



New Zealand Society of
Local Government Managers

CONSTITUTION AND RULES

1 July 2016



Professional excellence
in local government

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1. NAME AND OFFICE

- 1.1. The name of the Society is the New Zealand Society of Local Government Managers (Incorporated), ("the Society").
- 1.2. The Registered Office of the Society is the office of the Secretary of the Society.
- 1.3. The Society came into being on 1 January 1988.

2. VISION, OBJECTIVES, POWERS AND DEFINITIONS

- 2.1. The Vision of the Society is
*Professional Local Government management,
leading staff and enabling communities to shape their future*
- 2.2. The Society will advance its Vision through the following Objectives:
 - 2.2.1. Developing the professional and leadership capability of managers and staff in local government
 - 2.2.2. Developing the knowledge base and capability within local government through the development, promotion and dissemination of industry good practice
 - 2.2.3. Influencing Central Government policy development and implementation of major issues
 - 2.2.4. Providing professional leadership in identifying and advocating on the big issues facing communities and local government management
 - 2.2.5. Providing opportunities for managers and staff in local government to network, learn and exchange ideas
 - 2.2.6. Doing anything necessary or helpful to achieve the above Vision and Objectives.
- 2.3. In order to advance its Vision and carry out its objectives, the Society may -
 - 2.3.1. Employ people; and
 - 2.3.2. Exercise any power a trustee might exercise.
- 2.4. In these rules, unless the context otherwise requires
 - (a) Branch means a branch of the Society established under rule 15.
 - (b) Executive means the Executive of the Society as set out in rule 10.2.
 - (c) Secretary means the Secretary of the Society appointed under rule 16.1.
 - (d) Eligible members or voting members means members admitted to full membership under rules 3.1 and 3.2 or to Life membership under rule 3.3
 - (e) Member includes Full, Life, Honorary and Associate members

3. MEMBERSHIP

3.1. Entitlement to Full Membership

Subject to Rules 3.2.1 to 3.2.3, persons holding the following positions as officer of a territorial or regional council or council-controlled organisation as defined in the Local Government Act 2002 are eligible for full membership of the Society

- 3.1.1. The chief executive however designated.

3.1.2. Officers, however designated, who report directly to the chief executive for any department of the council or council controlled organisation.

3.1.3. All other officers of a council or council-controlled organisation however designated.

3.2. Application for Membership

3.2.1. Any persons eligible for membership in terms of rule 3.1 or 3.4.1 or 3.5 may apply to the Executive. Applications must be in such form as may from time to time be adopted by the Executive, and must be supported by whatever information the Executive may require by way of general policy, or as is considered desirable in any particular case.

3.2.2. The Executive, when considering an application for membership:

3.2.3. May in its absolute discretion in processing such application, carry out what enquiries it considers fit in respect of the applicant, and grant the application, or

3.2.4. Upon carrying out such enquiries if it is of a mind not to approve any application, must, before making its decision, offer the applicant a right of audience in support of that application.

3.2.5. The Executive has the right to refuse or postpone the admission of any applicant for membership, without giving reasons or without being called upon to state the grounds for such refusal or postponement.

3.3. Life Members

3.3.1. On the recommendation of the Executive, and circulated to all members at least 14 days before any Annual General Meeting, any person may at that meeting be elected a Life Member of the Society in recognition of distinguished service to the Society or any Organisation that may have preceded it.

3.3.2. Life members are entitled to attend all General and Branch meetings and Conferences with the right to take part in proceedings and vote on matters under consideration, but are not liable for payment of annual subscriptions or levies.

3.4. Honorary Membership

The Executive may at its discretion, confer honorary membership upon:

3.4.1. Any member who upon retirement from a position qualifying for Society membership, makes application to the Executive to retain membership in an honorary capacity. For the purposes of this clause retirement means fully retired and no longer in paid employment or registered to undertake consultancy work.

3.4.2. Any person who, in the opinion of the Executive, has given or is giving exceptional service to the advancement of local government, or the Society. Membership under this sub-clause is free of liability for the payment of annual subscriptions or levies.

3.4.3. Honorary members may neither vote nor hold office in the Society, but enjoy all other rights of membership.

3.5. Associate Membership

The Executive may at its discretion, confer associate membership upon:

3.5.1. Any member who resigns from a position qualifying for full Society membership, but who continues to be in paid employment or undertaking consultancy work and makes an application to the Executive to transfer membership to this category.

3.5.2. Any person, who because of their professional or personal interests wishes to be an Associate Member of the Society and who makes an application to the Executive.

