

# CONSTITUTION OF THE NEW ZEALAND MARITIME PILOTS' ASSOCIATION



**Presented for ratification:**  
**Amended & ratified:**  
**Appendix A amended:**

**12<sup>th</sup> October 2019**  
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**12<sup>th</sup> November 2019**

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**1. NAME:**

- 1.1 The name of the Association shall be **THE NEW ZEALAND MARITIME PILOTS ASSOCIATION INCORPORATED** (hereinafter referred to as the Association).

**2. THE OBJECTIVES OF THE ASSOCIATION SHALL BE AS FOLLOWS:**

- 2.1 To promote the professional and technical interests of New Zealand pilots and pilotage through investigation, information and representation.
- 2.1.1 To promote and maintain safe and effective standards of performance of pilotage and associated matters of navigation and management.
- 2.1.2 To make representation on professional matters and to provide a body of authoritative opinion available to Parliament, Commissions, Courts of Enquiry, Committees, Boards or other appropriate bodies and the community, on pilotage or associated matters.
- 2.1.3 To represent New Zealand maritime pilots internationally through the auspices of the International Maritime Pilots' Association.
- 2.2 To enhance and protect the status of pilots, and of shipmasters wherever they may be associated with pilotage.
- 2.3 To encourage co-operation, meetings and correspondence with individuals, companies, associations, institutes, societies, government departments, news media, unions or other groups having an interest in pilots and pilotage, or associated matters, whether of navigation or not.
- 2.3.1 To participate in and promote conferences on pilotage and associated matters.
- 2.3.2 To correspond with overseas Associations or organisations.
- 2.3.3 To arrange terms of reciprocity or affiliation with similar Associations or organisations having mutual interests.
- 2.4 To review, investigate and report from time to time upon existing pilotage services and upon alternative systems of pilotage service, administration and operation.
- 2.5 To review, investigate and to report from time to time upon the standards of insurance protection and indemnity relevant to the occupation of marine pilot.
- 2.6 To sponsor a newsletter and communication generally among New Zealand pilots.
- 2.7 To devise and keep a Register of New Zealand Pilots.
- 2.8 To do all those things deemed proper to a New Zealand Maritime Pilots Association in pursuing the above objectives and to raise and distribute monies

accordingly, as may be determined by a General Meeting or the Executive Committee.

### **3. MEMBERSHIP CATEGORIES:**

3.1 Full Member - Shall comprise any holder of a valid pilot's license as defined by Maritime Rule – Part 90 (1<sup>st</sup> April 2003) or its successor Act(s), Rule(s), or Regulation(s).

3.2 Associated Membership - Shall comprise any holder of a valid pilotage exemption certificate as defined by Maritime Rule – Part 90 (1<sup>st</sup> April 2003) or its successor Act(s), Rule(s), or Regulation(s).

and:

3.2.1 Any previous holder of a pilot's license that is no longer current as defined by Cl.3.1.

3.2.2 Current New Zealand Harbour Masters.

3.2.3 Current Trainee Pilots at New Zealand Ports

3.2.4 Any previous holder of a pilotage exemption certificate that is no longer current as defined by Cl.3.2.

3.2.5 Retired mariners who could previously have been defined by Cl.3.1 or Cl.3.2.

3.2.6 Any holder of a valid pilot's license who is currently using that license in any area outside New Zealand's territorial waters and whose qualification is equivalent to the definition in Cl.3.1.

3.2.7 Corporate members being any society, company, association, or other organisations as the Executive Committee of the Association admits. Corporate members may appoint one person to represent them.

