence and the achievements of NZCAPA Members.
- 2.12 To do such other things as are incidental or conducive to the attainment of the objectives and the exercise of the powers of The Association.
- 2.13 To collaborate with any other association, corporation or organisation having similar objectives.

3.0 ADMISSION TO MEMBERSHIP

- 3.1 A pharmacist who:
 - i. is prepared to make a commitment to continuing professional development as demonstrated by the fulfilment of conditions as prescribed from time to time by the Executive of The Association.
 - ii. is eligible to make written application for admission to The Association.
 - iii. is working in the recognised health related or educational sector which fits within the Constitution of The Association.
- 3.2 All members agree to practise in a manner consistent with Te Tiriti o Waitangi, supporting equitable health outcomes, cultural safety and partnership with all patients and communities.
- 3.3 Approval of applications for admission to The Association shall be at the discretion of the Executive of The Association.
- 3.4 All applications for admission to The Association must be accompanied by the appropriate fees.
- 3.5 By applying for membership and payment of membership fees, consent to become a member of The Association is accepted by the member.
- 3.6 The Association shall maintain a minimum of 10 members at all times. Each member must have given written consent to become a member.

- 3.7 The Association shall maintain an up-to-date register of members containing the full name, contact details, date of joining, and written consent status of each member. This register shall be made available for inspection by members upon reasonable request.

4.0 LEVELS OF MEMBERSHIP

The Association shall offer membership at three levels - Associate, Member and Fellow

4.1 Associate

An Associate shall be a registered pharmacist and:

- 4.1.1 Demonstrate enrolment and involvement in an approved postgraduate study to the level of NZ, or NZ equivalent postgraduate Certificate.
- 4.1.2 Demonstrate that they are actively practising in an arena that focuses on optimising medicines-related health outcomes at an individual or population level, or other activity approved by the Executive of The Association.
- 4.1.3 Pay an annual subscription.
- 4.1.4 May use the letters ANZCAPA provided membership fees are current.

4.2 Member

A Member shall be a registered pharmacist and:

- 4.2.1 Have completed a prescribed programme of postgraduate education as approved by the Executive of The Association, to at least the level of a NZ, or NZ equivalent postgraduate Diploma.
- 4.2.2 Pay an annual subscription.
- 4.2.3 May use the letters MNZCAPA provided membership fees are current.

4.3 Fellow

A Fellow shall be a registered pharmacist and:

- 4.3.1 Have been approved by the Executive of The Association as an individual who has achieved academic excellence and demonstrated excellence in, or significant contribution to, specialised clinical pharmacy practice or medicine management – including through leadership, advocacy, or other activities that have raised the profile or positively

influenced the development of the profession – and who upholds the philosophies of NZCAPA.

- 4.3.2 Have completed a prescribed programme of postgraduate education as approved by the Executive of The Association, to at least the level of a NZ, or NZ equivalent postgraduate Diploma.
- 4.3.3 Pay an annual subscription.
- 4.3.4 Will receive a Fellowship certificate.
- 4.3.5 May use of the letters FNZCAPA is provided membership fees are current.

5.0 HONORARY MEMBERSHIP / HONORARY FELLOWSHIP

- 5.1 An Honorary Membership or Honorary Fellowship may be awarded to a person who, in the opinion of the Executive of The Association, has made an outstanding contribution to NZCAPA or to the advancement of clinical pharmacy practice in New Zealand.
- 5.2 No annual subscription payment is required.

6.0 SUBSCRIPTIONS

- 6.1 The annual subscription shall be fixed at an Annual General Meeting on the recommendation of the Executive of The Association and shall remain current until altered at a subsequent Annual General Meeting.
- 6.2 The financial year of The Association shall commence on 1st July.
- 6.3 Membership will be granted for a period of 12 months from the date of joining. Once this lapses the member will be sent a reminder and an invoice to pay for continued membership.

7.0 TERMINATION OF MEMBERSHIP

Any member of The Association shall cease to be a member if they:

- 7.1. Give written notification of resignation to the Secretary.
- 7.2 Cease to make the required commitment to continuing professional development as required by the Pharmacy Council of NZ or the comparative body in their country of practice, for a NZ Annual Practising Certificate.
- 7.3 Fail to maintain standards of practice and competence as required by The Association.