3.5.3. Associate members of the Society may neither vote nor hold office in the Society, but enjoy all other rights of membership.

4. SUBSCRIPTIONS AND LEVIES

4.1. Payment of Subscriptions and Levies

All members except life members, and honorary members admitted under Rule 3.4. must pay such annual subscriptions, and such levies imposed for a specific purpose, as are fixed by the Society at a General Meeting. A proportion of this subscription, to be determined from time to time by the Executive, may be distributed to Branches for the support of Branch activities.

4.2. Special Levies

In exceptional circumstances, the Executive may, with the agreement of a Majority of members ascertained by way of postal ballot, impose a levy for a specific purpose.

4.3. Suspension for Non-Payment

Any member whose subscription and levies remain unpaid after three months or any due date as is fixed by the Executive is deemed to be suspended from membership of the Society.

4.4. Liability to Continue During Suspension

Suspension of membership under this rule does not free any member from liability for payment of all money due to the Society.

4.5. Reinstatement Once Outstanding Fees Paid

Reinstatement of any member suspended under rule 4.3 is complete when:

4.5.1. Any fees outstanding have been paid, including any reinstatement fees as may be from time to time fixed by the Executive; and

4.5.2. The member has been advised accordingly by the Secretary of the Society.

5. CERTIFICATE OF MEMBERSHIP

5.1. Issuance

A certificate of membership must be issued to each person on admission to membership. Every such certificate must be issued under the Common Seal of the Society, pursuant to a resolution of the Executive in that behalf.

5.2. Possession and Return of Certificate

Every certificate of membership issued under rule 5.1, despite the payment of any fees or any other action, remains the property of the Society, and in the event of cessation of membership for any reason whatever, must be returned by the member to the Society upon such demand being made by the Executive.

6. CODE OF ETHICS AND CONDUCT

6.1. Issue of Code of Ethics and Conduct Generally

The codes governing the professional conduct of members are those contained in the Code of Ethics set out in the First Schedule. Any breach of the Code of Ethics renders the member concerned liable to disciplinary action as set out in rule 8.3.

7. RESIGNATION OF MEMBERSHIP

7.1. Resigning

Any member of the Society is entitled to resign, and such resignation takes effect upon receipt of written advice to that effect received at the office of the Secretary of the Society.

7.2. Remaining Liable

Such resignation does not relieve the member from any responsibility for the payment of outstanding subscriptions, levies or other liabilities.

8. MEMBERSHIP SUSPENSION OR FORFEITURE

8.1. Automatic Forfeiture of Membership

If any person, being a member of the Society:

- 8.1.1. Is adjudged a bankrupt; or
- 8.1.2. Is convicted of any offence punishable by imprisonment for a term of two years or more; or
- 8.1.3. Is convicted of any offence punishable by imprisonment for a term of less than two years, and is sentenced to imprisonment for that offence; or
- 8.1.4. Is convicted of a crime involving dishonesty as defined by Section 2 of the Crimes Act 1961

then that person's membership of the Society is forfeited. Provided, however, that any person whose membership is so forfeited may apply to the Executive after a reasonable time has elapsed for reinstatement which may be granted or refused at the sole discretion of the Executive.

8.2. Powers of Executive

The Executive may in respect of any of its members

- 8.2.1. Suspend a member from the privilege of membership,
- 8.2.2. Declare that person's membership forfeited,
- 8.2.3. Reprimand or censure a member.

8.3. Grounds for Suspension, etc

Such action as specified in rule 8.2 may be taken if, in the opinion of the executive, it is established after enquiry that the member is guilty of:

- 8.3.1. Any breach of the Code of Ethics;
- 8.3.2. Dishonourable practices or conduct or practices derogatory to the profession;

- 8.3.3. Any act of default discreditable as a member of the Society;
- 8.3.4. Obtaining admission to membership by improper means;
- 8.3.5. Failure to pay any levy or fine or other sum of money owing to the Society;
- 8.3.6. Conduct such as to render the exercise of the powers of the Executive set out in rule 8.2 expedient in the interests of the public or the Society.

8.4. Hearing Procedure

- 8.4.1. The powers conferred on the Executive by rule 8.2 may not be exercised until a meeting of the Executive has been held for the purpose of considering such matters and for which meeting the member concerned has been given not less than 14 days previous notice in writing specifying the matter or matters to be considered, and at which such member must be given the opportunity of being heard either by the member alone or together with the member's solicitor or counsel or by some other person on the member's behalf and of presenting such evidence as the member may desire.
- 8.4.2. The proceedings at every such meeting must be conducted in such manner as the Executive may from time to time decide.
- 8.4.3. The Executive may itself engage a solicitor or other counsel to assist it at such meeting.