3.3 Honorary members as decided from time to time by General Meeting, as recommended by Executive Committee.

3.4 Life members as decided from time to time by General Meeting, as recommended by Executive Committee.

### **4. RIGHTS OF FULL MEMBERS:**

4.1 Vote at General Meetings.

4.2 Attend executive committee meetings in accordance with Cl.13.1.

4.3 Hold office in the Association.

4.4 Require Extraordinary General Meetings to be held; subject to Cl.12.2.

4.5 Receive the Newsletter of the Association.

### **5. RIGHTS OF ASSOCIATE MEMBERS:**

5.1 Attend, join discussion, but not vote at, general meetings.

5.2 Receive the Newsletter of the Association.

**6. RIGHTS OF LIFE MEMBERS:**

6.1 Vote at general meetings.

6.2 Require Extraordinary General Meetings to be held.

6.3 Receive newsletters of the association

6.4 Retain these rights without any requirement to remit a subscription or levy.

**7. RIGHTS OF HONORARY MEMBERS**

7.1 Attend, join discussion, but not vote at, general meetings.

7.2 Hold office in the association in accordance with Cl.11.6.3 (ex-officio members), Cl.21.1 (Treasurer and/or secretary), or Cl.22.1 (Auditor).

**8. MEMBERSHIP - COMMENCEMENT AND CESSATION:**

8.1 Application for Membership will be in writing on the prescribed form. (As set out in Appendix A)

8.2 Membership shall commence on payment of the annual subscription and remain current until failure to pay a further subscription and upon notice in writing following two notices of reminder of that failure.

8.2.1 Annual subscriptions shall be due on the 1<sup>st</sup> April.

8.2.2 Subscription notices shall be promulgated in March newsletter, or if unpublished by mail. Reminders shall be promulgated in June newsletter, or if unpublished by mail. Final reminders shall be promulgated in the September newsletter, or if unpublished by mail.

8.2.3 Where annual subscription is not paid, membership shall be terminated by mail as at 1<sup>st</sup> December.

8.3 Membership shall cease upon death of a member or upon notice in writing to or from the Executive Committee.

8.4 Cessation of Membership following misconduct shall be by a decision of the Executive Committee and not subject to appeal.

**9. MEMBERSHIP - ELIGIBILITY:**

9.1 Membership of the Association will remain at the final discretion of the Executive Committee.

**10. SUBSCRIPTIONS:**

- 10.1 Subscription to the New Zealand Maritime Pilot's Association shall be determined by the Annual Meeting voting on a recommendation of the Executive Committee.
- 10.2 Subscription to the International Maritime Pilot's Association shall be determined by that organisation.
- 10.2.1 Such subscription shall be collected and remitted as determined by the Executive Committee of the New Zealand Maritime Pilot's Association.
- 10.2.2 Full membership shall require subscription to the International Maritime Pilots Association
- 10.3 No member shall be eligible to attend or vote at any meeting of the Association unless an appropriate membership subscription has been paid.

**11. EXECUTIVE COMMITTEE:**

- 11.1 The executive business of the Association shall be conducted by an Executive Committee.
- 11.2 The Executive Committee shall be elected at the Annual Meeting according to the Rules.
- 11.3 The Executive Committee shall be composed of
  - (a) President
  - (b) Vice President
  - (c) Committee of three Members
- 11.3.1 One member shall be designated as Industry Liaison Officer.
- 11.4 Geographic distribution of Committee Members
  - 11.4.1 The Executive Committee will comprise at least one Executive from each island.
  - 11.4.2 The Executive Committee will comprise not more than two representatives from any one port.
- 11.5 In Subsequent Years -
  - 11.5.1 Any or all Members of the Executive Committee may be removed by Special Resolution.
- 11.6 Ex-Officio Members of the Executive Committee -
  - 11.6.1 Appointment of Ex-Officio Members of the Executive Committee may be made at any time, for any purpose, that the Committee may decide, particularly having recognition of the physical difficulties of properly representing Association interests in New Zealand.
  - 11.6.2 The Editor of the Newsletter may be an Ex-Officio Member of the Executive Committee.
  - 11.6.3 The Web Manager may be an Ex-Officio Member of the Executive Committee.

