Refrigeration Professionals Guild of New Zealand

The Refrigeration Professionals Guild of New Zealand Incorporated Constitution (draft)

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Refrigeration Professionals Guild of New Zealand

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1.0. NAME

The name of the organisation shall be "Refrigeration Professionals Guild of New Zealand Incorporated"

2.0. PURPOSE & OBJECTIVES

The purpose of the Refrigeration Professionals Guild of New Zealand Incorporated is to make a positive difference in the Refrigeration Air Conditioning industry through nonexclusive engagement.

Our core objectives include;

a) The unification of the Refrigeration and Air Conditioning Industry in all sectors and all fields.
b) The elevation of the Refrigeration and Air Conditioning Industry's public profile.
c) Extending the range of general knowledge of our members.
d) The enhancement of our apprentice education system and to supply low cost; lifelong learning opportunities for all members.

Our strategy to fulfill our purpose will include;

a) The use of modern technology and social media for rapid communication between members.
b) Professional collective communication between government organization, non-government organization, educational institution or industry organisations
c) Advocating the viewpoints of our members to ensure safe, practical and sustainable regulations and legislation are imposed by government
d) Encouraging the research and development relating to sustainable refrigeration & air conditioning.
e) Promotion of a sustainable approach to all aspects of system design technology, installation and operation.
f) Establish training opportunities for the furtherance of education in the practice of safe refrigerant handling.
g) Publishing and distribution of technical bulletins that supports the education and safe use of refrigerants.

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3.0. DEFINITIONS

- **"Guild"**: The Refrigeration Professionals Guild of New Zealand Incorporated
- **"Administration Committee"** (Committee) The body responsible for managing the affairs of the Guild.
- **"Administration Official"** An official of the Guild a member of the Administration Committee, or Chairperson of a Sub Committee authorised by the Administration Committee
- **"Executive Officers"** Include; Chairperson, Two Treasurers and a Secretary.
- **"Trustee"** An elected member of the Executive Committee or a person or organisation appointed by the Administration Committee to act as a Trustee of the Guild.
- **"Member"** A resisted, certified, student member of the Refrigeration Professionals Guild of New Zealand Incorporated.
- **"Certified Member"** A registered member that has received an official endorsement from the Guild.

4.0. MEMBERSHIP

A Membership application form must be completed and accompany any other relevant documentation requested by the Guild for acceptance. Applications can be obtained by through https://refrigeration.tidyhq.com/ or directed to admin@refrigeration.life

4.1. MEMBERSHIP LEVELS

The membership of the Guild shall consist of the following grades:

(1) Registered Members (2) Certified Members (3) Student Members,

The classification of members shall be as follows;

4.2. REGISTERED MEMBER

A registered member shall be a person who is actively involved in the refrigeration and air conditioning industry or allied fields, be that; Design, Installation, Maintenance, Service, Operation or Sales, subject to approval by the Committee.

Registered members benefits include;

- Registered Members can use the initials M.RPGNZ.
- Access the closed Facebook forum.
- Display the Guild logo on their email signature or Business website
- Gain access to an extensive technical library
- Purchase Refrigeration Professionals Guild of New Zealand Incorporated merchandise.
- Participate in specialized Training events.
- Invitation to social events.
- Vote in General meetings.

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4.3. CERTIFIED MEMBER

A Certified member shall be a person who is a registered member that has been engaged in the installation, repair or operation of Refrigeration systems for not less than ten (10) years and currently hold all relevant legislative and or industry accepted formal qualifications and practicing licences, subject to approval by the Committee. They must also have received formal invitation to be eligible for endorsement from the Committee. They must pass a written and practical examination approved by the Administration Committee.

Certified Members benefits include;

- Certified by the Guild as a specialist in their field and endorsed by the common seal.
- Display the endorsement logo on email signatures, company website & stationary.
- Certified members can use the initials CM.RPGNZ.
- Access to the closed Facebook forum.
- Gain access to an extensive technical library.
- Purchase Refrigeration Professionals Guild of New Zealand Incorporated merchandise.
- Participate in specialized Training events.
- Invitation to social events.
- Establish and work in sub committees and focus groups.
- Be invited to give sentiments relating industry guidelines to legislative changes.
- Participate in the development of technical bulletins & industry guidelines.
- Stand as an Administration Official.
- Vote in General meetings

4.4. STUDENT MEMBER

A student is a person who is receiving instruction at an approved institute of learning in subjects relevant to the science, art or application of Refrigeration systems or allied fields or is a person involved in the installation, repair or operation of Refrigeration systems for less than three (3) years subject to approval by the Committee.

Student Member benefits include;

- Access to the closed Facebook forum.
- Gain access to an extensive technical library.
- Purchase Refrigeration Professionals Guild of New Zealand Incorporated merchandise.
- Participate in specialized Training events.
- Invitation to social events.

The Committee shall have overall authority to consider the suitability of all applications of membership.