8.5. Executive Decision Final

Any decision made by the Executive in exercise of its power contained in rule 8.2 is final and not subject to appeal.

8.6. Notice of Decision

The decision of the Executive must be communicated to the member in writing under the hand of the President.

9. REINSTATEMENT OF MEMBERSHIP

9.1. Upon Suspension

Any person whose membership has been suspended by the Executive is deemed for all intents and purposes not to be a member of the Society, provided however, all rights and privileges as a member of the Society will revive on the day subsequent to the date of expiry of suspension.

9.2. Upon Forfeiture

Any person whose membership of the Society has been forfeited may apply to the Executive after a reasonable time has elapsed for reinstatement which may be granted either with or without such conditions as the Executive may impose, or be refused by the Executive. Such decision is final and not subject to appeal.

10. OFFICERS AND EXECUTIVE

10.1. Officers

- 10.1.1. The Officers of the Society consist of a President and two Vice Presidents.
- 10.1.2. All officers must be elected in terms of rule 11.

10.2. Executive

The Executive comprises:

10.2.1. The Officers named in rule 10.1.1

10.2.2. One representative from each Branch or where a Branch has been disestablished one representative from that Branch area.

11. ELECTION PROCEDURES FOR OFFICERS AND EXECUTIVE

11.1. Intention to conduct an election

The Secretary must by 31 March give notice of intention to conduct an election for members of the Executive, such notice to include the positions to be filled and the date on which nominations shall close.

11.2. Nominations

Nominations for the positions to be filled must be in writing, signed by the proposer, seconder, and the candidate. A nomination paper in respect of every candidate for each election, together with a pen portrait of the candidate must be delivered to or otherwise placed in the hands of the Secretary by 30 April.

11.3. Voting Papers for Officers

The names of persons nominated for the election of Officers (for the positions to be filled) must be printed on a voting paper and one voting paper, together with a copy of each of the pen portraits must be sent to each member entitled to vote no later than 10 May. Such voting paper must be completed and returned to the Secretary by hand or post no later than 31 May. Each member voting has as many votes as there are positions to be filled.

11.4. Electronic Voting

If the Executive has approved electronic voting facilities, every person entitled to vote may vote by electronic means.

11.5. Official Count – Officers

11.5.1. The official count for the elections under rules 11.3 and 11.4 must be undertaken by a person to be appointed by the Executive, in the presence of scrutineers to be likewise appointed by the Executive, provided that no candidate may participate in any aspect of the official count.

11.5.2. A person is elected to an office as follows:

(a) President: the candidate who receives the highest number of votes:

(b) Vice-president: in 2015, the two candidates who receive the highest number of votes, and following 2015, the candidate who receives the highest number of votes:

11.5.3. In the event of an equality of votes for any office the results must be determined by lot conducted in a manner decided by the President.

11.5.4. The Secretary will advise the results of the elections in writing to members.

11.6. Priority of Position

In the event of a candidate being elected to more than one office, the candidate shall be deemed to have accepted the higher office in accordance with the following procedure:

President;
Vice President;
Branch Elected Member;

and the vacancy so created must be filled by the Secretary declaring to be elected instead of that person, the unsuccessful candidate who received the next highest number of votes for the vacated office.

The Secretary must advise the Officer results, to both the successful and unsuccessful candidates for Officer Positions and the Secretaries of the Branches in which the incoming Officers are registered as members.

11.7. Insufficient Nominations

In the event of insufficient nominations being received by the Secretary within the prescribed time limit, those, nominated will be declared elected and nominations called at the Annual General Meeting for the then vacancies and a vote taken as between those present at the Annual General Meeting.

11A. Term of Office and 2015 and Subsequent Elections

11A.1 Term of Office

Subject to clause 11A.2, the members of the Executive take office on 1 July in the year in which they have been elected, and hold office for 2 years.

Every member of the Executive, unless he or she vacates office under these rules, continues in office until his or her successor comes into office.

11A.2 2015 Elections

The election of members of the Executive in 2015 must be conducted in accordance with clauses 11 and 12, subject to the following:

- (a) (the President, one Vice-President, and the Branch representatives from Northern, Central, and Top of the South, take office on 1 July 2015 and hold office for 2 years; and
- (b) one Vice-President, the associate member representative, and the Branch representatives from Midlands, Wellington, and 45 South, take office on 1 July 2015, and hold office for 1 year; and
- (c) the Secretary must determine which Vice-President holds office under paragraph (a) by the drawing of lots immediately after the official count has been conducted.