- 11.6.4 The PEC Liaison Officer may be an Ex-Officio Member of the Executive Committee.
- 11.6.5 Ex-Officio Members of the Executive Committee need not be Members of the Association, but must possess special expertise.

**12. MEETINGS:**

- 12.1 Any meeting other than one called in accordance with clause 12.3 may be conducted from several remote locations and facilitated by the use of electronic media.
- 12.2 At least one general meeting, to be known as the "Annual Meeting" shall be held each year.
- 12.3 An Extraordinary General Meeting may be called at any time by the Executive Committee. Such meetings shall also be called, on receipt by the secretary of a requisition by not fewer than ten members of the Association entitled to vote.
- 12.4 Notice of Annual Meeting or an Extraordinary General Meeting shall be in the prescribed form (**Appendix B**), and shall be at not less than one month's notice.
- 12.5 Audited accounts shall be presented to the Annual Meeting.

**13. EXECUTIVE COMMITTEE MEETINGS:**

- 13.1 Shall be open to membership upon notification to the President. Such members may join in discussion but shall have no voting rights. The President shall have discretion to hold part or all of any Meeting in camera.
- 13.2 Executive Committee Meetings may be conducted via telecom conference calls, internet links or other such electronic media as may from time to time become available.
- 13.3 Executive Committee Meetings may be called at any time to consider any special circumstances. Notification of such meetings to Members shall be at the option of the President, however, the proceedings of every meeting shall be notified to the membership.

**14. QUORUM:**

- 14.1 The Quorum at a General Meeting shall be seven members.
- 14.2 The Quorum at Executive Committee Meetings shall be three, which must include the President or Vice President.

**15. NEWSLETTER:**

- 15.1 A Newsletter shall be published by the Association.
- 15.2 Intervals of publication will be set from time to time by the Executive Committee but must be at regular intervals.
- 15.3 The Editor shall be appointed by the Executive Committee.



- 15.4 The Editor shall be in charge of the Newsletter.
- 15.5 The Editor shall draw up a statement of Editorial Policy for the guidance of Members of the Association and outside contributors.

**16. ARCHIVES:**

- 16.1 Archives shall be maintained by the Association.
- 16.2 Archives will consist of documents and records that are relevant to pilotage and navigation in New Zealand and to the business of the Association.
- 16.2.1 Financial records of the association shall be archived for a period of seven years.
- 16.2.2 General correspondence shall be archived for a period of seven years.
- 16.2.3 The Secretary shall have discretion to decrease the archive period for any item of general correspondence.
- 16.2.4 Significant records, books and important historical archives shall not be destroyed without agreement of the Executive Committee
- 16.3 The Secretary/Treasurer shall be the Archivist, unless the Executive Committee decides to appoint an alternate Archivist to organise and collate the information referred to above.

**17. ALTERATIONS TO THE CONSTITUTION.**

- 17.1 "Rules of the Association" may be altered, added to, or rescinded.
- 17.2 No addition to or alteration of the not-for-profit objectives (Cl.1), personal benefit clause (Cl.25.2), or winding up clause (Cl.26), shall be approved without the Inland Revenue Department's consideration. The provisions and the effect of this clause (Cl.17.2) shall not be removed from the document and shall be included in any document replacing this document.
- 17.3 Alterations to the Constitution may be made at the Annual Meeting or at any Extraordinary General Meeting or as provided for in clause 14.5.1.
- 17.4 Alterations may be proposed by the Executive Committee or by a proposed motion forwarded to the Secretary one month prior to the meeting.
- 17.5 The text of proposed alterations shall be included on an Agenda forwarded with the Notice of Meeting.
- 17.6 A simple majority of those members present and voting by proxy at a General Meeting shall be sufficient for acceptance of any proposed alteration.
- 17.7 Votes by proxy can be entertained and accepted only at a General Meeting provided they relate to matters listed in advance on the Agenda of such a Meeting. All proxies shall be in the hands of the Secretary prior to the commencement of the Meeting.
- 17.8 Proxy votes will be in the prescribed form, which will be supplied with all Notices of

Meeting. (**Appendix C**)

**18. PROCEDURES AND RULES:**

- 18.1 The President shall adopt customary procedures in the conduct of the business of the Association.
- 18.2 In the absence of the President the Vice President shall act in his place by arrangement reached between them.
- 18.3 Rules of the Association may be adopted by resolution of the Annual Meeting or any Extraordinary General Meeting provided that a copy of the Rules are included with the agenda supplied at the time of notification of the meeting.