- 7.4 If, in the opinion of the Executive, the conduct or business of a member is not in the best interests of The Association or of the profession of pharmacy, the Executive in its deliberations shall give the member, or the member's representative, the opportunity of being heard.
- 7.5 Are in arrears with payment of the annual subscription at the end of the financial year.
- 7.6 The Executive of The Association shall have the power to reinstate membership upon payment of the subscription in arrears and a reinstatement fee as shall from time to time be determined by the Executive of The Association.

8.0 ANNUAL GENERAL MEETING

- 8.1 A general meeting of members, to be called the Annual General Meeting of The New Zealand Clinical Advisory Pharmacists Association, shall be held once each year and shall be face-to-face or via virtual meeting (or a mixture of both).
- 8.2 Notice of meeting specifying the place (or online meeting link), the day and the hour) shall be given in writing by the Secretary of The Association to members at least 30 (thirty) days prior to the meeting date.
- 8.3 A quorum for the Annual General Meeting shall be 10 (ten) members of The Association.
- 8.4 At any Annual General Meeting of The Association any member who is present in person and is not in arrears with their subscription shall have one vote.
- 8.5 Remits, proposals and reports may be put forward by members for discussion at the Annual General Meeting. These must be submitted in writing to the Secretary of The Association at least 14 (fourteen) days prior to the Annual General Meeting.
- 8.6 Members may vote on Remits by proxy.
- 8.7 Items of general business may be discussed at the Annual General Meeting providing prior notice has been given in writing to the Secretary of The Association or at the discretion of the Chairperson.
- 8.8 Every question submitted to a meeting shall be determined by a majority of votes.
- 8.9 Voting at the meeting shall be by voice or a show of hands (or electronic equivalent) and will include proxy votes. In the case of an equality of votes the Chairperson shall have a casting vote in addition to the vote he or she is entitled to as a member.

- 8.10 At each Annual General Meeting, the Executive of The Association shall present a report of The Association's activities during the previous year together with the financial statements for the previous year.
- 8.11 All general meetings other than the Annual General Meeting shall be called Extraordinary General Meetings. An Extraordinary General Meeting may be called by the Secretary, in writing, with 14 (fourteen) days' notice upon instruction by the Executive of The Association or in response to a written petition from at least 10 (ten) members of The Association. In each case the general nature of the business to be considered shall be given with the notice of the meeting. The consideration of accounts, the annual report of the Executive of The Association, the election of members of the Executive and appointment of Auditors may only be considered at the Annual General Meeting.
- 8.12 An Extraordinary General Meeting may take place online if the Executive so decides.
- 8.13 All notices, communications, and voting (including by proxy or electronically) may be conducted by electronic means. This includes but is not limited to emails and virtual meeting platforms.
- 8.14 If the Chairperson is not present within 15 minutes after the meeting is due to start, the members present shall elect another officer to chair the meeting.

9.0 THE EXECUTIVE OF THE ASSOCIATION ('EXECUTIVE')

- 9.1 The administration and control of The Association between Annual General Meetings shall be vested in an Executive consisting of six members plus the Immediate Past Chairperson, or seven members from within The Association who shall be elected by members of The Association by postal ballot or presence at an Annual General Meeting.
- 9.2 The Executive shall appoint a Chairperson from within its membership.
- 9.3 The Chairperson will be the contact person for Registrar purposes and The Association shall ensure that the Registrar is provided with the Chairperson's full contact details.
- 9.4 If the Chairperson is required to step aside from their duties for a period of time, they may, with the agreement of the Executive, appoint another Executive Member to act in their place for that period only.
- 9.5 The Secretary shall be appointed by the Executive from among members of the Executive.
- 9.6 The Treasurer shall be appointed by the Executive from among the members of the Executive.
- 9.7 The Executive shall have responsibility for the appointment of staff to provide services to The Association.