11A.3 Subsequent elections to be staggered

After the election of members of the Executive in 2015, the subsequent elections of members must be conducted in accordance with clauses 11 and 12 for the positions to be filled, with the exception that from the 2016 elections

there will be no Associate member representative on the Executive

12. REGISTRATION AND VACANCIES FOR EXECUTIVE

12.1. Notice of Resignation

A member of the Executive may resign an office by sending his/her resignation to the Secretary in writing and on receipt of that resignation by the Secretary, it becomes effective.

12.2. Filling of Vacancy – Officers

In the event of any vacancy occurring in the membership of the Executive between elections that vacancy may be filled by resolution of the Executive, and any person holding office under this Rule,-

- (a) comes into office of the date of the resolution of the Executive; and
- (b) holds office for the unexpired portion of the term of office of the vacated position.

12.3. Procedure for Electing Executive Members from Branch Areas

12.3.1. Notice of intention to Conduct an Election for Branch Elected Executive Positions

Subject to Rule 12.3.2 each Branch Secretary must, by 31 March in an election year give notice of intention to conduct an election for the Branch elected Executive position, such notice to include the date on which nominations close.

12.3.2. Disestablished Branch

Where a Branch has been disestablished under Rule 15.1 the National Secretary must, by 31 March in an election year, give notice of intention to conduct an election for the elected Executive position to the members in the area of the disestablished Branch, such notice to include the date on which nominations close.

12.3.3. Nominations

Nominations for the Branch elected Executive position must be in writing, signed by the proposer, seconder and the candidate. A nomination paper in respect of every candidate for election must be delivered or otherwise placed in the hands of the respective Branch Secretary or the National Secretary in the case of a disestablished Branch area by 30 April in an election year.

The Branch Secretary and the National Secretary will, on receipt of the results of the Executive Officer positions, remove from the voting paper any candidate that has been elected unopposed to an officer position of President or Vice President on the Executive.

12.3.4. Voting Papers

The names of the persons nominated for the Branch elected Executive position must be printed on a voting paper and must be sent to each member of the respective Branch entitled to vote no later than 10 May in an election year. Such voting paper must be completed and returned to the respective Branch Secretary or the National Secretary in the case of a disestablished Branch by

hand or post no later than 31 May. Each member voting of the respective Branch has one vote.

12.3.5. Official Count

The official count shall be undertaken

- (a) by a person appointed by the Branch in the presence of scrutineers to be likewise appointed by the Branch; or
- (b) in the case of disestablished Branch by a person appointed by the National Secretary in the presence of scrutineers to be likewise appointed by the National Secretary.

No candidate may participate in an official count.

12.3.6. Successful candidate

A person is elected to the office of a Branch elected Executive position if he or she is the candidate who receives the highest number of votes.

12.3.7. Electronic voting

If the Executive has approved electronic voting facilities for the purpose of branch elections, every person entitled to vote may vote by electronic means.

12A.8 Equality of votes

In the event of an equality of votes the result must be determined by lot conducted in a manner decided by the respective Branch President or in the case of a disestablished Branch by the National Secretary.

12.3.9. Notification of Election Results

The Branch Secretary or the National Secretary in the case of a disestablished Branch will send a copy of the results of the elections to each member of the respective Branch by 10 June. The Branch Secretary must also send a copy of the result to the National Secretary by 10 June.

12.4. Filling of Vacancy – Branch Elected Positions on the Executive

12.4.1. In the event of a Branch elected position on the Executive becoming vacant between Branch elections, that vacancy may be filled by such method as the respective Branch determines.

12.4.2. A Branch elected member to the Executive who leaves his/her Branch area and remains a member of the Society may retain his/her position on the Executive at the discretion of the respective branch. Should the Branch not support the Branch elected Executive member retaining his/her position on the Executive then a vacancy will have been deemed to have occurred and must be filled according to a method determined by the respective Branch.

12.4.3. Not less than 10% of the voting members of any Branch, where a vacancy is filled in the manner provided in Rules 12.4.1 and 12.4.2, may seek a ballot to fill the vacancy by way of election in the manner provided in Rule 12.3.

12.4.4. In the case of a vacancy in the position on the Executive occurring for a disestablished Branch, the National Secretary will consult members of the Branch area as to how they wish to fill the vacancy through the appropriate application of the rules 12.4.1, 12.4.2 and 12.4.3.

