

BYLAWS

Adopted: July 2019

The Board may from time-to-time make, alter or rescind bylaws for the general management of the Institute, so long as these are not repugnant to these rules or to the provisions of law. All such bylaws shall be binding on members of the Institute. A copy of the Bylaws shall be available for inspection by any member on request to the Chief Executive.

TABLE OF CONTENTS

DEFINITIONS.....	2
MEMBERSHIP GRADING.....	2
ACCREDITATION.....	3
ANNUAL MEMBERSHIP FEES.....	3
Membership Voting Rights	4
CERTIFICATES OF MEMBERSHIP.....	4
DIVISIONS.....	4
PRINZ CODE OF ETHICS.....	5

DEFINITIONS

1. **Public relations practice** shall be defined as the deliberate, planned and sustained effort to establish and maintain mutual understanding and excellent communications between an organisation and its publics.
2. **Institute** means The Public Relations Institute of New Zealand Incorporated
3. **PRINZ** means The Public Relations Institute of New Zealand Incorporated
4. **Code of Ethics** means the Code of Ethics as adopted by the Board
5. **Member** means a member who has paid all subscriptions set to date.
6. **The Act** means the Incorporated Societies Act 1908 or any amendments or replacements.
7. **Meeting** means any meeting of the Institute.
8. **Office** means the registered office of the Institute.
9. **Special Resolution** means a resolution that requires not less than two-thirds (75%) of the Members voting at a general meeting, whether in person or by proxy, to vote in favour of the resolution.
10. **Day(s)** means a calendar day other than any Saturday, Sunday, national public holiday.
11. **Secretariat** means the administrative arm of the Institute, which manages the day to day operations and undertakes other duties as delegated by the Board. Board members, Members, paid staff, consultants or any other person or body as determined by the Board may undertake secretariat activities.

MEMBERSHIP GRADING

1. The members of the Institute shall be graded as follows:

Life Member

1. A Fellow who has given significant service to the Institute over a long period and is elected on the recommendation of Board members and the College of Fellows Committee.
2. Life Members of the Institute are exempt from the payment of annual fees.
3. Candidates for selection must be elected by the College of Fellows Committee and approved by the Board.

Fellow

- a. a person elected to that category prior to 1 January 1984 or, a Member or a person who is elected as a Fellow by a minimum of ten members of the College of Fellows and who has been a member for at least 10 years, and is
 - b. a person who on the agreement of the Board and the College of Fellows Committee has made an outstanding contribution to the Public Relations industry and Institute.
1. On election by the College of Fellows Committee, the Board shall determine whether nominees meet the requirements of Fellowship.
 2. A Fellow is entitled to use the term Fellow PRINZ.
 3. Candidates for election as Fellows shall be nominated by Committees of Divisions of the Institute, current Fellows or the Board and must meet the following criteria:
 - a. A high degree of competence in the practice of public relations;
 - b. Have contributed significantly to the enhancement and development of the public relations profession;
 - c. Have been a member for at least 10 years;
 - d. And/or have contributed significantly to the enhancement and development of the Institute.

Member

- a. a person who holds the Accredited in Public Relations (APR) qualification, elected to that category prior to 1 January 1984, or
- b. a person who has held an equivalent grading in an overseas public relations organisation

2. Practitioners may be considered for full member status after one year as an associate member and after eight years full time professional experience.
3. Practitioners must apply to the Board with a curriculum vitae demonstrating their experience and be nominated and seconded by current PRINZ members. The Board will make decisions on changes in membership status.
4. Persons admitted as Members under this clause shall be entitled to use the initials MPRINZ.

Associate

1. A person who applies to the Chief Executive Officer and who has been involved full time in the practice of public relations or communication management for at least one year and does not meet the criteria laid down for the Member grade or, a person not practicing public relations or communication management full time but undertaking public relations or communication management activities as part of their full time employment in another profession, and seeking to up-skill and network via the Institute.

Affiliate

1. A person who applies to the Chief Executive Officer who has a general interest in public relations and who falls into any of the following categories:
 - a. Non-waged Student. A person undertaking a full-time course of study in public relations or communications at any institution approved by the Board.
 - b. Retired. Any member of the Institute who has retired from public relations but wishes to continue membership of the Institute. Retired members who are Accredited or Fellows retain that grading but pay the reduced Affiliate subscription.
 - c. Overseas Member. Any member of the Institute of any grading who is permanently based overseas. Overseas members will typically be New Zealand members who moved overseas or non-New Zealand citizens who are interested in moving to New Zealand. Overseas members who are Accredited, Fellows or Life Members retain that grading but pay the reduced Affiliate subscription.
 - d. Voluntary. A person who undertakes only unpaid voluntary work in public relations typically for community organisations such as sports clubs or cultural groups.
 - e. Graduate. A person who has previously been a student member of PRINZ, or who has recently completed tertiary study in a related field and does not meet the criteria for Membership.

