



# RULES

## SECTION I – TENETS

### 1. RULE 1 NAME

The Institution shall be named “THE INSTITUTION OF PROFESSIONAL ENGINEERS NEW ZEALAND INCORPORATED”.

### 2. RULE 2 INTERPRETATIONS

#### 2.1. DEFINITIONS

- a. “Institution” means the Institution of Professional Engineers New Zealand incorporated in 1914 under the Incorporated Societies Act 1908 as the New Zealand Society of Civil Engineers.
- b. “Member” means a person who holds any current class of membership as defined in Rule 6, unless a contrary interpretation is specified.
- c. “Fellow” means a person elected or transferred to the class of Fellow in terms of Rules 6 and 8 and wherever these rules provide rights or privileges for a Fellow, these shall also apply to any duly elected Honorary Fellow or Distinguished Fellow.
- d. “Voting Member” means a person who is a current Financial Member in the class of Honorary Fellow, Distinguished Fellow, Fellow, Professional Member, Technical Member, Associate Member, Graduate Member or Companion as defined in Rule 6.
- e. “Financial Member” means a Member who is not in arrears of the subscription payment for their relevant class of Membership as provided for under Rule 9.
- f. “The Board” means the Board of the Institution.
- g. “Branch” means a regional group of members established according to Rule 26.
- h. “Technical Interest Group” means a group of Members and other persons united by common technical interests established according to Rule 27
- i. “Special Interest Group” means a group of Members and other persons united by common interests established according to Rule 27
- j. “Practice College” means a group of Members established according to Rule 28.
- k. “Competence Register” means a list of registered persons established according to Rule 29.
- l. “Collaborating Technical Society” means an organisation with which the Institution has a formal agreement as defined in Rule 30.
- m. “Chapter” means a group of Student Members studying at a particular Education Provider, established according to Rule 31.
- n. “Chief Executive” means the employee of the Institution so designated by the Board and appointed by the Board in accordance with the Rules, or any person appointed by the Board to perform the duties of the Chief Executive temporarily.
- o. “Regulations” means regulations created under Rule 22.
- p. “Education Provider” means any establishment teaching engineering or technology at a tertiary level.

- q. “Financial Year” means the period commencing on 1st October and ending on 30th September of the following year.
- r. “Subscription Year” with effect from 1 October 1993 means the same as “Financial Year” above.
- s. “Rule” means a Rule of the Institution unless a contrary interpretation is specified.
- t. Where the context requires, the singular shall include the plural and vice versa and the masculine shall include the feminine and vice versa.

## **2.2. APPLICATION OF RULES**

A substantial compliance with these Rules shall be good and sufficient at all times to meet spirit and intent, and no decision, resolution, appointment, meeting, election or any other exercise of powers conferred or implied herein shall be deemed to be invalid solely by reason of failure to comply exactly with these Rules.

## **2.3. STATUTORY REQUIREMENTS**

If it is the opinion of the Board that there are provisions in these Rules that are contrary to the requirements of an Act of Parliament or any other binding legal requirement, then the Board is empowered to amend the Rules to the extent so required, provided that any such amendments are duly notified for endorsement at the next General Meeting of the Institution.

## **3. RULE 3 OBJECT**

The Object of the Institution shall be the advancement of the professions of engineering within New Zealand by means including but not limited to:

- a. developing and sharing advances in engineering and technological knowledge;
- b. developing technological skills to improve the well-being of society;
- c. representing the engineering professions;
- d. contributing to the development and recognition of good engineering practice;
- e. recognising, regulating and supporting those demonstrating competence in the engineering professions;
- f. supporting engineers in their career development; and
- g. contributing to meeting the needs of the community.

## **4. RULE 4 OBLIGATIONS ON MEMBERS**

### **4.1. MEMBERSHIP OBLIGATION**

Each candidate for election to any class of Membership must undertake to abide by the Rules and Regulations of the Institution and future revisions thereof (the “**Membership obligation**”). This undertaking will be regarded as continuing until the person resigns or is removed from the roll of Members.

#### **4.2. ETHICAL OBLIGATION**

The Board must prescribe a Code of Ethics. The Code has the force of Regulations as set out in Rule 22. The Code of Ethics must recognise, among other things, the following five fundamental ethical values upon which it is based:

- Protection of Life and Safeguarding People;
- Sustainable Management and Care for the Environment;
- Commitment to Community Well-being;
- Professionalism, Integrity and Competence;
- Sustaining Engineering Knowledge.

All Members must comply with the provisions of the Code of Ethics (the “**ethical obligation**”).

#### **4.3. COMPETENCE OBLIGATION**

Members in the classes Distinguished Fellow, Fellow, Professional Member, Technical Member, Associate Member and Graduate Member must perform their engineering activities in a careful and competent manner, commensurate with their Membership class within the Institution (the “**competence obligation**”).

#### **4.4. GOOD CHARACTER OBLIGATION**

Members must conduct themselves at all times in a manner consistent with being a fit and proper person to be a Member of the Institution (the “**good character**” obligation).

## SECTION II – MEMBERSHIP AND AWARDS

### 5. RULE 5 MEMBERSHIP CLASSES AND MEMBERSHIP REGISTER

- 5.1 Each Member of the Institution shall be classed as one of Honorary Fellow, Distinguished Fellow, Fellow, Professional Member, Technical Member, Associate Member, Graduate Member, Companion, Affiliate Member or Student Member.
- 5.2 The names of all Members shall be entered on the Membership Register of the Institution. The Membership Register shall contain the names, addresses and occupations of every Member, the date upon which he or she became a Member, and the class of Membership to which that Member belongs.
- 5.3 Each Honorary Fellow, Distinguished Fellow, Fellow, Professional Member, Technical Member, Associate Member, Graduate Member, Companion and Affiliate Member may be given a certificate on election to membership. A Member transferred from one class to another may be issued with a new certificate. Each such certificate shall remain the property of the Institution and shall be returned to the Chief Executive, if requested, when the person to whom it was issued has ceased to be a Member of each such class.
- 5.4 Members of the following classes who wish to use a post-nominal abbreviation to designate themselves as belonging to the Institution must use the post-nominal abbreviation matching their Membership class from the following list:

Honorary Fellow	HonFIPENZ
Distinguished Fellow	DistFIPENZ
Fellow	FIPENZ
Professional Member	MIPENZ
Technical Member	TIPENZ
Associate Member	AIPENZ
Companion	CompIPENZ
Graduate Member	GIPENZ

### 6. RULE 6 DEFINITION OF MEMBERSHIP CLASSES

#### 6.1. HONORARY FELLOW

An Honorary Fellow is a person who is distinguished by his or her eminent contribution in engineering, technology, science, or otherwise whom the Institution desires to honour.

#### 6.2. DISTINGUISHED FELLOW

A Distinguished Fellow is a Fellow who is distinguished by his or her eminent contribution in engineering, technology, science, or otherwise whom the Institution desires to honour.

### **6.3. FELLOW**

A Fellow is a Member who is recognised for his or her significant contribution in one or more of the following areas:

- a. advancement of engineering knowledge;
- b. advancement of engineering practice;
- c. application of engineering or technology in the community;
- d. advancement of technological education;
- e. innovation in creation of engineering works;
- f. innovation in creation of technological products;
- g. leadership in the profession of engineering;
- h. development of the Institution; or
- i. such other area as may be specified by the Board.

### **6.4. PROFESSIONAL MEMBER**

A Professional Member is a Member who has demonstrated competence as an independent professional engineer capable of conceiving and implementing innovative solutions to complex engineering problems, to a level of competence specified by the Board, and reasonably conforming to accepted international standards for professional engineers.

### **6.5. TECHNICAL MEMBER**

A Technical Member is a Member who has demonstrated competence in practising engineering, working independently in a range of engineering situations, to a level of competence specified by the Board, and reasonably conforming to accepted international standards for engineering technologists.

### **6.6. ASSOCIATE MEMBER**

An Associate Member is a Member who has demonstrated competence in engineering practice based on technical knowledge and practical experience, to a level of competence specified by the Board, and reasonably conforming to accepted international standards for engineering associates or for the members of an equivalent occupational category.

### **6.7. GRADUATE MEMBER**

A Graduate Member is a Member in possession of a qualification in engineering or technology recognised by the Board and reasonably conforming to accepted international standards in engineering education, provided that no person may remain a Graduate Member after becoming eligible for election to Professional Member, Technical Member or Associate Member, or after registration on a New Zealand-based register the entry to which requires the demonstration of competence equivalent to that required for entry to one of Professional Member, Technical Member or Associate Member.

## **6.8. COMPANION**

A Companion is a Member who has not been educated in engineering or technology, but who has attained a position of responsibility related to engineering or technology.

## **6.9. AFFILIATE MEMBER**

An Affiliate Member is a person interested in engineering or technology, provided that:

- a. A person who is a registrant on a New Zealand-based register entry, to which requires the demonstration of competence equivalent to that required for entry to one of Professional Member, Technical Member or Associate Member shall not be eligible for Affiliate Membership unless they are a member of another engineering institution that the Board may recognise for this purpose from time to time.
- b. A person who holds a qualification in engineering or technology that is recognised by the Board as satisfying the requirements for entry to Graduate Membership shall only be eligible for Affiliate Membership if his or her permanent career is not associated with engineering or technology
- c. Existing Members who by reason of a permanent substantial change in career are no longer associated with engineering or technology may apply to transfer to the Affiliate class of Membership.

## **6.10. STUDENT MEMBER**

A Student Member is a Member currently enrolled and studying at an Education Provider for a qualification recognised for Graduate Membership by the Institution, provided that:

- a. No person may remain or become a Student Member after becoming eligible for election or transfer to the class of Graduate Member unless they are engaged in full-time study towards a higher qualification and their total annual income, including bursaries and scholarships, is less than an amount set by the Board from time to time.
- b. No person shall remain a Student Member if they have completed more than five full-time equivalent years of undergraduate study, or more than three fulltime equivalent years of post-graduate study.
- c. The Board may limit access to this class of Membership to students resident or previously resident in New Zealand.

## **7. RULE 7 EXAMINATIONS**

The Board may make Regulations establishing examinations for candidates for election to or transfer between Membership classes, specifying the nature of the examination, the times and places at which examinations shall be held, the subjects which they shall comprise, the fees to be paid and the conditions under which candidates may be admitted thereto.