13. MANAGEMENT OF SOCIETY AFFAIRS

13.1. Executive to Manage

Subject to these rules, the role of the Executive is to -

- 13.1.1. Administer, manage and control the Society:
- 13.1.2. Advance the Vision of the Society and carry out its Objectives, and use funds to do that:
- 13.1.3. Manage the Society's financial affairs, including approving the annual financial statements for presentation to the members at the Annual General Meeting:
- 13.1.4. Set accounting policies in line with generally accepted accounting practice:
- 13.1.5. Delegate any of its responsibilities, duties or powers:
- 13.1.6. Appoint a Chief Executive for such remuneration and on such terms and conditions as it thinks fit:
- 13.1.7. Ensure that all Members follow the Rules:
- 13.1.8. Decide the procedures for dealing with complaints.

13.2. Powers of Executive

The Executive has all of the powers of the Society (including all powers necessary to carry out its role) unless the Executive's power is limited by these Rules.

13.3. Notice of Meetings

The Executive must meet at the right time and place to be decided upon by the Executive. Notice of every meeting of the Executive must be sent to every member of the Executive at least 14 days prior to the meeting, but non-receipt of any such notice does not invalidate or prejudice any act, resolution or proceedings of the Executive.

13.4. Special and Emergency

- 13.4.1. The Secretary, on request from the President or by three members of the Executive made in writing, must give notice of a special or emergency meeting.
- 13.4.2. At least 10 days notice must be given of any special meeting provided that where this cannot be given, the meeting must be styled an "Emergency Meeting" in which case not less than 72 hours can be given.
- 13.4.3. The business to be conducted at any such meeting is restricted to that stated in the notice unless all members are present and unanimously agree to consider any other business.

Provided however that, for any meeting of the Executive immediately following the Annual General Meeting, the provisions of rule 13.3.2 and 13.3.3 are dispensed with.

13.5. Quorum

No Executive meeting may be held unless half of the members of the Executive attend.

13.6. Meeting Procedure

- 13.6.1. The Chairperson of all meetings of the Society and its Executive is the

President, or in that person's absence a Vice President. If neither of these officers are present, the meeting must elect a chairperson.

13.6.2. Decisions of the Executive are by majority vote.

13.6.3. The Chairperson has a casting vote, that is, a second vote.

13.6.4. Only Executive members participating in an Executive meeting may vote at that meeting.

13.6.5. A meeting of the Executive may be held by telephone conference call, video conference, or such other appropriate technology as may be available:

13.6.6. Subject to these Rules, the Executive may regulate its own practices.

13.7. Committees

Subject to the provisions of these rules, the Executive may appoint committees comprising two or more members of the Society. It may delegate any of its powers to such committees excepting those contained in rule 8.2 and may lay down rules for regulating the proceedings of the committees. The President is ex officio a member of all committees.

13.8. Common Seal

The Common Seal of the Society must be held by the Secretary who is responsible for its safe custody. The seal must not be affixed to any document except by resolution of the Executive, but the Secretary may with the consent of the President affix the Seal in an urgent case, in which case such action must be reported to the Executive as its next meeting for endorsement. Every sealing must be signed by the President and the Secretary, or such other persons as may be designated by the Executive.

14. MEETINGS

14.1. Annual General Meetings

14.1.1. The Annual General Meeting must be held once every year no later than five months after the Society's balance date. The Executive must determine when and where the Annual General Meeting shall be held within those dates.

14.1.2. The business to be conducted at the Annual General Meetings includes ordinary annual business, annual accounts and report of the President to the end of the proceeding financial year, remits as may be submitted by the branches, together with the Auditor's Report.

14.2. Special General Meetings

Special General Meetings of members may be convened by the Executive at its discretion or must be called within 28 days of receipt by it of a requisition in writing forwarded to the Secretary signed by not less than 10% of financial members (including life members) and stating the business to be transacted at that meeting.

14.3. Notice of Motion

A member wishing to bring before the Annual General Meeting any motion not relating to the ordinary annual business of the Society must give notice in writing to the Secretary at least 42 days before the meeting.

14.4. Notice of Meetings

The Secretary shall, not less than 14 clear days before such Annual General or Special

General Meeting of the Society, send to each member, a notice stating the day, place and hours of meeting, and the business to be transacted at the meeting. In the case of the Annual General Meeting any motion of which notice has been given must be forwarded by the Secretary to each member, together with a copy of the President's Annual Report and accounts of the Society, with the Auditor's report. The non-receipt of such notice by any member does not invalidate the proceedings of any meeting.

14.5. Quorum

14.5.1. No Annual General Meeting or Special General Meeting may be held unless at least **50** eligible members attend. (This will constitute a quorum.)