**19. VOTING**

- 19.1 All decisions of the Committee, and in a General Meeting, shall be by a majority vote unless specified otherwise in these rules. The President shall have a deliberative vote and shall have a casting vote in Committee or General Meetings.
- 19.2 Voting shall be by secret ballot.

**20. SPECIAL RESOLUTIONS**

- 20.1 If ten members at any meeting, or by written notice of motion, declare a matter to be of specific concern it becomes a matter of special resolution. The resolution shall be carried by a majority of two thirds of the votes cast.
- 20.2 Notwithstanding any other provision of these Rules to the contrary:
  - 20.2.1 any motion of the members of the Association, which would otherwise be passed at a General Meeting, may be passed by a special resolution of members in writing (including writing communicated via facsimile, e-mail or other digital medium) where the number of votes required to pass the motion is two-thirds of the number of members entitled to vote on the motion; and
  - 20.2.2 any motion of the Executive Committee, which would otherwise be passed at a meeting of the Committee, may be passed by a special resolution of members of the Executive Committee (including writing communicated via facsimile, e-mail or other digital medium) where the number of votes required to pass the motion is two-thirds of the number of Executive Committee members entitled to vote on the motion.

**21. SECRETARY AND TREASURER:**

- 21.1 The Executive Committee shall have power to appoint person or persons, whether members of the Association or not to the office or offices of Secretary and Treasurer. The functions may be vested in one person.
- 21.2 The Secretary shall conduct all correspondence of the Association and shall have custody of the documents belonging to the Association concerned with its management.
- 21.3 The Secretary shall keep full and correct minutes of all Meetings.

- 21.4 The Secretary shall receive nominations for election of Officers, shall keep a Register of Members and notify the membership of Meetings as required by Cl.12.3.
- 21.5 The Treasurer shall collect and account for all subscriptions and monies received by the Association and make and record disbursements on the Association's behalf, at the direction of the Executive Committee.
- 21.6 The Association may only use the Association's funds, and any other assets, if:
- 21.6.1 It is for a purpose of the Association;
  - 21.6.2 It is for any Member acting on behalf of, or for the benefit of the Association; and
  - 21.6.3 That use has been approved by either the Executive Committee or by majority vote of the Association.
- 21.7 The Association shall invest all its monies in on-call accounts and/or term deposits in a bank or banks registered in New Zealand.
- 21.8 The Treasurer shall prepare and present annual accounts and be able to report the financial situation of the Association at any time to the Executive Committee.
- 21.9 The Treasurer shall administer the Association's Bank Account as directed by the Executive Committee.
- 21.10 The Association shall have a common seal that may, from time to time, be replaced. The Secretary shall have custody of the common seal, which shall only be used by the authority of the Executive Committee. Every document to which the common seal is affixed shall be signed by the President and countersigned by the Secretary or a member of the Executive Committee.

## **22. AUDITOR:**

- 22.1 The Executive Committee shall have power to appoint an Auditor.

## **23. SUB COMMITTEES:**

- 23.1 Ad hoc sub committees may be established from time to time for special purposes as the Executive Committee determines.

## **24. BORROWING POWER:**

- 24.1 The Association shall have a power to borrow and raise money from time to time by any appropriate means pursuant only to a resolution of the Association made at an Annual Meeting or Extraordinary General Meeting.