**8. RULE 8 ELECTION, TRANSFER, DEFERMENT, RESIGNATION, REMOVAL AND REINSTATEMENT OF MEMBERS**

**8.1. ELECTION TO HONORARY FELLOW**

8.1.1 The Board shall specify procedures for making nominations for Honorary Fellow and for peer review or other assessment of such nominations prior to their consideration by the Board.

8.1.2 An Honorary Fellow shall be elected by at least a 75% majority vote of a meeting of the Board at which not less than two-thirds of the members of the Board are present.

**8.2. ELECTION OR TRANSFER TO DISTINGUISHED FELLOW**

8.2.1 The Board shall specify procedures for making nominations for Distinguished Fellow and for peer review or other assessment of such nominations prior to their consideration by the Board.

8.2.2 A Distinguished Fellow shall be elected by at least a 75% majority vote of a meeting of the Board at which not less than two-thirds of the members of the Board are present.

**8.3. ELECTION OR TRANSFER TO FELLOW**

8.3.1 The Board shall specify procedures for making nominations or applications for Fellow and peer review or other assessment of such nominations or applications prior to their consideration by the Board, provided that unless the Board otherwise decides in a particular case, each candidate shall:

- a. have been a Member of the Institution for at least three years;
- b. have been engaged in an important position of responsibility in the profession of engineering (which may include management associated with engineering);
- c. have given service to the profession or to the Institution, or have contributed to the Object of the Institution;
- d. have demonstrated competence in engineering and technology to a level the Board considers satisfactory for entry into the class of Fellow; and
- e. have been nominated by two Members (of whom at least one is a Fellow) and be supported by two other Members (of whom at least one is a Fellow) as referees; subject to the provision that where an applicant has difficulty in naming supporters, the Board may permit the substitution of the names of equivalent members of such other institutions or societies as the Board may recognise for this purpose from time to time.

8.3.2 Notwithstanding the provisions of Rule 8.3.1 the Board may decide to issue invitations to Members or to persons who are not Members to be elected as Fellows, if it is satisfied that such Members or persons have met the definition of Fellow in Rule 6.3.

8.3.3 Notwithstanding the provisions of Rules 8.3.1 and 8.3.2, in the case of a candidate who has applied for election to the class of Professional Member, the Board may choose to elect that person to the class of Fellow if it considers that the candidate has met the criteria for Fellow, and in such cases the Board may choose to not enforce the requirements for nominators and supporters specified in Rule 8.3.1.

- 8.3.4 A Fellow shall be elected by at least a 75% majority vote of a meeting of the Board, at which not less than two-thirds of the members of the Board are present.

#### **8.4. ELECTION OR TRANSFER TO PROFESSIONAL MEMBER**

The Board shall specify procedures for making nominations or applications for Professional Membership and assessment of such nominations or applications prior to their consideration by the Board, provided that unless the Board otherwise decides in a particular case, each candidate shall:

- a. demonstrate a suitable level of engineering competence in accordance with the definition of Professional Member, including sufficient knowledge, skills and professional attributes, and
- b. have been supported by two other Professional Members or Fellows as referees subject to the provision that where an applicant has difficulty in naming supporters, the Board may permit the substitution of the names of equivalent members of such other institutions or societies as the Board may recognise for this purpose from time to time.

#### **8.5. ELECTION OR TRANSFER TO TECHNICAL MEMBER**

The Board shall specify procedures for making nominations or applications for Technical Member and assessment of such nominations or applications prior to their consideration by the Board, provided that unless the Board otherwise decides in a particular case, each candidate shall:

- a. demonstrate a suitable level of engineering competence in accordance with the definition of Technical Member, including sufficient knowledge, skills and professional attributes; and
- b. have been supported by two other Technical Members, Professional Members or Fellows as referees; subject to the provision that where an applicant has difficulty in naming supporters, the Board may permit the substitution of the names of equivalent members of such other institutions or societies as the Board may recognise for this purpose from time to time.

#### **8.6. ELECTION OR TRANSFER TO ASSOCIATE MEMBER**

The Board shall specify procedures for making nominations or applications for Associate Member and assessment of such nominations or applications prior to their consideration by the Board, provided that unless the Board decides otherwise in a particular case, each candidate shall:

- a. demonstrate a suitable level of engineering competence in accordance with the definition of Associate Member, including sufficient knowledge, skills and professional attributes; and
- b. have been supported by two other Associate Members, Technical Members, Professional Members or Fellows as referees; subject to the provision that where an applicant has difficulty in naming supporters, the Board may permit the substitution of the names of equivalent members of such other institutions or societies as the Board may recognise for this purpose from time to time.

#### **8.7. ELECTION OR TRANSFER TO GRADUATE MEMBER**

The Board shall specify procedures for making nominations or applications for Graduate Member and assessment of such nominations or applications prior to their consideration by the Board, provided that unless the Board decides otherwise in a particular case, each candidate shall demonstrate a suitable qualification in engineering or technology in accordance with the definition of Graduate Member.

## **8.8. ELECTION OR TRANSFER TO COMPANION**

The Board shall specify procedures for making nominations or applications for Companion and assessment of such nominations or applications prior to their consideration by the Board, provided that unless the Board decides otherwise in a particular case, each candidate shall:

- a. have demonstrated that they meet the criteria of Rule 6.8; and
- b. have been supported by two Associate Members, Technical Members, Professional Members or Fellows as referees; subject to the provision that where an applicant has difficulty in naming supporters, the Board may permit the substitution of the names of equivalent members of such other institutions or societies as the Board may recognise for this purpose from time to time.

## **8.9. ELECTION OR TRANSFER TO AFFILIATE MEMBER**

The Board shall specify procedures for making nominations or applications for Affiliate Membership and assessment of such nominations or applications prior to their consideration by the Board, provided that unless the Board decides otherwise in a particular case, each candidate shall have demonstrated that they meet the criteria of Rule 6.9.

## **8.10. ELECTION TO STUDENT MEMBER**

The Board shall specify procedures for making nominations or applications for Student Membership and assessment of such nominations or applications prior to their consideration by the Board, provided that unless the Board otherwise decides in a particular case, each candidate shall demonstrate

- a. that they are studying for a suitable qualification in engineering or technology in accordance with the definition of Student Member; and
- b. that they are supported by their Education Provider as a bona fida candidate for Student Membership.

## **8.11. ELECTION OR TRANSFER BY INVITATION OF THE BOARD**

Notwithstanding the provisions of Rules 8.4 to 8.10, the Board may issue an invitation to any person to become a Member of the Institution in any class considered by the Board to be appropriate. The decision to issue such an invitation must be taken by the unanimous vote of a meeting of the Board, at which not less than two-thirds of the members of the Board are present.

## **8.12. EXEMPTIONS**

The Board may waive any or all of the above requirements for admission to any class of Membership where formal recognition agreements with other institutions exist or in any other case where the Board is satisfied that the candidate has presented sufficient evidence such as properly verified memberships, qualifications and experience.

## **8.13. DELEGATION**

The Board may delegate the responsibility for electing Members who meet the criteria in Rules 8.4 to 8.10 to either the Chief Executive, or a Committee of Members appointed for this purpose.

## **8.14. CONDITIONS ON ELECTION OR TRANSFER**

- 8.14.1 The Board may decline an application for election or transfer if it considers that the applicant is not a fit and proper person to be associated with the Institution or for any other reason. The Board shall not be bound to give a reason for declining such an application.
- 8.14.2 When each election or transfer has been approved, the Chief Executive shall advise the applicant and shall request the payment of the appropriate fees and subscriptions. An election shall not be deemed complete until such sums have been received by the Chief Executive, and if fees and subscriptions are not received within three months from time of notification the election or transfer shall be deemed to have lapsed.
- 8.14.3 Should a person obtain election to any class as a result of supplying misleading or inaccurate information, of which the Board shall be the sole judge, such election may be declared null and void.

## **8.15. DEFERRED MEMBERSHIP STATUS**

- 8.15.1 Members of any class of Membership who intend to temporarily suspend their normal career involving practice in engineering or technology may apply to have their Membership deferred for a period of between 12 and 24 months.
- 8.15.2 A Member who is already deferred may apply for a further period of up to 24 months' deferment to a maximum of 48 months in total.
- 8.15.3 At the end of the nominated period, Members must advise the Chief Executive that they wish to restore their membership to the normal status, and any Member who has not returned to normal status following the period of deferment shall be written off.
- 8.15.4 Deferred Members are not subject to the annual subscription fee for their class of Membership but will be levied a lower subscription fee which must be fully paid in advance.
- 8.15.5 Deferred Members are not eligible for the Rights of Membership stated in Rule 10, are not entitled to use an IPENZ post-nominal, but may receive limited services at the discretion of the Board.

## **8.16. MEMBERSHIP STATUSES**

- 8.16.1 A Member who has completed a period of membership as set by the Board from time to time but being a period of not less than 45 years shall become a Life Member, and as such shall retain her or his Membership class, but be entitled to have her or his subscription rebated. .
- 8.16.2 Members who have ceased active employment, have met criteria in terms of length of Membership of the Institution as may be prescribed from time to time by the Board, and who will no longer receive income other than through superannuation, pensions, benefits or investments may be awarded retired status by the Board, and as such shall retain their Membership class, but be entitled to have their subscription rebated.
- 8.16.3 The Board may recognise Members who temporarily receive low incomes, are temporarily unemployed, or have other circumstances which the Board considers worthy of consideration, and offer those Members access for a limited period to a

Membership status entitling them to such rebate of their Membership subscriptions as may be determined by the Board from time to time.

- 8.16.4 The Board may delegate the authority for making decisions in terms of approval of applications for any Membership statuses created under Rule 8.16 to the Chief Executive.

### **8.17. RESIGNATION, REMOVAL AND REINSTATEMENT**

- 8.17.1 Each Member may by notice in writing to the Chief Executive resign from Membership after payment of all sums due in respect of subscriptions or otherwise.
- 8.17.2 On such resignation the Board shall demand and may sue for the return of any certificate of membership issued to such Member.
- 8.17.3 If the Institution loses and is unable to re-establish contact with a Member within a period of six months, it may remove the Member from the Membership Register.
- 8.17.4 On verified notification of death of a Member, the Member's name shall be removed from the Membership Register, and any fees owing by him or her will be written off.
- 8.17.5 Each Member who has failed to pay or failed to make arrangements to pay their Membership subscription within the prescribed period for maintaining good financial standing shall have their name removed from the Membership Register at the discretion of the Board.
- 8.17.6 A Member may be suspended and later reinstated, or expelled from the Membership register for disciplinary reasons and according to procedures defined in Rule 11.
- 8.17.7 Each person who has ceased to be a Member may apply for reinstatement and the Board may approve such reinstatement under such conditions as it may see fit to impose, and re-enter that person's name in the Membership Register.