14.5.2. No business may be conducted at a meeting unless a quorum is present.

14.5.3. If after business of a meeting of the Society 'has commenced', a want of quorum occurs, the business must be suspended and if no quorum is present within 10 minutes the Chairperson must vacate the Chair and the meeting will lapse.

14.5.4. The business remaining to be disposed of will stand adjourned to a time fixed by the President or the Secretary.

14.6. Voting Rights

14.6.1. All persons holding Full and Life membership present at general or branch meetings of the Society are eligible for one vote on any issue to be decided.

14.6.2. Voting on all questions, other than as provided for in rule 11 must be by voices or show of hands, but a ballot may be demanded provided that such a demand is supported by at least one-third of the eligible members present.

14.6.3. The Chairperson of any meeting has a casting vote that is a second vote.

15. BRANCHES

15.1. Formation and Disestablishment of Branches

15.1.1. Branches must be established or re-established and boundaries determined subject to the approval of the Executive or a General Meeting of the Society, where due notice has been given under rule 14.3.

15.1.2. A majority of members of a Branch area may decide by postal ballot to disestablish the Branch.

15.1.3. The process to disestablish a Branch is as follows:

- (a) The Branch Executive Committee must resolve to disestablish the Branch or at the Branch Annual General Meeting it is resolved to disestablish the Branch.
- (b) The Branch Secretary must undertake a postal ballot of Branch members on the proposal that the Branch be disestablished.
- (c) The Branch Secretary must apply the provisions of Rules 12.3.5, 12.3.8 and 12.3.9 relating to the counting and notification of the postal ballot results as appropriate.
- (d) If the majority of voting members decide that the Branch be disestablished the decision takes effect from 30 June next.

15.1.4. Where a Branch is disestablished under Rule 15.1.3 that decision relates only to the operation of the Branch under Rules 15.3 and 15.4 and does not mean the Branch area is disestablished.

15.1.5. Rule 15.1.1 applies to re-establishment of a disestablished Branch.

15.1.6. Upon the disestablishment of a Branch under Rule 15.1.3 the Branch Secretary

must arrange for the transfer of all financial assets held by the Branch at 30 June to National Office. This should be accompanied by:

- (a) statements of financial performance, movements in equity, and financial position as at 30 June; and
- (b) copies of bank statements as at 30 June and any GST returns and reconciliation if applicable.

15.1.7. Where a Branch is re-established under Rule 15.1.1 the Executive shall determine and provide the Branch with an appropriate amount of funds to facilitate the Branch's start-up and operation.

15.2. Branch Membership

15.2.1. Each member of the Society is a member of a Branch. The Branch membership of any member is determined by the location of that member's employing authority. Branch membership of life or honorary members is determined by the member's place of residence where such member is not employed by a territorial or regional authority or council controlled organisation.

15.2.2. A Branch may establish a class of membership applicable to that Branch and may charge a membership fee. Membership of that class does not confer any rights to membership of the Society nor confer any voting rights to hold office.

15.3. Branch Activities

15.3.1. A Branch must not make any direct representation or request on policy matters to any local government body, kindred association, government department or to Parliament except through or with the consent of the Executive.

15.3.2. Branches must furnish to each member of the Executive and the Secretary and all other Branch secretaries, minutes of each of their meetings, and may submit such remits as they deem fit for consideration by the Executive or Annual General Meeting.

15.3.3. Branches may invite to their meetings such other local body officers or people associated with local government or other sphere of related interest as may be decided upon by the Branch.

15.3.4. Activities carried out by Branches shall be consistent with the general objects of the Society.

15.4. Branch Officers

Branch Officers shall consist of a Branch President and Branch Secretary and such other officers as each Branch may determine. Such officers must be elected annually at meetings of the Branch. Each Branch must, as soon as possible, advise the Secretary of the officers of the Branch so elected.

16. SECRETARY OF THE SOCIETY

16.1. Appointment

The Executive may from time to time, appoint a person to be the Secretary to the Society, either in a full time or part time capacity as it thinks fit, and fix remuneration and conditions of appointment accordingly.

16.2. Responsibilities

The Secretary is responsible to the Executive for the efficient management of the Society's affairs, and must keep minutes of all General and Executive meetings, and generally perform all the duties appertaining to the office.

Subject to the direction from time to time of the Executive, the Secretary has custody of all deeds, papers, documents and correspondence of the Society.

16.3. Position May Be Combined

The Executive may if it thinks fit combine the position of Secretary with any other position, including the Chief Executive of the Society.