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4.5. TRANSFER OF GRADE

a) Candidates that wish to transfer from Student member to Registered member will be automatically approved on completion of their recognised industry qualification and time served as detailed in section 4.2. (Registered Member)
b) Candidates that wish to apply for Certified membership shall be sponsored by a current certified member within the Guild. On completion of an examination approved by the Committee, that may be submitted through electronic media formats as well as receipt of an administration payment set by the Committee.
c) Sponsorship requirement may be relaxed or strengthened at the discretion of the Committee.

The Committee may at their discretion exclude from membership any person who, in their (The Committees) opinion, has been guilty of such conduct as to render them unfit to continue to belong to the Guild, and any person whose subscription is twelve months in arrears, and who has failed to pay such arrears after a written application has been sent to them by an Official. A Student who does not apply for and attain a higher grade of membership within three (3) years of the date of their original admission shall cease to be a Student member on the expiration of such period unless the Committee approve an application from the Student to allow them to remain a Student member for a further period not exceeding one (1) year. Student members shall re-affirm their Student Member status at each annual renewal and shall notify the Guild as soon as they graduate and cease to be eligible to for Student membership.

5.0. ANNUAL SUBSCRIPTIONS

a) It is the intention to operate the Guild through sponsorship and volunteers only however an annual administration and processing fees may apply of an amount to be determined by the Committee and approved by the Annual General Meeting (AGM) and shall be paid by each member.
b) Any subscriptions shall be payable in advance and are "rolling" memberships, that is twelve (12) months from receipt of payment.
c) A member who is either over 65 years of age, or suffers from physical disability, and has substantially retired from remunerative activities may be exempt from all payment of fees.
d) At the discretion of the Committee, acting on the advice of the Membership Committee, a member who has held membership of the Guild for 20 years, may be exempt from all further payment of fees.
e) All candidates for election (but not candidates for transfer of grade) shall be required to pay a non-refundable application fee as determined by the Committee.
f) A Member who qualifies for Certification will be required to pay an administration fee of an amount to be determined by the Committee and approved by the Annual General Meeting. (AGM)
g) In addition to annual membership fees the Guild may seek further funding for specific training and social activities.

A candidate for reinstatement of lapsed membership shall be required to pay not more than one year's arrears of subscriptions, together with the current year's subscription, before they may be re-elected to membership. The arrears payable will be for the year immediately preceding the year of application for reinstatement. When a candidate has been elected their name shall not be added to the List of Members until they have paid their first annual subscription. When an application for transfer has been approved, the candidate's name shall not be transferred in the List of Members until they have paid the additional subscription (if any) for the current financial year.

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6.0. ADMINISTRATION COMMITTEE

The affairs of the Guild shall be managed by a Committee, consisting of the Chairperson, the Treasurers, the Secretary and any six (7) members elected from the Membership. Two of the elected members may retire annually in rotation. The retiring members may not become eligible for re-election for a period of one year from the date of their retirement. Founding members may remain as officials with the exception of 2/3 majority ruling of other founding members.

6.1. EXECUTIVE OFFICERS

The Officers of the Guild shall be the President, Treasurer and Secretary. The Chairperson shall be appointed by the Committee and shall serve for a term of two (2) years minimum. The Treasurers shall be appointed as a trustee by the Committee and the appointment shall be reviewed annually. The Secretary shall be appointed by the Committee as and when a vacancy occurs. On the retirement of the Chairperson, before expiry of their term of office. The election of a new Chairperson, to fill the vacancy may take place at any time following the creation of the vacancy but shall normally take place at least one (1) year before the expiry of the term of office of the Chairperson.

7.0. POWERS

The Committee shall meet together for despatch of business and, subject to the provisions of this Constitution may regulate their proceedings as they think fit and may act notwithstanding any vacancy in their body. The Committee may appoint standing and special committees and may delegate any of their powers to any such committees. Subject as aforesaid, a committee may be composed of members of the Committee alone, or of members of the Committee and other persons, or of other persons alone. The Chairpersons of all such committees shall be appointed by the Committee for a term set by the Committee. All committees shall, in the exercise of powers delegated to them and in the transaction of business, conform to any directions that may be given to them by the Committee and may regulate their proceedings as they think fit, within their agreed Terms of Reference.

The Committee may authorise the formation of branches of the Guild, the government of which shall be subject to the approval of the Committee.

The Committee shall comply with the accounting requirements of the Societies Act 1908, relevant to the income / expenditure level of the Guild, with regard to: the keeping of accounting records for the Guild; the preparation of annual statements of account for the Guild; the auditing or independent examination of the statements of account of the Guild; the preparation of an Annual Report and the sending of it together with the statements of account to the Societies office; and the preparation of an Annual Return and its transmission to the New Zealand Societies office.