ACCREDITATION

1. Accreditation qualification is through the internationally recognised APR (Accredited in Public Relations). Application is open to any member who has been involved in the full-time practice of public relations for at least five years. Members who successfully complete the course and examination shall be entitled to use the initials APR.
2. Applications to undertake the APR will be reviewed by the APR Chief Examiner.)

ANNUAL MEMBERSHIP FEES

1. The Board shall annually review costs, and taking into account the most recent CPI data, agree membership fees that will ensure the Institute's financial sustainability for the forthcoming membership year.
2. Memberships are payable annually from 1 April to 31 March.
3. New members approved by the Board will pay a pro rata annual subscription of 11 months decreasing to seven months respectively to take them to 1 April the following year. Members who join between October and March will pay a pro rata subscription of 18 months decreasing to 13 months respectively to take them to 1 April two years hence.
4. Members in any category whose subscriptions remain unpaid for two months after the date on which they became due, shall receive a final reminder from the Chief Executive. If the

membership remains unpaid for one month from the date of the final reminder, the member will be considered a non-member.

Membership Voting Rights

1. Every member shall have the right to vote at all general meetings of the Institute and of the division of which he/she is a member, each such person to have one vote.
2. Every question to be decided at a meeting shall be decided first on the voices of those entitled to vote; if the Chair so directs the vote shall be by a show of hands.
3. If any member so requests, a ballot shall be held of those present in person or by proxy, and entitled to vote.
4. If in a show of hands or a ballot there is an equality of votes, the Board Chair shall have the right to exercise a casting vote in addition to his/her own vote as a member.
5. Members may authorise in writing other members holding the same voting qualifications and on the same administrative bodies within the Institute, to vote on their behalf by proxy, provided such authority reaches the Chief Executive 24 hours before the commencement of the meeting at which the proxy is to be applied.

CERTIFICATES OF MEMBERSHIP

1. Certificates of membership, in a form approved by the Board, shall be issued by the Chief Executive to Associates, Members, Accredited Members, Fellows and Life Members.
2. Such certificates shall null and void if and when the persons holding them cease their membership.

DIVISIONS

1. The Institute has three divisions, Northern, Central and Southern. The Northern Division is based in Auckland and covers the top half of the North Island down to and including Taupo; Central is based in Wellington and covers the lower half of the North Island up to but excluding Taupo; Southern is based in Christchurch and covers the South Island.
2. Such Divisions shall keep minutes of meetings, and meet all such other requirements of the Registrar of Incorporated Societies.
3. Each Division shall hold an annual general meeting at which office bearers shall be elected by the members personally present, and by proxy, and office bearers so elected shall take office at the conclusion of the annual general meeting.
4. Each Division shall have a Chairperson, and not less than 5 or more than 10 committee members.
5. The PRINZ Office shall call for nominations for office bearers at least 14 days prior to each annual general meeting, and such nominations must be in writing and received by the Chief Executive by 5 pm on the day preceding the meeting.
6. Such nominations shall be signed by a proposer and seconder, and each nominee shall signify their agreement to such nominations.
7. In the event that insufficient nominations are received to fill the positions, any vacancy may be filled by nominations from the floor of the annual general meeting.
8. Office bearers shall be members in good standing of the Institute.

PRINZ CODE OF ETHICS

1. Members agree to accept the PRINZ Code of Ethics and to conduct their activities in accordance with it.
2. As a condition of membership, members agree:
 - a. to accept the PRINZ Disputes procedure for resolving complaints;
 - b. not to take legal action against PRINZ or PRINZ members involved in resolving a complaint against them until a finding is issued;
 - c. not to comment to the media from the time a complaint is laid until a finding is issued;
3. Complainants are required to sign an undertaking at the time of lodging a complaint that they will
4.
 - a. give up any legal rights in respect of the situation complained of; and
 - b. not make any statement to the media until a finding is issued. (If this undertaking is broken any hearing of a complaint may be discontinued).

ETHICS COMPLAINTS PROCESS

Any complaints of breaches of the PRINZ Code of Ethics brought to the attention of PRINZ will be assessed by the PRINZ Ethics Committee;

The chair of the committee is a respected individual who is not a PRINZ member. The other two members of the committee will be experienced PRINZ members drawn from the College of Fellows who have no conflicting interest in the complaint.