- 9.8 The Executive shall have the power to appoint a member to fill any casual vacancy on the Executive of The Association until the next Annual General Meeting.
- 9.9 The Executive may set up standing committees to which responsibility for any particular phase or phases of The Association's work may be delegated.
- 9.10 The Executive shall appoint the members of such standing committees and shall define the scope and nature of the activities of the Executives.
- 9.11 The Executive shall have the power to co-opt such persons as it deems fit to advise the Executive of The Association or its Executives. Co-opted persons shall not be entitled to vote at meetings of the Executive.
- 9.12 The election of members of the Executive of The Association shall take place in the following manner:
- 9.12.1 Any two members of The Association may nominate any other member to serve as a member of the Executive.
- 9.12.2 The nomination shall be in writing and be signed by the member, his/her proposer and seconder.
- 9.12.3 It shall be lodged with the secretary of The Association at least 20 (twenty) days before the date of election.
- 9.12.4 The Secretary shall prepare a list, in alphabetical order, of the candidates and shall circulate this with the notice of election. Brief biographical notes may be submitted by nominees for circulation with this list.
- 9.12.5 Where there are more nominations than vacancies, a ballot will be held. In the event of a tied result scrutineers shall draw lots to resolve the issue.
- 9.13 The term of office for elected members shall be three years.
- 9.14 Any retiring elected member of the Executive shall be eligible for re-election to a maximum of 3 consecutive terms.
- 9.15 Executive members/officers must meet criteria for their role and provide written consent to act as an officer of The Association. The Association must retain a record of each officer's written consent.
- 9.16 Officers have a duty to disclose interests to the Executive. They must make this disclosure as soon as they become aware they have an interest in any matter being considered by the Executive. The Executive must keep and maintain a register of these disclosures in an interests register.

- 9.17 Executive members/officers must:
- 9.17.1 Act in good faith and in the best interests of The Association
 - 9.17.2 Exercise powers for proper purposes only
 - 9.17.3 Comply with The Act and The Constitution
 - 9.17.4 Exercise reasonable care and diligence
 - 9.17.5 Not create a substantial risk of serious loss to creditors
 - 9.17.6 Not incur an obligation the Executive member/officer doesn't reasonably believe The Association can perform.
 - 9.17.7 Act in a manner that upholds Te Tiriti o Waitangi principles and promotes equity for all populations experiencing health inequity.
- 9.18 The Executive shall ensure that Māori perspectives are considered in governance and decision-making.

10.0 MANAGEMENT OF BUSINESS

- 10.1 Meetings of the Executive shall be held at least quarterly at agreed dates and at such other times as the Chairperson may direct.
- 10.2 Any 4 members of the Executive shall form a quorum.
- 10.3 Every question at meetings of the Executive shall be determined by a majority vote. In each case of an equality of votes the Chairperson shall have a casting vote in addition to the vote he or she is entitled to as a member.
- 10.4 The Secretary shall manage the affairs of The Association, and all activities carried on by or on account of NZCAPA.
- 10.5 The Treasurer will be accountable for the management of all income and expenditure and will be responsible for ensuring appropriate financial accounting practices including the presentation of annual accounts.
- 10.6 The Executive shall have the power to enter into and make contracts on behalf of The Association for any of its objectives.
- 10.7 The Executive shall be responsible for facilitating and upholding the Mission and Vision statements and for developing the strategic plan of The Association, in alignment with the Mission and Vision as determined by the Members.
- 10.8 Any member who undertakes business on behalf of NZCAPA may be reimbursed for reasonable out-of-pocket or other actual expenses incurred in the course of such business, provided that such expenses have been approved in advance by the Executive.

- 10.9 Any income benefit or advantage shall be applied to the objectives of the organisation.
- 10.10 No member of the organisation 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, of advantage whatsoever.
- 10.11 Any such income shall be reasonable and relative to that which would be paid in an arms length transaction (being open market value).
- 10.12 The Executive shall ensure that The Association complies with all annual filing obligations under the Act, including submitting an annual return and financial statements to the Registrar within six months of the balance date.

11.0 EXECUTIVE AUTHORITY

- 11.1 The Executive will approve the strategic/business plans and annual budgets for The Association.

12.0 REGISTERED OFFICE

- 12.1 The registered office of The Association shall be at such place as may be determined by the Executive from time to time. Notice of every change of the place of the registered office shall be given to the Registrar of Incorporated Societies.

13.0 ALTERATION OF THE CONSTITUTION

- 13.1 This Constitution may be altered, added to or rescinded at a general meeting of The Association by a resolution passed by two-thirds majority of the votes cast. At such a meeting, members may vote in person or by postal vote received by the Secretary at least 24 hours prior to the nominated time of the meeting.
- 13.2 At least 14 (fourteen) days' notice of any proposed alterations shall be given in writing by the Secretary to all members of The Association. Such notice shall contain a copy of the proposed amendments and a voting form.
- 13.3 No addition to or alteration shall be approved if it affects the objects, personal benefit clause or the winding up clause.
- 13.4 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.