## **9. RULE 9 ENTRANCE FEES AND ANNUAL SUBSCRIPTIONS**

### **9.1. ENTRANCE FEES**

The Board may establish from time to time entrance fees payable on election to any class of membership provided that the entrance fees for all candidates for election to membership who, at the time of their election, are members of such engineering institutions as the Board may recognise for this purpose from time to time shall be rebated to such an extent as the Board may determine, and that candidates for election who make application to join the Institution within 12 months of the date of passing their final examinations towards a qualification recognised for Graduate Membership shall always be exempted.

### **9.2. ANNUAL SUBSCRIPTIONS**

- 9.2.1 The rates of Institution subscriptions for each subscription year shall be as fixed by the Board and published in a schedule, a copy of which shall be sent to each Member with the request for payment of the subscription, and if reasonably possible within the first month of the subscription year to which the fees apply.

9.2.2 In setting the subscription for each Membership class the Board may also set rebates according to any of the following:

- a. The Membership statuses created under Rules 8.15 and 8.16.
- b. The residency or otherwise in New Zealand of a Member provided that the period of residence overseas is not less than 12 months, and the reduced rate shall continue to apply to every complete period of 12 months of residence overseas.

### **9.3. PAYMENT**

9.3.1 Each subscription shall be payable in advance and shall become due on the first day of the subscription year, provided that

- a. A Member elected part way through the subscription year shall pay a reduced subscription according to a part-year payment schedule that the Board shall determine.
- b. A reduced subscription calculated as in Rule 9.3.1(a) shall be granted only if any entrance fee and the reduced subscription are paid within three months of advice of election.

9.3.2 Each Member shall be liable for the payment of the annual subscription until submitting his or her resignation in writing to the Chief Executive unless the Member has been expelled from the Institution. A Member shall remain liable for any subscription, which was due prior to the date of resignation or expulsion. On such resignation or expulsion the Board shall demand and may sue for any arrears of subscription.

### **9.4. ARREARS**

9.4.1 Each Member whose subscription for the current year has not been paid within six months of its becoming due and who has not been granted approval and commenced to pay by instalment shall be "in arrears of subscription" and the Member's rights of Membership as defined in Rule 10 shall be suspended until the arrears have been paid.

9.4.2 If a Member shall remain in arrears of subscription for five months after the suspension of his or her Membership rights under Rule 9.4.1, the Member's name may be removed from the Membership Register by the Board, and he or she shall thereupon cease to be a Member.

### **9.5. REMISSION OF SUBSCRIPTION AND SPECIAL PAYMENT CONDITIONS**

In special circumstances of which it shall be the judge, the Board may remit any subscription or part thereof or make special conditions for payment.

## **10. RULE 10 RIGHTS OF MEMBERSHIP**

10.1 Each Member may attend any general meeting of the Institution or of a Branch, Practice College, Technical Interest Group, Special Interest Group or Chapter of the Institution of which he or she is a member and, subject to the provisions of the Rules, may introduce for consideration any matter which comes within the scope of the

- Object of the Institution and may speak to or vote upon any motion which may be before such meeting.
- 10.2 Each Member may seek the advice and support of the Institution or of the Board or both on any matter coming within the Object of the Institution and on any other matter concerning his or her welfare.
- 10.3 Each Voting Member may vote in an election, referendum or ballot conducted by the Institution.
- 10.4 Except as provided elsewhere in these Rules, each Member may nominate or be nominated for election to membership of the Board or of the committee of the Branch, Practice College, Technical Interest Group, Special Interest Group or Chapter of which he or she is a member.
- 10.5 Each Member, other than a Student Member, shall be entitled to receive a copy of the official journal of the Institution.
- 10.6 No group within the Membership shall be permitted to make a decision which has significant impact outside of that decision making group without first following notification and consultation procedures to obtain the consent of those Members affected. In exercising its various powers under these Rules, the Board will have final and binding authority to decide on how this Rule will operate.
- 10.7 The Institution shall take no action on behalf of any person who is eligible for Membership but who is not a Member unless such action will assist a Member or group of Members.

## **11. RULE 11 COMPLAINTS ON CONDUCT OF MEMBERS AND DISCIPLINE**

- 11.1 The Board must prescribe Regulations (the “Disciplinary Regulations”) that:
- a. Set out the procedures for the investigation, hearing and determination of complaints against Members in respect of Rule 4.
  - b. Appoint and set out the powers of Complaints Research Officers, Investigating Committees, Disciplinary Committees, Appeal Committees and Chairs of these Committees of the Institution.
  - c. Allow that the Chair of the Disciplinary Committee may rule that a complaint be dealt with immediately by a Disciplinary Committee provided that in relation to the complaint one or more of the following grounds applies:
    - (i) The Member concerned has been convicted by a competent Court or Tribunal of an offence punishable by a sentence of imprisonment or a fine exceeding \$2,000.
    - (ii) The Member concerned has been disciplined under Section 21 of the Chartered Professional Engineers of New Zealand Act 2002 or subsequent amendments thereof.
  - d. Set out the orders which may be made by any Disciplinary Committee or Appeal Committee.
- 11.2 In fulfilling his or her obligation as a Member for upholding professional standards of behaviour by engineers, should any Member make a complaint alleging that another Member has acted in breach of Rule 4, the Chief Executive must initiate action to deal

with such complaint in accordance with the Regulations prescribed by the Board in pursuance of Rule 11.1.

- 11.3 Should the Chief Executive receive a complaint from any other source alleging that a Member has acted in breach of Rule 4, the Chief Executive must initiate action to deal with such complaint in accordance with the Regulations prescribed by the Board in pursuance of Rule 11.1.
- 11.4 Should the Chief Executive receive information from any source which, in his or her opinion, indicates that a Member may have acted in breach of Rule 4, then the Chief Executive may deem the matter to be a complaint and initiate action to investigate the Member's behaviour in accordance with the Regulations prescribed by the Board in pursuance of Rule 11.1.
- 11.5 If a Disciplinary Committee appointed under Rule 11.1 decides that a Member whose conduct is the subject of the investigation has acted in breach of Rule 4, the Committee may make one or more of the following orders:
- a. That such Member be expelled from Membership of the Institution.
  - b. That such Member be suspended from Membership for any period.
  - c. That such Member be suspended from the Membership until such time as the Member has fulfilled requirements for professional development as have been specified by the Committee.
  - d. That if by a prescribed date the Member fails to fulfil requirements for professional development as have been specified by the Committee such Member be suspended from Membership for a specified period of time.
  - e. That a fine not exceeding an amount determined from time to time by the Board and duly published in the official journal of the Institution be imposed on such Member.
  - f. That such Member be reprimanded or admonished.
  - g. That such Member pay a sum not exceeding an amount determined from time to time by the Board and duly published in the official journal of the Institution towards such costs incurred by the Institution and/or the complainant as are directly attributable to the investigation, hearing and/or determination of the complaint.
  - h. That upon completion of consideration of the complaint according to the procedures under the Disciplinary Regulations, the Member be named, the order made against the Member be stated, the nature of the breach described in the official journal of the Institution, the matter publicised in any other manner as may be prescribed by the Committee, or any combination of these possibilities as the Committee might prescribe.
- 11.6 An Appeal Committee may affirm, vary or reverse any order of a Disciplinary Committee, or make any order that a Disciplinary Committee is able to do under Rule 11.5.

## **12. RULE 12 PAPERS AND ARTICLES**

- 12.1 Each Member who submits with a view to its publication by the Institution a paper, article or other communication shall undertake:

- a. That the paper has not been published and that the Member will not permit its publication before it is accepted or declined by or withdrawn with the assent of the Board;
  - b. That if it is accepted for publication by the Board the paper and the copyright therein shall thereupon become the property of the Institution.
- 12.2 Should the Board refuse or neglect to publish the paper or delay its publication beyond a reasonable time, the property therein shall revert to the author.
- 12.3 Each non-Member who submits a paper for publication shall be required to sign an undertaking on the terms set out in Rule 12.1.

### **13.      RULE 13    AWARDS**

The Board may make such awards of the Institution on such conditions as it may decide. The Chief Executive shall keep a list of such awards and details of the relevant conditions and procedures.

## SECTION III – GOVERNANCE AND MANAGEMENT

### 14. RULE 14 COMPOSITION, OFFICE TENURE AND ELECTIONS OF THE BOARD

- 14.1 The affairs of the Institution shall be governed by a Board, which shall consist of:
- a. The President, the Deputy President, and the Vice-President each elected for a term of one year.
  - b. Six Board members each elected for a term of two years.
  - c. No more than two Board members each appointed by the Board for a term of one or two years.
  - d. The most recent Past-President who is willing and able to serve, ex-officio for a term of one year.
- 14.2 The President, Deputy President, Vice-President and Past President shall be collectively known as the senior office holders of the Institution.
- 14.3 Three of the six elected Board members shall complete their two-year terms of office at alternate Annual General Meetings.
- 14.4
- (a) Only Fellows shall hold the office of President, Deputy President or Vice-President and no such Fellow shall hold the same office for two consecutive years unless he or she is elected to that office for a second time by the process set out in these Rules.
  - (b) No Member who on completion of his or her term of office has served for six or more consecutive years on the Board shall again serve on the Board until six months have elapsed except that the President, the Deputy President, the Vice-President and Immediate Past-President shall not be excluded from such offices by reason of previous service on the Board and a Member who has served for five consecutive years on the Board shall not be excluded from serving a full term of two years.
- 14.5 The term of office of each Member of the Board shall begin at the conclusion of the Annual General Meeting immediately following election or appointment and shall end at the conclusion of the first or second Annual General Meeting thereafter as the case may be.
- 14.6
- (a) The Board may fill a casual vacancy among its elected or appointed members.
  - (b) The election to the office of President, Deputy President, or Vice-President of an elected or appointed Member of the Board before the expiry of the term of office for which the Member was elected or appointed shall be deemed to create a casual vacancy.
  - (c) Each Member appointed to fill such vacancy shall hold office for the remainder of the term of the Member of the Board replaced. For the purposes of Rule 14.3 the service of a Member so appointed for a partial term shall be disregarded.
  - (d) Each vacancy not filled at an election of members of the Board shall be deemed a casual vacancy. For the purposes of Rule 14.3 each Member appointed to fill such a vacancy shall be deemed to take office as if duly elected.

