

EMDRNZ Association Special Board Meeting
30 August 2023, 18h30 to 18h45

In attendance:

Anne Woodhouse
Astrid Katur
Diane Clare
Glenda Wallace
Ian Wood
Irene Begg
Janine van Blerk

Kirsty Everett
Nici Scott-Savage
Patrice Bourke
Sunica Schreiner
Uta Waterhouse
Vania Miteva

Chair: Astrid Katur

Minutes: Janine van Blerk

Purpose of the Special AGM

To consider proposed changes to the Association's rules to allow for online voting for the Executive Committee/Board. Without these proposed changes, the current situation of in-person voting alone would remain and only those physically present at an AGM would be allowed to vote.

The proposed changes are the minimum that will allow EMDRNZ to follow processes already used by other professional bodies (e.g. NZPsS) concerning elections. At the same time, The New Zealand Government has passed new legislation requiring all Incorporated Societies to update and resubmit their operating rules and procedures. These more substantial changes can be worked on over the next 12 months to meet the reregistration requirements during 2025 of Incorporated Societies under the updated law.

The changes proposed to the current rules seek to –

- (1) To clarify the interpretation of “in person”,
- (2) Give flexibility for the date of an Annual General Meeting
- (3) Allow for electronic voting for Executive Committee members.

The same procedure, as for local body elections, is applied if the number nominations is less than the number of positions to be filled. A complete review of the rules to meet the requirements of the revised law and registration of Incorporated Societies will be undertaken before mid-2025.

Proposed Amendments to the Rules for Eye Movement Desensitisation and Reprocessing New Zealand Incorporated

- i. Delete existing clause 9.4 of the rules –
“Nominations for elected positions on the Executive Committee, including officer-bearers, will be by way of written nomination signed by a current member and

endorsed with the consent of the nominee and given to the Secretary at least seven (7) days before the day fixed for the Annual General Meeting. No nomination may be withdrawn after the date on which nominations close. If there are insufficient nominations to fill the vacant positions on the Executive Committee, oral nominations may be received at the Annual General Meeting, provided that no member will be elected who has not consented to being nominated”.

and replace with –

9.4. Annual Elections

9.4.1. Nominations for elections to the Officers of the Society and the Executive will be in writing and signed by a member of the Society with the consent of the nominee endorsed. Nominees will prepare a brief statement outlining; the position they are standing for, their experience and the contribution they hope to bring to the Board.

9.4.2. The EMDR NZ administrator must receive a nomination and brief statement not less than twenty-one (21) calendar days before the date on which the Annual General Meeting is to be held.

9.4.3. Notice of the date on which nominations close will be embodied in or accompany the notice of the Annual General Meeting.

9.4.4. If the number of candidates for any office is less than the number of vacancies the Chairperson at the Annual General Meeting will declare the nominees elected.

9.4.5. If the number of candidates for any office is greater than the number of vacancies a ballot will be held in the manner described in Appendix 1.

- ii. Add new **Appendix 1: Procedure for a Ballot for Elections to Office**
 - a) After the date on which nominations close the Administrator will ensure that notification is sent to each Member of the Society (at the Member's last known contact) with details on how to exercise their vote. This will usually be sent via email.
 - b) When using an electronic or online ballot the administrator will ensure that the system chosen for the ballot provides secure voting so that each Member may only vote once per vacancy and privacy is maintained.
 - c) All votes must be completed by the closing date.
 - d) Results will be received by the Administrator prior to the Annual General Meeting who will advise the Chairperson of that meeting. They will announce the final result at the Annual General Meeting.
 - e) If there are more candidates than places available on the Executive Committee and the number of votes is equal for two or more candidates for the last position on the

Executive Committee, the election is not complete. The Chairperson of the Annual General Meeting will decide by lot which of such candidates shall be elected.

f) Any omission on the part of the Administrator to forward voting information to any Member entitled to vote will not invalidate the election.

iii. Change wording in the following clauses –

Clause 6.1. – Add “ ‘In-person’ is defined as in-person in one physical place or in-person virtually (via applications such as Zoom)”.

This clarifies the meaning of ‘in-person’.

Clause 7.1 - Delete “ ... during the months of April, May, or June ...”

This removes the restriction on the dates of an AGM.

Motion: That the proposed amendments, additions and deletions (as detailed) to the Rules for Eye Movement Desensitisation and Reprocessing New Zealand Incorporated, be approved.

Astrid invited Ian to lead the process. Ian reviewed the reason for the Special Annual General Meeting. No questions or comments were received from the membership following the publishing of the proposal.

Further discussion was held about what the next step would be, should the proposal be accepted. It was advised that the change would be incorporated into the rules and would be used to govern the voting process at the next Annual General Meeting in November, 2023.

Clarification was also sought about the timeframe for nominations for the Executive Committee. It was confirmed that nominations would need to be received by the EMDRNZ administrator at least 21 days prior to the date of the Annual General Meeting.

Ian proposed that the proposal to allow for electronic voting for the election of the Executive Committee be accepted; Vania seconded it. All other attendees voted ‘yes’. There were no abstentions.

There was a discussion concerning whether the Board planned to change the date or time of year of the Annual General Meeting. It was clarified by that this might be an option for the future but that the intention of the amendment is that the date could be flexible. The 2023 Annual General Meeting will remain in November as this with the usual annual conference date. A future Board has the option to change this, and this amendment provides that possibility.

It was also pointed out by that due to changes in national legislation, a review of the entire constitution will need to be undertaken. This will take place once the new Board is in place.