17. FINANCIAL MATTERS

17.1. Control of Funds

17.1.1. All funds of the Society shall be paid into such bank as may from time to time be determined by the Executive to the credit of the Society.

17.1.2. The Society may only use the funds of the Society if it is -

- (a) To advance the Vision of the Society and carry out its Objectives; and
- (b) Not for the sole personal or individual benefit of any member; and
- (c) A use that has been approved by the Executive.

17.2. Financial Year

The financial year of the Society begins on 1 July.

17.3. Investment

All funds of the Society not needed immediately for the ordinary purposes of the Society may be invested in the name of the Society in trust in any securities in which trustees are for the time being authorised to invest trust monies, or by leaving the same upon deposit with any bank or by lending the same to any local authority.

17.4. Borrowing

The Society may borrow, raise or secure the payment of money (with or without security) in such manner as the Society, in its discretion, thinks fit.

17.5. Lecturers, Prizes and Grants

The Executive may employ any part of the funds of the Society in the payment of lecturers, or the foundation of prizes, scholarships, or exhibitions conducted or held by the Society or in partnership with any kindred Organisation, as well as for any other purposes of the Society including travelling allowances or study tours.

17.6. Auditor

The Society must at the Annual General Meeting appoint an auditor to audit the annual financial statements of the Society at such remuneration as may be fixed.

The Auditor must report on whether the financial statements are prepared in all material respects in accordance with the Society's accounting policies. The Auditor must be a suitably qualified person, and preferably be a member of the New Zealand Institute of Chartered Accountants, and must not be a member of the Executive, or an employee of the Society. If the Society appoints an Auditor who is unable to act for some reason, the Executive must appoint another Auditor as a replacement.

The Executive must provide the Auditor with:

- (a) Access to all information of which the Executive is aware that is relevant to the preparation of the financial statements such as records, documentation and other matters:
- (b) Additional information that the auditor may request from the Executive for the purpose of the audit; and
- (c) Reasonable access to persons within the Society from whom the auditor determines it necessary to obtain evidence.

17.7. Honoraria

The President and/or such other officer as the Annual General Meeting may decide, may receive such remuneration or allowance by way of honorarium as the Society may decide by resolution passed at any Annual General Meeting.

18. GENERAL

18.1. Members Bound by Rules

Every person becoming a member must receive a copy of the rules in force at the time of admission or election and is bound by those rules and any amendment which may be made to those rules.

18.2. Alteration of Rules

18.2.1. The rules of the Society must not be added to or altered or rescinded except by means of a ballot (postal or electronic) of eligible members and will be carried by a simple majority of those votes returned. If the Executive has approved electronic voting facilities for the purpose of altering the Rules of the Society, every person entitled to vote may vote by electronic means.

18.2.2. The postal and/or electronic ballot must take place, where possible, at the same time as the Executive elections. A ballot may be conducted at any other time with the support of the Executive.

18.2.3. Where any amendment is proposed, such amendment must be forwarded to the Secretary for consideration by the Executive in consultation with Branches.

18.2.4. Proposed amendments may be put forward by:

- (a) the Executive; or
- (b) a Branch; or
- (c) any member if supported by a written request from 10% of all members of the Society.

18.2.5. Notice of any proposed alteration or addition to the rules must be forwarded by the Secretary to each member along with a voting paper and details of when a voting paper must be returned.

18.2.6. The official count must be undertaken by scrutineers previously appointed by the Executive and the results announced at the Annual General Meeting or notified to each member by the Secretary.

18.3. Winding Up

The Society may be wound up voluntarily if, at a general meeting of members, a resolution is passed requiring the Society so to be wound up, and the resolution is confirmed at a subsequent general meeting of members qualified to vote and held

not earlier than 30 days after the date on which the resolution so to be confirmed was passed.

18.4. Distribution or Winding Up

In the event of the voluntary winding up of the Society or its dissolution by the Registrar of Incorporated Societies, the property of the Society must be realised and, after payment of all debts and liabilities of the Society the surplus, if any, must be disposed of in such a manner as the persons who comprise the Executive at the date of such winding up must by resolution determine provided that any surplus or assets may not be distributed in such a manner as will provide a pecuniary gain to any person who has been a member of the Society.

18.5. From the date that these rules become effective.



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The decision of the hearing shall be a recommendation to the next Executive Committee meeting and the member shall be advised of this recommendation within 24 hours of the conclusion of the hearing. Representation may be made by the member to the Executive Committee considering the recommendation of the hearing committee. The member must be given not less than 14 days previous notice in writing of such meeting in accordance with Clause 8.4.1 of the Constitution of the Society.