- 14.7
- (a) Any Financial Member may nominate any other Financial Member for one of the positions as elected Board member.
  - (b) Any Financial Member may nominate for the office of President, Deputy President or Vice-President any Fellow who is a Financial Member, provided that the nominee for President if and when elected shall within the previous five years have served for not less than two years as a Member of the Board..
  - (c) Each nomination shall be in writing on the prescribed form and shall bear the consent in writing of the Member nominated.
  - (d) Each candidate shall be invited to submit with the nomination paper the following information:
    - (i) name, photograph and personal information;
    - (ii) Membership history including dates of election to or transfer between membership classes;
    - (iii) present position or occupation and brief work history;
    - (iv) offices (present or former) held in the Institution or its Branches, Practice Colleges, Technical Interest Groups, Special Interest Groups or Chapters;
    - (v) a brief supporting statement.
  - (e) Nominations shall be received by the Chief Executive and shall close on a date set by the Board, which date shall be no later than 42 days before the Annual General Meeting.
- 14.8
- (a) The names of Members nominated for each office shall be printed on ballot papers one of which, together with a summary of the information referred to in Rule 14.6(e), shall be posted not less than 28 days before the Annual General Meeting to each Voting Member entitled to vote thereon.
  - (b) Each Member voting shall mark the ballot paper in accordance with the instructions thereon and shall return such ballot paper to reach the Chief Executive before a closing date set by the Board and not later than 14 days before the Annual General Meeting.
  - (c) Upon resolution of the Board, the processes described in (a) and (b) may be undertaken using electronic means to distribute the ballot papers, facilitate the voting process and submit votes to the Chief Executive.
  - (d) The Board shall appoint two or more scrutineers being neither Members of the Board nor candidates in the election.
  - (e) Such scrutineers shall count the votes and report thereon to the Board not later than seven days before the Annual General Meeting.
  - (f) The Board shall report to the Annual General Meeting the names of the candidates elected.
  - (g) On application to the Chief Executive, each candidate shall be given confidential particulars of the votes cast in respect of the office for which the candidate was nominated.

- (h) Where there are more than two candidates for the position of President, Deputy President, or Vice President, the voting system used shall be a preferential voting system.
- 14.9
- (a) If practicable, the Board shall select any appointed Board Member at a meeting of the Board immediately preceding the Annual General Meeting.
  - (b) Such appointment shall if practicable be reported to the Annual General Meeting, and failing that as soon as possible in the official journal of the Institution.

## **15. RULE 15 PROCEDURES, POWERS AND DUTIES OF THE BOARD**

- 15.1 The Board shall meet as often as the business of the Institution may require.
- 15.2 All decisions, authorities, powers and obligations of the Council and terms of office on the Council as defined in previous versions of these Rules or documents in current use shall be deemed to be those of the Board.
- 15.3 The Board shall develop and implement a strategic plan for meeting the Object of the Institution, and in development of this plan shall consult the Membership.
- 15.4
- (a) The Board may appoint committees for special purposes and the members of such appointed committees need not be Members of the Institution. Unless the Board otherwise prescribes, each such appointment shall be deemed to terminate at the conclusion of the next Annual General Meeting.
  - (b) The Board may appoint persons to represent the Institution on other bodies and such persons need not be Members of the Institution. Unless the Board otherwise prescribes, each such appointment shall be deemed to continue until terminated by the Board.
  - (c) The Board may give to any such appointed committee or representative the power to act provided that such approved action must be consistent with the Object of the Institution and these Rules.
  - (d) Such appointed committee or representative shall report to the Board as prescribed by the Board.
- 15.5 The President, the Deputy President and the Vice-President shall be ex-officio members of all committees appointed by the Board.
- 15.6
- (a) The control of the funds of the Institution shall be vested in the Board and the Board may authorise the expenditure of such sums as it considers necessary for the furtherance of the Object of the Institution.
  - (b) The Board may deal with the funds of the Institution by depositing such funds with a bank or by investing in and purchasing such fixed and floating assets and securities, whether statutory trustee securities or not, as it considers necessary for the furtherance of the Object of the Institution.
  - (c) The Board may withdraw, sell or otherwise convert into money any deposit, fixed or floating asset or security of the Institution and may apply the moneys so obtained in any manner permitted by the Rules.

- (d) The Board may borrow money for the furtherance of the Object of the Institution, and in particular, but without limitation, the Board may borrow money for the purpose of purchasing a site for offices, library, meeting rooms and other accommodation of the Institution and members, with or without buildings thereon, and for the purpose of building, fitting and furnishing such offices, library, meeting rooms and other accommodation; and for the purposes of purchasing any additional land with or without buildings thereon required for the future use or occupation of the Institution in whole or in part for any of the purposes mentioned in this Rule and any money to be borrowed by the Board may be borrowed in such manner as the Board thinks fit, with or without charge upon the property of the Institution and the Board may secure repayment of any moneys borrowed and interest thereon at such rate as the Board thinks fit, by mortgage or charge upon the property of the Institution of any part or parts thereof.
  - (e) The Board may give guarantees and may give security in support of guarantees.
  - (f) All payments shall be approved by the Board and all cheques and other bank withdrawal authorities for sums in excess of a limit to be fixed from time to time by the Board shall be valid only if signed by the Chief Executive or any other staff Member approved for this purpose by the Board and one Member of the Board; for sums below that limit the signatories may be any two of the Chief Executive and other staff members approved for the purpose by the Board.
- 15.7 (a) At the end of each financial year the Board shall prepare an Annual Statement of Accounts, which after being certified by the Auditor shall be circulated to Members and laid before the Annual General Meeting for approval by the Members. The Annual Statement of Accounts shall contain:
- (iii) the income and expenditure of the Institution during the Institution's last financial year;
  - (iv) the assets and liabilities of the Institution at the close of the last financial year; and
  - (v) all mortgages, charges, and securities of any description affecting any of the property of the Institution at the close of the last financial year.
- (b) The Board shall prepare an Annual Report, which shall be circulated to members and laid before the Annual General Meeting.
- 15.8 The Board may make standing orders for the conduct of general meetings of the Institution and meetings of the Board and committees and for regulating the affairs of the Institution which standing orders shall not be contrary to the Rules. (See Appendix 1).
- 15.9 The quorum for meetings of the Board shall be six. Members of the Board linked to a meeting by conference telephone or video shall be deemed to be present for the purposes of a quorum and to be rightfully present in terms of Rule 19.1 or for any other purpose required by these Rules. Any written proposal which has been sent to each Board Member and returned to the Chief Executive either with an affirming signature in hard copy or by telephone facsimile or by an electronic text message shall become a decision of the Board when the required number of affirmations and lesser number or absence of objections have been confirmed so as to comply with these Rules. Such decisions shall be ratified and recorded in the minutes of the next Board meeting.

- 15.10 The decision of the Board on the interpretation of the Rules, on all matters dealt with by it in accordance with the Rules and on matters not provided for in the Rules shall be final and binding on all members.
- 15.11 All Branches, Practice Colleges, Special Interest Groups and Technical Interest Groups shall operate their affairs according to protocols defined by the Board for the exercise of proper accountability over their actions as subsidiary organisations of the Institution.
- 15.12 (a) The Institution shall indemnify present and past members of the Board, committee members, the Chief Executive as appointed under Rule 16, and all staff as appointed by the Chief Executive, and any other Officer of the Institution in respect of liabilities arising from the performance of their functions or duties connected to their role in the Institution.
- (b) The Board shall use its best endeavours to have in place at all times insurance to meet the purposes as set down in 15.12(a).

## **16. RULE 16 APPOINTMENT AND DUTIES OF THE STAFF AND THE AUDITOR**

- 16.1 The Board shall appoint a Chief Executive and determine his or her remuneration, and may establish procedures to be followed for the employment of other staff and the determination of their remuneration.
- 16.2 The Chief Executive and other staff working under his or her direction shall perform such duties as the Board may decide.
- 16.3 An auditor who shall be a Member of the Institute of Chartered Accountants of New Zealand shall be elected by the Annual General Meeting, which shall also either fix the auditor's remuneration or delegate to the Board this responsibility.
- 16.4 The Board or committees may delegate their respective powers to the Chief Executive as they deem fit.
- 16.5 All authorities and obligations assigned to the Executive Director or the Secretary as defined in previous versions of these Rules or documents in current use shall be deemed to rest with the Chief Executive provided that they continue to be within the Rules and the current policies of the Board.
- 16.6 Employees of the Institution are ineligible to be members of the Board.

## **17. RULE 17 ANNUAL GENERAL MEETING**

- 17.1 The Annual General Meeting of the Institution shall be held once in each calendar year on a date and at a place to be fixed by the Board.
- 17.2 A copy of the Notice of the AGM shall be distributed to each Member by post or by electronic means, at least 14 days prior to the AGM.
- 17.3 At least 14 days prior to the AGM each Member shall be sent either a copy of the Annual Report or instructions about how to receive the report in electronic format or by post. The Annual Report shall include either the Statement of Accounts, or a summary

thereof with instructions on how to obtain the full Statement of Accounts, at the discretion of the Board.

17.4 The Statement of Accounts and Annual Report shall be presented to the AGM.

17.5 There shall be no quorum for the AGM.

## **18. RULE 18 SPECIAL GENERAL MEETING**

18.1 A Special General Meeting of the Institution shall be called at any time:

- a. By resolution of the Board; or
- b. On the written requisition of 30 or more Voting Members provided that the requisition to call such meeting shall state the motion or motions to be moved thereat.

18.2 If a Special General Meeting is requisitioned by members the following conditions will apply:

- a. The meeting shall normally be held within two months of the receipt of such requisition unless this is extended by agreement between the Board and the requisitioning Members;
- b. Notwithstanding the provisions of Rule 18.2(a) above, if the Board in its sole discretion is of the opinion that a requisition is contrary to the provisions of Rule 10.6, then the Board may require a process of prior notification and consultation with any group or groups within the Membership before proceeding to call the Special General Meeting provided that the meeting is called no later than four months from the receipt of the requisition.