## **25. PAYMENTS TO OFFICERS OF THE ASSOCIATION**

- 25.1 At any general meeting by a special resolution the Association may decide to provide an honorarium to one or more officers of the Association.
- 25.2 No remuneration or other benefit or advantage of whatsoever nature, shall be paid

to or received, gained, or achieved or derived by any member where that member is able by virtue of his or her capacity as such member, to influence in any way the amount of that remuneration or the nature of that benefit or advantage.

**26. WINDING UP:**

- 26.1 The Association may be wound up voluntarily if, at a general meeting of its members the Association passes a resolution requiring it so to be wound up, and the resolution is confirmed at a subsequent general meeting called together for that purpose and held not earlier than thirty days after the date on which the resolution so to be confirmed was passed.
- 26.2 In the event of there not being a quorum at a General Meeting, the purpose of winding up having been notified, the Executive Committee is so empowered to act alone to do this.
- 26.3 If upon winding up or dissolution of the organisation there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid or distributed among the members of the organisation but shall be given or transferred to some other organisation or body with similar objects to the first organisation that also has an income tax exemption or for some other charitable purpose within New Zealand.

New Zealand Maritime Pilots'  
 Association  
 c/ CentrePort Wellington  
 CentrePort House  
 1 Hinemoa Street  
 Harbour Quays  
**WELLINGTON 6011**

## SUBSCRIPTIONS

Subscriptions for each year are due on 1<sup>st</sup> April. Prompt payment would be very much appreciated.

### MEMBERSHIP

1. **Full Membership:** Full Membership applies to all working Pilots. The fee comprises of two components, local membership fees and an IMPA levy of £40 per pilot. This represents an increase of £10 (\$30) on last year – a sum agreed to at the IMPA Cuba Conference. If a Pilot joins during the year, then the fee for the remaining part of the year is calculated on a pro-rata basis. Members who leave during the year however, do not receive a refund.
2. **Associate Membership:** Associate Membership applies to all other members and remains at the same level as last year.
3. **Subscription Payment.** Payment can be made directly into the NZMPA account - or by cheque to my home address. I sincerely encourage the former. If you do choose to make a direct payment, please ensure that your name is used as a reference and send a referral email to me.

**Account Name:** New Zealand Maritime Pilots Association

**Account Number:** 38-9006-050248-00 [Kiwi Bank]

*(Please tick the appropriate payment options below)*

<i>Name</i>		NZMPA Membership		350.00
<b>Address 1</b>		Associate Membership		125.00
<b>Address 2</b>		Corporate Membership		600.00
<b>Address 3</b>		<b>Total Remitted.</b>		
<b>Phone Home</b>				
<b>Phone Work</b>				
<b>Phone Cell</b>				
<b>Email</b>				
<b>Port Company</b>				
<b>Receipt Req?</b>				

If it is more convenient, this form may be completed and submitted as an attachment to your referral email. Should you have any queries please contact [treasurer@nzmpa.org](mailto:treasurer@nzmpa.org)

## The New Zealand Maritime Pilot's Association

### Notice of Meeting

A..... SPECIAL / ANNUAL / GENERAL / EXECUTIVE... (highlight one and strike out the remainder) meeting shall be held as follows:-

Date:..... Time:.....

Venue.....

Purpose.....

.....

.....

---

**Note:** This notice must be issued not less than one month prior to the date of meeting.

## New Zealand Maritime Pilots' Association

### Proxy Voting Form

For use at an annual or special meeting of the Association to be held:-

On.....(date)

At.....(venue)

---

I,.....(full name)

Of.....(address)

Being a member of the Association entitled to vote, hereby  
appoint;

.....(full name)

Of.....(address)

Or

.....(full name)

Of.....(address)

a member of the Association, to vote for me and on my behalf at the above annual or  
special meeting of the Group and at any adjournment thereof.

(1) To vote as indicated; **FOR** **AGAINST**

or, if not indicating

(2) I desire my proxy to vote according to his/her discretion in voting or to  
abstain from voting.

Signature..... Date.....