Should the matter relating to the alleged breach be under formal review by any other recognised authority including judicial process, the Society shall withhold any action pending the outcome of the review. The Society may however, formally advise the member that it may proceed the investigation on conduct at the conclusion of the review.

A decision made by the Executive Committee shall be final and not subject to appeal (ref. Society Constitution Clause 8.5).

BREACH OF ETHICS – PROCEDURES

4	Members shall refrain from open public criticism of fellow members and elected representatives or publicly express any opinion on the professional performance of members. Such criticism shall be confined to appropriate formal hearings which are conducted with professional courtesy and integrity.
5	Members are obligated to disclosure of any financial, personal or pecuniary interest in transactions with the public or employer.
6	Members shall not disclose any confidentially information or matter related to their work or profession or the business of their employer without the express authority of the employer.
7	Members shall not engage in any fraudulent or dishonourable activity, nor consider or accept any convert reward, or profit, or use any information obtained in their professional capacity for personal gain.
8	Members shall demonstrate professional competence and management skills and shall involve themselves in continuing education and training particularly with new technology and innovations, encouraging staff to do likewise.
9	Members shall resist the intrusion of outside activities on their professional responsibilities where such activities may compromise the appointment they hold or be contrary to good professional practice.
10	Members shall observe a strict professional detachment from electioneering or partisan political activity associated directly or indirectly with local government.

Preamble

The Executive of the Society shall undertake investigative or disciplinary procedures against any member on advice of any alleged breach of Rules of Conduct of the Society's Code of Ethics.

Any disciplinary action may only be imposed following thorough investigation of which the member is fully informed or substance and detail. The member has the right to be represented by appropriate advocate and shall be entitled to refute or mitigate claims made.

Instances of a proven serious breach will result in expulsion or suspension from the Society in accordance with Clause 8 of the Constitution of the Society. Notice of expulsion or suspension, accompanied by explanation will be advised immediately in writing to the member.

The Society may deal with minor breaches by warning and/or counselling. Attempt at mediation should also be an option at the discretion of the Society.

Detail Procedures

The Executive Office of the Society shall be advised of alleged breach from within or without the Society and seek that advice in writing.

On receipt of the written advice, the Executive Officer shall:

- 1 Immediately advise the President of the Society to determine appropriate process.
- 2 Advise the member concerned within three working days of the nature of the alleged breach and process to be followed.

The member concerned shall be given the opportunity to engage advocacy assistance.

A formal hearing shall be arranged by the Executive Officer, presided over by the President of the Society and at least one other member of the Executive Committee.

PURPOSE OF THE CODE OF ETHICS

The Code of Ethics exists to provide Society members with authoritative guidelines on what are deemed to be acceptable standards of professional conduct. As such, the Code represents a minimum standard of behaviour for members of the Society. While the Code covers specific issues, members are expected generally to achieve levels of professionalism exceeding the minimum required, in both competence and conduct.

STATEMENT OF VALUES

- Members of the Society must be committed to the following:
- 1 The rule of law and its upholding at constitutional, national and local levels.
 - 2 Efficient, effective and democratic local government.
 - 3 A belief in the worth of local government, and a sense of community responsibility.
 - 4 A belief that local government exists to serve the best interests of the community.
 - 5 The separate but complementary roles of elected members and management.
- Members of the Society are expected to uphold the following personal values:

- 1 Honesty, Propriety and Integrity
Members must act with honesty, propriety and integrity in the pursuit of their professional duties.
- 2 Objectivity, Independence and Impartiality
Members must be objective and be independent from personal considerations in undertaking their professional duties. They shall ensure information provided to the public and elected representatives is factual and impartial.
- 3 Confidentiality and Respect of Privacy
Members must respect the rights of individuals concerning confidentiality and privacy.
- 4 Competence and Duty of Care
Members must accept as a duty to discharge their roles with competence, care and diligence.
- 5 Professional Development
Members are expected to continuously improve their professional knowledge and skills.

RULES OF CONDUCT

- 1 Members shall act in the best interests of the public, fellow members of the Society, employer, and fellow employees; and promote local government as a reputable and respected business.
- 2 Members shall be loyal to the Society, actively contribute to its work and standing in the industry and encourage other members to do likewise.
- 3 Members shall demonstrate professional competence and management skills conducting themselves in a reputable and professional manner that shall not prejudice the status of the Society.

Professional excellence
in local government



CODE OF ETHICS

27 AUGUST 2012

New Zealand Society of
Local Government Managers