18.3 Notice of the time and place of a Special General Meeting shall be posted to each Member at least 14 days prior to such meeting and such notice shall also state the motion or motions to be moved thereat.

18.4 No other motion except that of which due notice has been given shall be considered at a Special General Meeting unless its subject matter is relevant to or dealing with the subject matter of such first-mentioned motion or motions.

18.5 Thirty Voting Members shall constitute a quorum for a Special General Meeting.

18.6 If within one hour after the time fixed for the holding of a Special General Meeting a quorum is not present no meeting shall be held.

## **19. RULE 19 VOTING AT MEETINGS**

19.1 Only Voting Members actually and rightfully present at any meeting of the Board, a committee or a general meeting shall have the right to vote on any motion before such meeting.

19.2 Each Voting Member shall have the right to exercise one vote on each motion before such meeting except that in the case of equality of voting the chairperson may exercise a casting vote in addition to a deliberative vote.

- 19.3 Voting on any motion before such meeting shall be by the voices, except that any Voting Member present at such meeting may require a show of hands and any ten per cent of the Voting Members present at such meeting may require a secret ballot.
- 19.4 A majority of the Voting Members shall decide any question unless the Rules provide otherwise.
- 19.5 At the conclusion of voting on any question before a Special General Meeting any ten per cent of those entitled to take part may require a final confirming secret ballot of just the Members and Fellows present. Notwithstanding the result of any earlier voting the question shall be decided by the majority of this final confirming ballot.

## **20. RULE 20 REFERENDUM**

The Board may, and on the written request of 100 Voting Members shall, take a referendum of Members on any question. The Board shall publish the result of such referendum but shall not be bound by it.

## **21. RULE 21 ALTERATIONS OF RULES**

- 21.1 Rules shall be made, amended or rescinded only by a resolution passed at a General Meeting.
- 21.2 No addition to or alteration of Rule 25, Winding-Up, shall be made without the approval of the Inland Revenue Department.

## **22. RULE 22 REGULATIONS**

- 22.1 The Board may make Regulations on matters referred to in the Rules that require further elaboration in detail.
- 22.2 Regulations shall be made, amended or rescinded by the assent of not less than two-thirds of the members of the Board.
- 22.3 Information regarding Regulations made, amended or rescinded shall be communicated to Members by posting a notice to each Member or by publication in the Journal of the Institution of such Regulations or a summary thereof together with advice that a copy of such Regulations may be obtained from the Chief Executive on request.

## **23. RULE 23 PROPERTY**

The property and effects of the Institution of every kind shall be used solely in furtherance of the Object of the Institution and, except as provided in these Rules, no portion of such property or effects or profit or surplus shall be surrendered or paid to any Member either by way of bonus, gratuity or dividend or in any other manner whatever except that an honorarium may be paid to a Member for services rendered.

**24.        RULE 24     CONTROL AND USE OF THE COMMON SEAL**

The Institution shall have a common seal which shall be kept by the Chief Executive at the registered office of the Institution and shall be affixed to any document only on the resolution of the Board and each impression of the seal shall be valid only if attested in writing by any two of the Chief Executive and the members of the Board.

**25.        RULE 25     WINDING-UP**

In the event of the winding-up of the Institution any property and effects of the Institution shall be bequeathed by the Institution for the purpose of furthering scientific knowledge or promoting the welfare of the engineering and technology profession or other such and similar purposes as the Board shall decide.

## **SECTION IV – SUBSIDIARY ORGANISATIONS**

### **26. RULE 26 BRANCHES**

#### **26.1. CREATION OF BRANCHES**

The Board may create Branches as subsidiary bodies of the Institution, and shall decide the geographic boundaries that define each Branch, and the branch name for each Branch so created.

#### **26.2. OBJECTS**

The Object of the Branch shall be the advancement of the Object of the Institution within the geographic region that defines the Branch, by:

- a. providing networking amongst Branch members;
- b. assisting with mentoring of young engineers;
- c. delivering a regional programme supporting the career development of members and recognising local initiatives in engineering;
- d. supporting the wider community on behalf of the engineering profession; and
- e. obtaining the views of Branch members and representing these views to the Board.

#### **26.3. MEMBERSHIP**

26.3.1 Every Member of the Institution resident in the area, and such other Members as the Board may decide, shall be members of the Branch provided that the Board may permit a resident in the Branch area to become a Member of another Branch.

26.3.2 Every Member of the Branch who is a Financial Member of the Institution shall be entitled to attend general meetings of the Branch and to vote.

#### **26.4. BRANCH CHAIRPERSON AND COMMITTEE**

26.4.1 The affairs of each Branch shall be managed by a Branch Committee chaired by a Chairperson.

26.4.2 The Branch Committee shall contain no less than two members in addition to the Chairperson who are elected pursuant to Rule 26.6.1, and co-opted members.

26.4.3 The terms of tenure of the positions of Chairperson and Committee Member are one year to the next Branch Annual General Meeting.

26.4.4 No Member of a Branch shall be prevented from holding office on the Committee by reason of their prior service on the Committee, save that the prior permission of the Board shall be required in order for a Member who has served for three or more one-year terms as Chairperson of the Branch to be elected to that position for a further term.

26.4.5 Any Branch may designate titles for positions within the Committee to associate them with particular roles.

26.4.6 Decisions of the Branch Committee are made by majority vote of those present if five or more Committee members are present, or at least two-thirds majority if four or fewer members are present, there being no casting vote.

## **26.5. ANNUAL MEETING AND RECEIPT OF BRANCH ANNUAL REPORT**

26.5.1 The Financial Year of the Institution shall apply to each Branch.

26.5.2 The Annual General Meeting of each Branch shall be held within three months of the end of each Financial Year, at a time set by the Branch Committee.

26.5.3 The Chairperson shall present an annual report on activities to the Annual General Meeting, and this will normally be distributed to all Branch members.

26.5.4 The Committee shall prepare a report on Branch activities for inclusion in the Institution's Annual Report.

26.5.5 The annual report shall cover activities of the Branch and the use of funds in the Branch.

## **26.6. ELECTION OF OFFICERS**

26.6.1 The election of the Branch Chairperson and Committee shall occur at the Annual General Meeting, or failing that by postal ballot of all Financial Members as soon as possible thereafter.

26.6.2 Nominations shall be open of a period not exceeding one month prior to the Annual General Meeting, and shall be closed during the Annual General Meeting of each Branch.

26.6.3 Nominations must be made by a Financial Member who is a Member of the Branch, and acceptance of nomination must be verified for a nomination to be valid.

26.6.4 Candidates must be Financial Members at time of election.

26.6.5 Financial Members of the Institution who are members of a Branch may be co-opted onto the Committee by a two-thirds majority vote of the elected members.

## **26.7. EXPENDITURE**

26.7.1 The Branch shall be allocated funds by the Board to enable it to undertake activities within the Branch region.

26.7.2 Such funds shall be expended only in furtherance of the Object of the Institution and in accordance with procedures specified by the Board.

26.7.3 Branches may charge fees for specific activities provided that the fees charged and the spending of them is in accordance with procedures specified by the Board.

## **26.8. MEETINGS**

- 26.8.1 Meetings of the Branch Committee and meetings of the Branch shall be held as required.
- 26.8.2 Special General Meetings of the Branch may be called by the Branch Committee on its own initiative or at the written request of ten Financial Members who are members of the Branch for the purpose of discussion of the performance of the Branch.
- 26.8.3 Visitors may be introduced by members to Branch meetings subject to the approval of the Chairperson. Visitors may take part in discussions on the invitation of the chairperson.
- 26.8.4 The chairperson of the Branch, when present, shall preside at each Branch meeting and in his or her absence another Member of the committee shall preside. If no such Member is present then the members present shall appoint a chairperson from among their members.
- 26.8.5 A quorum for the Branch Committee shall be the lesser of three or two-thirds of the total Committee. For a Special General Meeting of the Branch the quorum shall be ten Financial Members. There shall be no quorum for the Annual General Meeting of the Branch.

## **26.9. PUBLICATIONS AND OTHER OUTPUTS**

Branches may prepare publications and other forms of output, and release these outside the Branch membership provided that they have been prepared in accordance with procedures specified by the Board for such activities within the Institution.

## **26.10. REPRESENTATION**

At all times and in all forms of output that it creates, each Branch must present and represent itself as a Branch of the Institution.

## **26.11. DISSOLUTION OF A BRANCH**

- 26.11.1 The Board may dissolve a Branch, reallocate the geographic region that it represents into other Branches, transfer the members of the Branch to other Branches according to the new Branch boundaries, take control of any unspent Branch funds, after giving six months' notice to Branch members, provided that at least one of the following criteria is satisfied:

The members of the Branch request the dissolution, as determined by a 75% majority of those present at a Special General Meeting called for the purpose of discussing a motion for dissolution; or

The Board is of the view that the Branch is non-viable as evidenced by lack of activity, or failure to form a Committee for an extended period of time.

- 26.11.2 In expending any unspent Branch funds, so far as is reasonably possible, the Board must follow any direction previously given by the Branch for the use of the funds.

## **27. RULE 27 TECHNICAL INTEREST GROUPS AND SPECIAL INTEREST GROUPS**

### **27.1. CREATION OF TECHNICAL INTEREST GROUPS AND SPECIAL INTEREST GROUPS**

27.1.1 On request by twelve or more Financial Members, the Board may create a Technical Interest Group or Special Interest Group as a subsidiary body of the Institution, and specify the domain of activity and name for each Group so created.

27.1.2 The Board may agree that the Group be a joint group with one or more other organisations, and if so, declare whether the Institution or one of the other organisations shall carry responsibility for the activities of the Group.27.1.3. In the event that the responsibility is carried by another organisation then the Group shall be constructed according to the rules of that organisation for creation, operation and dissolution of such groups, in which case the remainder of these Technical Interest Group and Special Interest Group Rules shall not apply.

27.1.3 In the event that any part of Rule 27 is found to be in conflict with other Rules of the Institution then the other Rules of the Institution shall take precedence so that all activities of Technical Interest Groups and Special Interest Groups and their members are in accord with the Rules of the Institution as a whole.