14.0 WINDING UP

- 14.1 In the event of winding up of The Association the property and assets of The Association shall be disposed of as determined by a general meeting of The Association convened for that purpose, and will conform to the legal requirements associated with our charitable trust status.
- 14.2 If upon winding up or dissolution of The Association there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid or distributed among members of the organisation but shall be given or transferred to some other organisation or body with similar objects to the first organisation or for some other charitable purpose within New Zealand.

15.0 SCHEDULE

- 15.1 A Schedule determining such things as fees, course requirements, and the operations of The Association shall accompany but not form part of this Constitution.
- 15.2 The Schedule may be amended by a majority vote at any Executive Meeting.

16.0 COMPLAINTS/DISPUTE RESOLUTION

- 16.1 Any concern or complaint, must be put it in writing. This written complaint should clearly explain:
- 16.1.1 what happened,
 - 16.1.2 who is involved (the person or people you are complaining about),
 - 16.1.3 when it happened,
 - 16.1.4 what rule or part of our society's constitution you believe has been broken (if applicable), and
 - 16.1.5 what outcome you are hoping for.
- 16.2 Send your written complaint to: In the first instance to the Chairperson (or if that is not appropriate, to The Secretary). If due to the nature of the complaint is such that it involves these two persons, the complaint may be made to any member of the Executive not involved.
- 16.3 All complaints will be acknowledged in writing within five (5) working days of receipt.
- 16.4 The Executive may appoint a designated person or small group (e.g., a sub-committee or specific officers) to review the complaint to decide if it falls within the society's dispute resolution process.

- 16.5 The designated person or sub-committee formed under 16.4 might decide not to proceed with a complaint if:
 - 16.5.1 It is clearly outside the scope of The Association's rules or the Act.
 - 16.5.2 It is frivolous or vexatious
 - 16.5.3 The issue has already been resolved.
- 16.6 If the designated person or sub-committee decides not to proceed, the full Executive (through the Chair) will inform the person who made the complaint and explain why.
- 16.7 Informing the Other Person(s) Involved:
 - 16.7.1 If the sub-committee decides to proceed, the person or people the complaint is about will be given a copy of the complaint.
 - 16.7.2 They will be given ten (10) working days to respond in writing.
- 16.8 The Right to Be Heard (for Everyone):
 - 16.8.1 The Complainant will have the opportunity to explain your complaint fully, either in writing or, if appropriate, in person to the decision-makers.
 - 16.8.2 Those persons who are the subject of the complaint will have the opportunity to explain their side of the story fully, either in writing or, if appropriate, in person to the sub-committee.
 - 16.8.3 Everyone involved will be treated fairly and respectfully throughout the process.
- 16.9 Investigating the Dispute: The investigation will be conducted impartially and thoroughly. The designated sub-committee will gather all relevant information. This may involve:
 - 16.9.1 reviewing the written complaint and responses.
 - 16.9.2 speaking to the people involved.
 - 16.9.3 speaking to any witnesses.
 - 18.9.4 looking at relevant documents or records.
- 16.10 Determining the Dispute and Making a Decision:
 - 16.10.1 The designated sub-committee will carefully consider all the information gathered.

- 16.10.2 They will make a recommendation based on the facts and The Association's constitution and rules.
- 16.10.3 That recommendation will be received by the Executive at the next scheduled meeting.
- 16.10.4 The Executive will aim to resolve the dispute fairly and in the best interests of The Association.
- 16.10.5 The Executive will include a culturally responsive option that reflects natural justice (e.g. mediation with Māori facilitator or tikanga-based process).

16.11 Communicating the Decision:

- 16.11.1 All parties involved will be informed of the decision in writing by the Executive.
- 16.11.2 The decision will include the reasons for the outcome.

16.12 Options for Further Resolution (if needed): If the dispute cannot be resolved internally, or if the parties agree, the Executive may refer the complaint to an outside expert or service. This could include:

- 16.12.1 Mediation: Where an independent person helps everyone talk through the issue and find a solution together.
- 16.12.2 Arbitration: Where an independent person listens to both sides and makes a binding decision. This process in New Zealand is the Arbitration Act 1996. If this is chosen, it becomes a formal and binding process.

within thirty (30) working days.