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8.0. COMMON SEAL

The Committee shall provide a common seal for the Society and may from time to time replace it with a new one. The Secretary shall have custody of the common seal, which shall only be used by the authority of the Committee. Every document to which the common seal is affixed shall be signed by the Chairperson of the Guild, and countersigned by the Secretary or a member of the Committee

9.0. ELECTIONS

The Guild Year shall run from 1st April to 31st March of the following calendar year. Elected appointments to the Administration Committee shall be effective from 1st April in the year of election until 31st March in the year of retirement and members shall normally serve complete years up to the maximum term. Elections shall normally be held no later than the month preceding the start of the following Guild year. If the Chairperson, or any elected member of the Committee does not intend to serve their maximum term, they should notify the Secretary of their intention to retire, in writing, no later than six (6) months before the date of their retirement from office, which date should normally be the end of the current Guild Year.

Nominations for election to the Committee may be made by resolution of the Committee or by not less than three (3) Members. In all cases a signed statement by the person proposed to the effect that they are willing to stand for election shall accompany the nomination which shall also be signed by both the proposers. All nominations shall be in writing and delivered to the Secretary no later than 3 months before the end of the current Guild Year in respect of election for the following Guild year.

10.0. COMMITTEE MEETINGS

The Committee shall meet as often as the Chairperson, and Secretary may determine, but not less than three times each year, five (5) members shall constitute a quorum, noting meetings can be achieved through electronic means, on condition that a concise record of communication is documented. All grades of members shall have access to documents as published according to a schedule as determined by the Committee.

11.0. GENERAL MEETINGS

The Annual General Meeting (AGM) shall be held at the earliest convenient date after, 1st April at such time and place as may be determined by the Committee and shall be chaired by the Chairperson, or another member of the Committee. The quorum shall be ten (10) members. Notice shall be sent to every member at least (28) twenty-eight days prior to each Annual or other General Meeting specifying the time and place of meeting; but the non-receipt of such notice by any member shall not invalidate the proceedings at any meeting.

Every motion at a General Meeting shall be decided by a show of hands or online poll by Members, and the Chairperson's declaration as to the result shall stand unless a poll is demanded by any five (5) Members present. It shall be within the power of any five (5) Members to demand that the voting be done by ballot, in which case the Chairperson,'s

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decision shall be final unless a poll be demanded; and in all cases the Chairperson's shall be allowed a casting vote in addition to that possessed by them in their capacity of Member.

12.0. AMENDMENT

Any of the Constitution of the Guild may be amended, cancelled, or superseded at a specially convened Extraordinary General Meeting if thought fit by more than two-thirds of those Members present and voting. Votes submitted by post may also be included. Eligible members who wish to vote electronically shall send to the Secretary at seven days before the date of the meeting.

The Committee shall promptly send to the Societies office a copy of any amendment made and keep a copy of any such amendment with this Constitution. No amendment may be made which would render the Guild unlawful.

13.0. TRUSTEES

The Committee may appoint trustees to hold any property of the Guild subject to the control of the Committee and so that no part of the property of the Guild shall be sold, assigned, transferred, conveyed or otherwise disposed of by the trustees without the authority of the Committee.

The terms of the appointment shall provide that the Guild may at any time by resolution of the Committee and without any formality remove any person from the office of trustee.

14.0. IDEMNITY AND LIABILITY

Every Official of the Guild for the time being and their heirs, executors and administrators shall be indemnified by the Guild against liability and it shall be the duty of the Committee out of the funds of the Guild to pay all costs, losses and expenses which any of them may incur or become liable to by reason of any contract entered into or act or deed done by them as such Official in the discharge of their duties.

No Official of the Guild shall be liable for the acts, receipts, neglects or defaults of any other such Official for joining in any receipt or other act for conformity or for any loss of expense happening to the Guild through the insufficiency or deficiency of title to any property acquired by order of the Committee for or on behalf of the Guild, for the insufficiency or deficiency of any security in or upon which any of the monies of the Guild shall be invested, or for any loss or damage arising from bankruptcy or insolvency or tortuous act of any person with whom any money, securities or effects shall be deposited or for any loss or damage occasioned by any error or judgement or oversight on their part, or for any other loss, damage or misfortune whatever which may happen in the execution of the duties of their office or in relation thereto unless the same happened through their dishonesty.

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15.0 DISSOLUTION

If the trustees of the Guild decide that it is necessary or advisable to dissolve the Guild, they shall call a meeting of all members of the Guild of which not less than twenty-one (21) days' notice (stating the terms of the resolution to be proposed) shall be given. If the proposal is confirmed by a two-thirds (2/3) majority of those present and voting, the trustees shall have power to realise any assets held by or on behalf of the Guild. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other charitable institution or institutions having objects similar to the object of this charity as the members of the Guild may determine, or, if that cannot be done, shall be applied for some other charitable purpose.

16.0 CESSATION

At any time, the Members of the Guild wish to terminate the subscription of any Member due to misconduct. Members must submit in writing to the Secretary to call a General Meeting. Eligible members who wish to vote electronically shall send to the Secretary seven (7) days before the date of the meeting by which two thirds (2/3) Majority vote will cease Membership to the Guild.

Any Member may resign at any time by written notice to the Secretary; Membership subscriptions are non-refundable.

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