### **27.2. OBJECT**

27.2.1 The Object of each Technical Interest Group shall be the advancement of the Object of the Institution within the domain of activity of the Technical Interest Group, by:

- a. informing members of the Group on important national and international developments and issues that lie within the domain of activity;
- b. contributing to knowledge development in the domain of activity;
- c. supporting the identification of good engineering practice within the domain of activity;
- d. preparing informed comment on public policy issues within the domain of activity; and
- e. creating a network amongst members with similar technical interests by regular communication.

27.2.2 The Object of each Special Interest Group shall be the advancement of the Object of the Institution within the domain of activity of the Special Interest Group, by:

- a. informing members of the Group on important national and international developments and issues that lie within the domain of activity;
- b. contributing to knowledge development in the domain of activity;
- c. supporting the identification of good engineering practice within the domain of activity;
- d. preparing informed comment on public policy issues within the domain of activity; and
- e. creating a network amongst members with similar special interests by regular communication.

### **27.3. MEMBERSHIP**

- 27.3.1 Every Member of the Institution who expresses an interest in joining and who pays the relevant subscription shall be a member of any Group, and shall be entitled to have their Institution Membership class recognised in relation to the Group.
- 27.3.2 If the Board has agreed that a Group be a joint group with another organisation, every member of that organisation who expresses an interest to join and who pays the relevant subscription shall be a member of the Group, and if they hold a competence-graded membership class within that organisation shall be entitled to have that membership class recognised in relation to the Group.
- 27.3.3 Persons eligible to enter a competence-graded Membership class of the Institution or who hold a recognised engineering qualification but who are not Members of the Institution may be admitted to membership of the Group only if the Committee agrees to their admission, and the Board is satisfied that the number of members admitted under this rule is small in relation to those admitted under Rule 27.3.1 or Rule 27.3.2.
- 27.3.4 Subject to permission of the Board, and at the discretion of the Committee other persons, beyond those covered by Rules 27.3.1 to 27.3.3, who express an interest in the domain of activity, and whose inclusion adds value to the activities of a Group, may be permitted to become members of the Group, provided that they pay the relevant subscription.
- 27.3.5 Subject to permission of the Board, and at the discretion of the Committee of each Group, an organisation expressing an interest in the domain of activity, and whose inclusion adds value to the activities of the Group as a whole, may be invited to become an organisational member of the Group, provided that it pays the relevant subscription.
- 27.3.6 Each organisation that is a member of a Group shall be entitled to nominate one or more persons who shall be treated as if they are individual members of the Group, the number of such nominations per organisation being decided from time to time by the Committee.
- 27.3.7 Every person who is a member or nominated by an organisation that is a member of a Group shall be entitled to attend general meetings of the Group and to vote.
- 27.3.8 Membership of a Group in itself does not confer the rights of Membership of the Institution.
- 27.3.9 Members of a Group who have not paid the subscription within a period of time prescribed by the Board may be removed from membership of the Group at the discretion of the Board.
- 27.3.10 If a Group is largely composed of members who are resident outside New Zealand, and carries out its primary activities outside New Zealand, the Board may give permission for the Group to establish competence-graded membership classes, provided that these classes are consistent with the competence-graded Membership classes of the Institution.

### **27.4. CHAIRPERSON AND COMMITTEE**

- 27.4.1 The affairs of each Group shall be managed by a Committee chaired by a Chairperson.

- 27.4.2 The Committee shall contain no less than two members, in addition to the Chairperson, who are elected pursuant to Rule 27.6.1 and co-opted members.
- 27.4.3 The terms of tenure of the positions of Chairperson and Committee member are one year to the next Annual General Meeting.
- 27.4.4 No member of a Group shall be prevented from holding office on the Committee by reason of their prior service on the Committee, save that the prior permission of the Board shall be required in order for a member who has served for three or more one-year terms as Chairperson to be elected to that position for a further term.
- 27.4.5 Any Group may choose to designate titles for positions within the Committee to associate them with particular roles.
- 27.4.6 Any Group Committee may form sub-committees to perform particular roles, and co-opt members to those sub-committees, provided that all decisions of a sub-committee are subject to ratification by the Committee.
- 27.4.7 Decisions of the Committee are made by majority vote of those present if five or more Committee members are present, or at least two-thirds majority if four or less members are present, there being no casting vote.
- 27.4.8 Notwithstanding the other provisions of Rule 27.4, if a Group is largely composed of members who are resident outside New Zealand, the Board may extend the terms of tenure of the Chairperson and Committee members from one to two or three years, may define representative geographic regions and may impose a requirement that at least one Committee member come from each region.

## **27.5. ANNUAL MEETING AND RECEIPT OF ANNUAL REPORT**

- 27.5.1 The Financial Year of the Institution shall apply to each Group unless the Board agrees otherwise.
- 27.5.2 The Annual General Meeting of each Group shall be held within three months of the end of each Financial Year at a time set by the Committee.
- 27.5.3 The Chairperson shall present an annual report on activities to the Annual General Meeting, and this will normally be distributed to all Group members.
- 27.5.4 The Committee shall prepare a report on Group activities for inclusion in the Institution's Annual Report.
- 27.5.5 The annual report shall cover activities of the Group and the use of funds by the Group.

## **27.6. ELECTION OF OFFICERS**

- 27.6.1 The election of each Group Chairperson and Committee shall occur at the Annual General Meeting, or failing that by postal ballot of all members as soon as possible thereafter.
- 27.6.2 Only individual persons and not organisations may be elected to the Committee or as Chairperson.

- 27.6.3 Nominations shall be open for a period not exceeding one month prior to the Annual General Meeting, and shall be closed during the Annual General Meeting of each Group.
- 27.6.4 Nominations must be made by an individual member of the Group who personally, or whose organisation, is a member of the Group, and acceptance of nomination must be verified for a nomination to be valid
- 27.6.5 Candidates must be fully financial at time of election.
- 27.6.6 Members of the Group or nominees of organisations that are members of the Group may be co-opted onto the Committee of that Group by a two-thirds majority vote of the elected members of the Committee.

## **27.7. INCOME AND EXPENDITURE**

- 27.7.1 The Committee of each Group shall recommend membership subscriptions to the Board which shall be sufficient to cover the normal operating expenses of the Group.
- 27.7.2 Subscription income shall be expended only in furtherance of the Object of the Group and in accordance with procedures specified by the Board for ensuring that the Group behaves responsibly towards the Institution as a whole.
- 27.7.3 Groups may charge fees for specific activities for which the costs cannot be met from subscription income provided that the fees charged and the spending of them is in accordance with procedures specified by the Board for ensuring that the Group behaves responsibly towards the Institution as a whole.

## **27.8. MEETINGS**

- 27.8.1 Meetings of the Committee and meetings of each Group shall be held as required.
- 27.8.2 Special General Meetings of the Group may be called by the Committee on its own initiative or at the written request of ten members for the purpose of discussing the performance of the Group.
- 27.8.3 Visitors may be introduced by members to Group meetings subject to the approval of the Chairperson, and such visitors may take part in discussions on the invitation of the Chairperson.
- 27.8.4 The Chairperson of the Group, when present, shall preside at each Group meeting and in his or her absence another member of the Committee shall preside. If no such member is present then the members of the Group present shall appoint a Chairperson from among their members.
- 27.8.5 A quorum for the Committee shall be the lesser of three or two-thirds of the total Committee. For a Special General Meeting of the Group the quorum shall be ten members. There shall be no quorum for the Annual General Meeting of the Group.

## **27.9. PUBLICATIONS AND OTHER OUTPUTS OF ACTIVITY**

Groups may prepare publications and other forms of output within their domain of activity, and release these outside the membership provided that they have been prepared in accordance with procedures specified by the Board for such activities within the Institution.

## **27.10. REPRESENTATION**

27.10.1 At all times and in all forms of output that it creates, each Group must present and represent itself as either a Technical Interest Group or a Special Interest Group of the Institution, except that in cases where the Board has agreed that the Group be a joint group with another organisation the Group may also present and represent itself in relation to that other organisation.

27.10.2 In representing themselves in their own activities, outside the activities of the Group, those members of the Group:

27.10.2.1 who hold a competence-graded Membership arising from one or more of Rules 27.3.1, 27.3.2 or 27.3.10 and whose competence is aligned with the domain of activity of the Group, may use the title of the relevant named class of Membership in relation to the Group

27.10.2.2 other persons admitted under Rules 27.3.1, 27.3.2 or 27.3.10, may use the title member of the Group

27.10.2.3 other members may only use the title of affiliate member of the Group, and may not imply by any means that they are Members of the Institution itself.

## **27.11. DISSOLUTION OF A GROUP**

27.11.1 The Board, either acting alone or in conjunction with any other organisation with which the Group is a joint Group, may dissolve a Group provided that at least one of the following criteria is satisfied:

- a. The members of the Group request the dissolution, as determined by a 75% majority of those present at a Special General Meeting called for the purpose of discussing a motion for dissolution.
- b. The Board and any other organisation with whom the Group is a joint Group are of the view that the Group is non-viable as evidenced by poor financial performance, lack of activity, or failure to form a Committee for an extended period of time.
- c. The Board has agreed that the Group be a joint group with another organisation, and that organisation requests dissolution.

27.11.2 In expending any unspent Group funds, in so far as is reasonably possible, the Board must follow any direction previously given by the Group for the use of the funds.

## **28. RULE 28 PRACTICE COLLEGES**

### **28.1. CREATION OF PRACTICE COLLEGES**

The Board may establish one or more Practice Colleges if it considers that formation of such a College will enable the Object of the Institution to be advanced.

## **28.2. OBJECT**

The Object of each Practice College shall be the advancement of the Object of the Institution, by enabling competence standards and ongoing practice requirements to be determined, maintained and used by peer groupings within the one or more areas of engineering practice for which it was formed.

## **28.3. MEMBERSHIP**

28.3.1 Every Member of the Institution who has demonstrated their competence to the satisfaction of the Board shall be entitled to be a Member of the Practice College.

28.3.2 The Board may define post-nominal abbreviations for use by Practice College members.

## **28.4. COLLEGE MANAGEMENT**

28.4.1 The affairs of each College shall be managed either directly by the Board or by a College Committee appointed by the Board for this purpose

28.4.2 If appointed by the Board, the College Committee shall contain no less than two members in addition to the Chairperson.

28.4.3 The terms of tenure of the appointed members to the roles of Chairperson and College Committee members shall be specified by the Board, but no Member of a College Committee shall serve continuously for more than four years.