Initial Determination

When a complaint is received, the committee first decides whether it is genuine, relevant and appropriate. If not it will be dismissed. The committee will respond to the complainant to explain the next steps or the reason the complaint has been dismissed. The committee's decision is final.

Mediation Conference

If the committee decides the complaint should be taken further, the committee may first suggest mediation between the parties, overseen by a competent mediator, to see if the issue can be resolved without need for the committee to be further involved.

Written Submissions

If mediation does not resolve the issue, or there is no agreement to this, the PRINZ member and complainant to have 30 days to provide written submissions. The committee is able to seek supplementary written information from either party, and each party is able to provide written comment on the other party's material.

Hearing

A hearing will be held if either side requests it, within 30 days of both written submissions being received, or if the committee decides it is necessary. Either side can be represented at the hearing by legal counsel. The committee's finding may not be appealed.

Findings

Findings will be issued as an example of whether certain activities are in accordance with PRINZ Code of Ethics or not. Emphasis will not be on finding members guilty or innocent, or on punishment. The committee will have the power to recommend a fine or expulsion, but only in extreme cases. In all cases the committee will arrive at a finding whether the allegations can be proved or not in order to build up a body of ethics knowledge. For example. "We find that if (certain

actions) had been carried out, they would not have been in accordance with the PRINZ Code of Ethics. However, the PRINZ Ethics Committee was given no evidence that PRINZ members carried out these actions or recommended them. This finding is issued only to help clarify the intention of the Code of Ethics". The chair of the PRINZ Ethics Committee will issue a statement of its finding to the complainant, to the PRINZ member(s) involved, to PRINZ members generally and if appropriate, to the news media.

Objectives

1. The ethics complaints process must meet and follow these objectives and processes.
 - a. provide all parties with access to an open and responsive complaints process;
 - b. manage complaints in a consistent, systematic and responsive manner;
 - c. identify trends and implement policies to aimed at eliminating causes of complaints;
 - d. provide a basis for the ongoing review and analysis of the complaint;
 - e. management system, resolution of complaints, and process improvements made; and
 - f. reduce the likelihood of complaints developing into ongoing disputes.

Right to Know and Respond

1. Every member who has a complaint made against them has the right to:
 - a. be fully informed of the nature of the complaint,
 - b. respond to the complaint in a reasonable time frame,
 - c. be represented, and
 - d. be provided in writing with all decisions and the reasons for them.

Lack of Bias

1. Every person involved in the process leading to a decision will be seen to be independent and impartial. Every investigator will be required to sign a declaration to this effect.
2. An investigator will not:
 - a. favour a particular position, nor appear to favour a particular position;
 - b. have a material connection with either the Complainant or the Respondent;
 - c. have a personal interest in the outcome; and
 - d. be appointed if they have a material conflict of interest.
3. An Ethics Committee member is required to withdraw if during the course of their investigation they become aware of a conflict of interest.
4. The Ethics Committee members role is to decide upon a course of action only after having considered all of the relevant facts. Committee members should not begin the decision process with pre-determined opinions on the matter in question.
5. It is important that both the Complainant and the Respondent are:
 - a. able to provide their own account of the circumstances of the matter;
 - b. able to challenge the other party's account; and
 - c. notified of the nature and scope of the decision being made.

Reasons for Decisions

1. Both the Complainant and the Respondent are provided with:
 - a. the decision and reasons for this outcome;
 - b. the grounds upon which the decision has been made.

Confidentiality

1. For the public to have confidence in the processes of the Ethics Complaints Process, it is essential that the information that comes to the Ethics Committee, members of the Board, PRINZ employees and any other person it authorises to work on its behalf is kept confidential to the parties involved.

Complaints

1. The Chief Executive will hold a register of enquiries and complaints and will report to the Board on the nature and volume of enquiries handled.
1. Once a written complaint is received, every step in the decision-making process and every person making decisions will be bound by the rules of natural justice.
2. Complaints must be lodged within 12 months of any alleged incident.
3. The PRINZ Ethics Committee may:
 - a. appoint a person to make further inquiries (other than the Chief Executive);
 - b. request the business or person complained about to provide the Board, within a specified period of at least 20 working days, any documents, items or information that is relevant to the investigation;
 - c. copy documents provided as part of the complaint investigation;
 - d. receive any other relevant evidence; and
 - e. engage legal counsel for advice on matters of law, procedure and evidence.