28.4.4 Decisions of any College Committee are made by majority vote of those present if five or more Committee members are present, or at least two-thirds majority if four or less members are present, there being no casting vote.

28.4.5 Either the Board or a College Committee may delegate some of its functions to the Chief Executive.

## **28.5. ANNUAL MEETING AND RECEIPT OF COLLEGE ANNUAL REPORT**

28.5.1 The Annual General Meeting of each College shall be held at a time and place set by either the Board or the College Committee.

28.5.2 The President of the Board, or the Chairperson of the College Committee shall present an annual report on activities to the Annual General Meeting, and this will normally be distributed to all College members by inclusion in the Institution's Annual Report.

## **28.6. EXPENDITURE**

28.6.1 A College may be allocated funds by the Board to enable it to undertake activities.

28.6.2 Such funds shall be expended only in furtherance of the Object of the Practice College and in accordance with procedures specified by the Board.

## **28.7. MEETINGS**

- 28.7.1 Meetings of the College Committee and meetings of the College shall be held as required.
- 28.7.2 Visitors may be introduced by members to College meetings subject to the approval of the Chairperson. Visitors may take part in discussions on the invitation of the chairperson.
- 28.7.3 The President of the Institution, or the chairperson of the College Committee, when present, shall preside at each College meeting and in his or her absence another Member of the College Committee shall preside. If no such Member is present then the members present shall appoint a Chairperson from among their members.
- 28.7.4 A quorum for the College Committee shall be the lesser of three or two-thirds of the total Committee and there shall be no quorum for the Annual General Meeting.

## **28.8. DISSOLUTION OF A PRACTICE COLLEGE**

The Board may dissolve a College provided that the Board is of the view that either the need for the College no longer exists, or that the College is non-viable as evidenced by lack of activity.

## **29. RULE 29 COMPETENCE REGISTERS**

### **29.1. CREATION OF COMPETENCE REGISTERS**

The Board may establish Competence Registers if it considers that formation of such Competence Registers will enable the Object of the Institution to be advanced.

### **29.2. OBJECT**

The Object of each Competence Register shall be the advancement of the Object of the Institution, by enabling engineering practitioners who demonstrate that they meet prescribed competence standards within the one or more areas of engineering practice to be recognised by registration.

### **29.3. PROCEDURES**

The Board shall prescribe Regulations which set out procedures by which applications for registration are made, by which competence for continued registration must be demonstrated, by which persons may be removed from a Competence Register, and any fees payable for entry to or continuation on the Competence Register.

### **29.4. REGISTRATION**

29.4.1 Every Member of the Institution or other person who has demonstrated their competence to the satisfaction of the Board, who has met the requirements in terms of the Regulations for the Competence Register and who pays the fees within a period of time specified by the Board shall be entitled to be registered.

29.4.2 The Board may define post-nominal abbreviations for use by registrants.

### **29.5. COMPETENCE REGISTER MANAGEMENT**

29.5.1 The operation of each Competence Register shall be either managed directly by the Board or by a Management Committee appointed by the Board for this purpose.

29.5.2 If appointed by the Board, the Register Management Committee shall include no less than two members in addition to the Chairperson.

29.5.3 The terms of tenure of the members appointed to the roles of Chairperson and Management Committee members shall be specified by the Board, but no Member of a Register Management Committee shall serve continuously for more than four years.

29.5.4 Decisions of any Register Management Committee are made by majority vote of those present if five or more Committee members are present, or at least two-thirds majority if four or less members are present, there being no casting vote.

29.5.5 Either the Board or a Register Management Committee may delegate some of its functions to the Chief Executive.

## **29.6. COMPETENCE REGISTER ANNUAL REPORT**

The President of the Board, or the Chairperson of the Register Management Committee shall present an annual report on the operation of the Competence Register and this will normally be distributed to all members by inclusion in the Institution's Annual Report.

## **29.7. EXPENDITURE**

29.7.1 The Competence Register may be allocated funds by the Board to enable it to undertake activities, in addition to fees paid by registrants.

29.7.2 Such funds shall be expended only in furtherance of the Object of the Competence Register and in accordance with procedures specified by the Board.

## **29.8. DISSOLUTION OF A COMPETENCE REGISTER**

The Board may dissolve a Competence Register provided either that the Board is of the view that the need for the Competence Register no longer exists, or that the Competence Register is non-viable as evidenced by lack of registrants or persons seeking registration.

## **30. RULE 30 COLLABORATING TECHNICAL SOCIETIES**

30.1 The Board may recognise independent incorporated societies or not-for-profit organisations whose primary Object is the development and sharing of engineering knowledge as Collaborating Technical Societies.

30.2 The Board shall agree with each Collaborating Technical Society a domain of activity in which the Society operates, and the Board shall not initiate activities in this domain except by first seeking to do so by co-operation with the Society.

30.3 The Board shall develop protocols and memoranda of understanding with Collaborating Technical Societies to assist in developing mutually beneficial relationships, but no such protocol or memorandum shall render the Institution liable for the activities of a Collaborating Technical Society unless a specific contractual arrangement transferring liability is agreed.

## **31. RULE 31 CHAPTERS**

### **31. RULE 31 STUDENT CHAPTERS AND STUDENT ENGINEERS OF NEW ZEALAND (SENZ)**

#### **31.1. CREATION**

31.1.1 The Board may recognise the single student engineer organisation that it considers is most representative of student engineers studying at any campus of a particular education provider. The student engineer organisation recognised under this Rule shall be known as the Student Chapter at that education provider and campus.

31.1.2 At the request of at least a two-third majority of the Student Chapters the Board may form a national body of Student Chapters to be known as Student Engineers of New Zealand (SENZ), this body operating as a subsidiary of the Institution.

## **31.2. OBJECT**

The Object of SENZ shall be the advancement of the Object of the Institution for the benefit of Student Members of the Institution and other student engineers studying towards recognised engineering qualifications including by:

- a. providing networking and communication amongst student engineers through organisation of engineering-related events and distribution of newsletters and other communications;
- b. assisting with mentoring of student engineers;
- c. assisting to deliver a programme supporting the career development of student engineers;
- d. actively promoting Student Membership of the Institution.

## **31.3. MEMBERSHIP**

31.3.1 Every Student Member of the Institution studying at an education provider shall be entitled to be a member of the relevant Student Chapter, subject to payment of the relevant fee.

31.3.2 Student engineer organisations may be recognised by the Board as Student Chapters if, in the opinion of the Board, that recognition will contribute to achievement of the Object of SENZ, and provided that the education provider has committed to provide on an ongoing basis a staff member to act as a liaison person between the education provider, the student engineer organisation, the local Branch of the Institution and the Chief Executive.

31.3.3 The Board may delegate authority to the Chief Executive to make decisions under Rule 31.3.2.

## **31.4. SENZ COUNCIL**

31.4.1 The affairs of SENZ shall be managed by a Council composed of the representatives of each Chapter, a chairperson, and as required, a Chairperson-elect, and members co-opted under Rule 31.4.5.

31.4.2 The representative of each Chapter shall be the chairperson of the relevant student engineer organisation, unless the governing committee of that organisation chooses to elect an alternative representative. Each such representative shall have a term of one year.

31.4.3 The Chairperson-elect shall be elected by the Council sufficiently prior to the commencement of each calendar year to enable a smooth transition of responsibilities, need not be a current representative of a Student Chapter, but if not must be a Student Member of the Institution.

31.4.4 The term of tenure of the Chairperson shall be one calendar year, and the Chairperson may be eligible for re-election.

31.4.5 Should it consider such action necessary in order to meet the Objects of SENZ, the Council may co-opt up to two further persons to the Council with full voting rights, for terms not exceeding one year, provided that any person co-opted must be either a member of a Chapter or a Student Member of the Institution.

31.4.6 The Council may choose to designate titles for positions within the Council to associate them with particular roles.

31.4.7 Decisions of the Council are made by majority vote of those present if five or more Council members are present, or at least two-thirds majority if four or fewer members are present, there being no casting vote.

### **31.5. MEETINGS**

31.5.1 The Annual General Meeting of SENZ shall be held as close as possible to either the conclusion or the commencement of each academic year, and at a time and place set by the Council in consultation with the Chief Executive.

31.5.2 The Council may prepare a report on SENZ activities for inclusion in the Institution Annual Report.

31.5.3 Meetings of the Council shall be held as required.

31.5.4 The Chairperson of the Council, when present, shall preside at each meeting and in his or her absence another member of the Council shall preside.

31.5.5 A quorum for the Council shall be the lesser of three or two-thirds of the total Council.

### **31.6. EXPENDITURE**

31.6.1 The Council may be allocated funds by the Board to enable it to undertake activities or to assist to meet the costs of the Council meeting either face to face or by teleconference.

31.6.2 Such funds shall be expended only in furtherance of the Object of the Council and in accordance with procedures specified by the Board.

31.6.3 The Council may charge fees for specific activities provided that the fees charged and the spending of them is in accordance with procedures specified by the Board, and the Council seeks to make all such activities self-funding on an ongoing basis.

31.6.4 Any surplus funds generated by SENZ activities shall be held by the Board to be applied at the initiation of the Council for future SENZ activities.

### **31.7. ACTIVITIES OF SENZ**

31.7.1 SENZ may conduct a programme of activities only in furtherance of the Objects of SENZ.

31.7.2 Prior to commencement of any programme of activities, the Council must discuss the potential wider implications of the activities with the Chief Executive or his/her appointed representative and agree with him/her appropriate measures to manage potential or actual risks to SENZ or the Institution that might arise.

### **31.8. REPRESENTATION**

At all times and in all forms of output that it creates, both SENZ as a whole and its Council must present and represent itself as a subsidiary of the Institution.

### **31.9. DISSOLUTION OF SENZ**

The Board may dissolve SENZ or withdraw recognition of a Student Chapter provided that at least one of the following criteria is satisfied:

- a. The members of the Council request the dissolution or withdrawal of recognition, as determined by a 75 per cent majority of those present at a Council Meeting; or
- b. The Board is of the view that SENZ or the Student Chapter is non-viable as evidenced by lack of activity, or, in the case of SENZ only, failure to form a Council for an extended period of time.

## **32. RULE 32 ACADEMIES**

### **32.1. CREATION OF ACADEMIES**

- 32.1.1 The Board may create an Academy as a subsidiary body of the Institution, and specify the domain of activity and name for each Academy so created.
- 32.1.2 The Board may agree that the Academy be a joint academy with one or more other organisations, and if so, declare whether the Institution or another organisation shall carry responsibility for the activities of the Academy.
- 32.1.3 In the event that the responsibility is carried by the other organisation then the Academy shall be constructed according to the rules of that organisation for the creation, operation and dissolution of such Academies, in which case the remainder of these Academy rules shall not apply.
- 32.1.4 In the event that any part of Rule 32 is found to be in conflict with other Rules of the Institution then the other Rules of the Institution shall take precedence so that all activities of the Academy and its members are in accord with the Rules of the Institution as a whole.

### **32.2. OBJECT**

The Object of each Academy shall be the advancement of the Object of the Institution within the domain of activity of the Academy by enabling those Members or other persons who have demonstrated advanced levels of competence or leadership in the engineering or technological professions to be recognised by election as members or fellows of the Academy.

### **32.3. MEMBERSHIP**

- 32.3.1 Election to membership or fellowship of an Academy shall be by invitation of the Board.
- 32.3.2 Members and fellows shall agree to pay the annual subscription of an Academy prior to their election to an Academy.
- 32.3.3 Membership or fellowship of an Academy in itself does not confer the rights of Membership of the Institution.
- 32.3.4 The Board may define post-nominal abbreviations for use by Members and Fellows of an Academy.

## **32.4. PROCEDURES**

The Board shall prescribe Regulations which set out procedures by which nominations for membership of the Academy are made, peer-reviewed and approved, by which subscriptions are set and collected, by which members may resign or be written off, and by which the activities of the Academy are funded. It shall also prescribe procedures for ensuring that any publications or output of the Academy are of high quality and objective.

## **32.5. ACADEMY MANAGEMENT**

32.5.1 The operation of each Academy shall be either managed directly by the Board or by an Academy Committee appointed by the Board for this purpose.

32.5.2 The Academy Committee shall include no less than two members in addition to the Chairperson.

32.5.3 The terms of tenure of the members appointed to the roles of Chairperson and Academy Committee members shall be specified by the Board, but no Member of an Academy Committee shall serve continuously for more than four years.

32.5.4 Decisions of the Academy Committee are made by majority vote of those present if five or more Academy Committee members are present, or at least two-thirds majority if four or fewer members are present, there being no casting vote.

32.5.5 The Academy Committee may delegate some of its functions to the Chief Executive.

## **32.6. ACADEMY ANNUAL REPORT**

The President of the Board, or the Chairperson of the Academy Committee shall present an annual report on the activities of the Academy and this will normally be distributed to all members by inclusion in the Institution Annual Report.

## **32.7. EXPENDITURE**

32.7.1 The Academy may be allocated funds by the Board to enable it to undertake activities, in addition to fees paid by members of the Academy.

32.7.2 Such funds shall be expended only in furtherance of the Object of the Academy and in accordance with procedures specified by the Board.

## **32.8. PUBLICATIONS AND OTHER OUTPUTS OF ACTIVITY**

Academies may prepare publications and other forms of output within their domain of activity, and release these outside the membership provided that they have been prepared in accordance with procedures specified by the Board for such activities within the Academy.

## **32.9. REPRESENTATION**

At all times and in all forms of output that it creates, each Academy must present and represent itself as an Academy affiliated with the Institution, except that in cases where the Board has

agreed that the Academy be a joint academy with other organisations the Academy may also present and represent itself in relation to that other organisation.

### **32.10. DISSOLUTION OF AN ACADEMY**

The Board may dissolve an Academy provided either that the Board is of the view that the need for the Academy no longer exists, or that the Academy is non-viable as evidenced by lack of registrants or persons seeking registration.

## **APPENDIX 1**

### **STANDING ORDERS FOR MEETINGS**

#### **1. GENERAL**

- a. General meetings of the Institution, meetings of the Board and committees appointed by the Board, annual general meetings of Practice Colleges, Technical Interest Groups, Special Interest Groups, Branches or Chapters shall be conducted in accordance with Rules 17, 18 and 19 and the following Standing Orders.
- b. Except as provided in the Rules these Standing Orders are not binding on other meetings of any Institution committees, or on meetings of Practice Colleges, Technical Interest Groups, Special Interest Groups, Branches or Chapters. Any body not covered may, however, adopt them if it chooses.

#### **2. CHAIRPERSON**

- a. At each general meeting or meeting of the Board, the President, or in his or her absence the Deputy President, shall take the chair.
- b. At each meeting of a Committee or at Annual General Meetings of Practice Colleges, Technical Interest Groups, Special Interest Groups, Branches or Chapters the designated Chairperson or, in his or her absence, the Deputy Chairperson shall take the chair.
- c. In the above cases if the specified officers are not present a meeting shall elect its own Chairperson.

#### **3. MINUTES**

Minutes of each meeting of the Board or general meeting of the Institution shall be kept by the Chief Executive and at each meeting the minutes of the previous meeting of a like nature shall be submitted to the meeting for approval and then signed by the Chairperson, before any other business is transacted.

#### **4. ORDER OF BUSINESS**

Except as provided herein the order in which business is transacted at each meeting shall be at the discretion of the Chairperson.

#### **5. MOTIONS**

- a. Except with the permission of the Chairperson each motion or amendment shall be in writing.
- b. Each motion or amendment not seconded shall lapse without discussion and shall not be recorded in the minutes except by the permission of the meeting.
- c. After each motion or amendment has been moved and seconded it shall not be withdrawn without the permission of the meeting.
- d. Except with the permission of the meeting no motion or amendment shall be proposed which in the opinion of the Chairperson is the same in substance as any motion or amendment which during the same meeting has been resolved in the affirmative or negative.
- e. Where no specific procedure is laid down the Chairperson shall refuse to accept a motion to rescind any resolution or other vote if he or she considers that insufficient notice has been given to members.

- f. Before putting each motion or amendment to the vote the Chairperson shall clearly state such motion or amendment.

## **6. AMENDMENTS**

- a. A motion may be amended by leaving out words; by leaving out certain words and substituting other words; by inserting words; or by adding words.
- b. Each amendment shall be relevant to the original motion.
- c. No amendment may be accepted that produces a direct negative of the motion.
- d. Amendments to a motion may be moved without notice.
- e. Amendments may be moved in any order considered satisfactory by the Chairperson.
- f. When an amendment has been carried, such amendment shall become the substantive motion and shall be open to amendment accordingly.
- g. At the discretion of the Chairperson amendments to an amendment shall be allowed.

## **7. DEBATE**

- a. Except with the permission of the Chairperson each Member shall rise to speak and shall speak only upon or to introduce a motion or amendment or upon a question of order, but not otherwise.
- b. If the Chairperson rises a Member speaking shall resume his or her seat and no Member shall rise or attempt to speak until the Chairperson has resumed his or her seat.
- c. All remarks shall be addressed to the Chairperson.
- d. Except with the permission of the Chairperson no Member may speak twice to a question before a meeting except:
  - (i) In explanation of some material point on which the Member claims to have been misunderstood, but the Member shall not introduce any fresh matter;
  - (ii) That unless otherwise provided a reply shall be allowed to a Member who has moved a substantive motion, but not to a Member who has moved an amendment. No fresh matter may be introduced during such reply; or
  - (iii) To move an amendment.
- e. The Chairperson may at his or her discretion at any stage of the meeting impose a time limit on speakers, whether generally or on the speakers to any particular motion or amendment then before the meeting.
- f. A debate may be interrupted at any time by a question of order, by want of a quorum, by any of the formal motions noted in Clause 9, or by a motion for the reading of a document relevant to the motion or amendment.

## **8. VOTING**

- a. Voting at meetings shall be conducted in accordance with Rule 19. The Rules may not be suspended or varied.
- b. When a secret ballot is necessary, scrutineers for such ballot shall be elected by the meeting.

## **9. FORMAL MOTIONS**

- a. The following formal motions may be moved at any time. The Chairperson may refuse to accept any such motion if he or she considers it premature except formal motion (v):
  - (i) "That the question is now put."

- (ii) "That the meeting proceed to the next business."
  - (iii) "That the meeting do now adjourn."
  - (iv) "That the meeting do now adjourn to (place and time)."
  - (v) "That the question be not now put."
- b. A formal motion relating to a motion or amendment may not be moved or seconded by a person who has taken part in the debate on such motion or amendment.
  - c. Formal motions (i), (ii) or (iii) when moved and seconded and accepted by the Chairperson shall be immediately put without debate or amendment.
  - d. If formal motion (i) is carried and the question before the meeting is a motion the mover of such motion may reply after which such motion shall be immediately put.
  - e. When formal motion (iv) has been moved and seconded and accepted by the Chairperson, the place and time only may be debated and amended. Discussion of the motion or amendment previously before the meeting shall be suspended while such formal motion is dealt with.
  - f. Formal motion (v) may be moved only in connection with a substantive motion and not with an amendment. When such formal motion has been moved and seconded it shall be debated in conjunction with the substantive motion before the meeting. When the debate terminates the Chairperson shall first put the formal motion. If such motion is carried the meeting shall proceed to the next business without voting on the substantive motion. If the formal motion is lost the substantive motion shall be put without further debate.

## **10. POINTS OF ORDER AND PROCEDURE**

- a. A Member may at any time rise and address the Chairperson on a point of order, but shall confine his or her remarks to the point of order raised and shall interrupt a speech only when such necessity arises.
- b. When any question of order or procedure shall arise it shall immediately be taken into consideration and decided by the Chairperson and the matter under discussion shall be suspended until the decision of the Chairperson has been given, which decision shall not be open to discussion at that meeting.
- c. All questions of order or procedure not provided for in these Standing Orders shall be decided by the Chairperson.

## **11. ADJOURNMENT**

A meeting may be adjourned only by its own resolution except that the Chairperson may adjourn a meeting on the occasion of disorder or disturbance and shall do if there is less than a quorum present.

## **12. COMMITTEE**

- a. A meeting may by a duly carried resolution resolve itself into committee.
- b. In committee each Member may speak as often as he or she desires. The decision arrived at in committee shall be submitted as substantive motions after the meeting has resumed.

## **13. SUSPENSION OF STANDING ORDERS**

Any Standing Order may be suspended by the assent of not less than two-thirds of the members present. The voting rules may not be suspended or varied.