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Constitution of the New Zealand Association for Impact Assessment (Inc.)



as amended on the 10th November 1998

NAME

1. The name of the Association shall be the "New Zealand Association for Impact Assessment Incorporated".

DEFINITIONS

2. The "Act" means "the Incorporated Societies Act of 1908 and its Amendments".
3. "Meeting" means, "a general or special meeting of the members as hereinafter provided".

OBJECTS

4. To promote the practice of impact assessment (including social and environmental assessment) in the formulation and implementation of development and policy proposals.
5. To promote research and consultation practices which identify the full social and environmental effects of policies & projects and the measures required to address these.
6. To promote the development of impact assessment theory and methods.
7. To promote impact assessment that recognises and accommodates different social and cultural values, including those of indigenous peoples.
8. To promote and encourage a high standard of practice amongst members of the Association and others using impact assessment methods, in accordance with the Code of Ethics.
9. To recognise and consider the Treaty of Waitangi.
10. To undertake or encourage initiatives, consistent with the other objects, powers and resources of the Association, to promote or advance the protection of the environment.
11. The objects listed here are not listed by order of priority.

MEANS OF ACHIEVING THE OBJECTS

12. Means to achieve these objects may include the following :

organise talks, meetings, seminars, conferences, workshops;
commission or carry out research or investigations;
prepare published or unpublished communications in any legal form whether written, recorded on tape, film or any other medium;
develop a library and/or other media resources;
encourage the practice of peer review; and/or
carry out other such activities as will further the objects.
13. The Association must maintain a Code of Ethics., including ethical guidelines for those members involved in impact assessment work.
14. The Ethical Guidelines (not listed in order of importance) require that the Association and its members:
 - i. *Commit themselves to principles of social justice, sustainable development and high environmental quality.*
 - ii. *Demonstrate a concern for the social and environmental effects of development and policy decisions.*
 - iii. *Consider the effects of development, programme and policy decisions on all sectors of the community, with reference to relevant (especially social and environmental) characteristics.*
 - iv. *Be committed to the empowerment of all people, including indigenous people and those who are disadvantaged, to influence the development, policy and programme decisions which affect them..*

INCOME AND PROPERTY

15. The income of the Association shall be applied solely towards its objects and no part of it shall be paid or transferred by way of dividend or by bonus to any member provided that this shall not prevent payment of a reasonable remuneration to any Association member(s) or employee(s) in return for services actually rendered.

SEAL

65. The Common Seal of the Association shall be held by the Secretary and shall be affixed to any document upon the authorisation of the core group in the presence of three members of the core group.

WINDING UP

66. The Association may be wound up voluntarily if at a meeting of its members a resolution is passed requiring it to be wound up and the resolution is confirmed at a subsequent meeting called for that purpose and held no earlier than thirty days after the date on which the resolution to be confirmed was passed

DISPOSITION OF SURPLUS ASSETS

67. On the winding up or disposition of the Association the surplus assets after payment of all costs, debts and liabilities shall be distributed to such charitable organisation(s) or incorporated society(ies) having objects the same as or similar to those of the Association, or whose work is associated with that of the Association, and upon and subject to such terms and conditions as the meeting passing the resolution of winding up or, in the case of dissolution by the Registrar of Incorporated Societies, as the Registrar shall determine.

THE TREASURER

54. The Treasurer of the Association shall be appointed by a majority vote of the core group and may be a member of the core group.
The Treasurers functions shall be to :
- (i) Bank or cause to be banked in the name of the Association all monies received.
 - (ii) Disburse the funds of the Association as may be determined by the core group or meeting.
 - (iii) Keep the books of account and prepare the necessary financial accounts and statements.
 - (iv) Put before the members at a meeting a statement of accounts for the preceding year as soon as possible after the 31st of March in each year, which shall be the balance date. The statement shall be first audited by the auditor of the Association.
 - (v) Do such other acts as the core group or meeting may from time to time require.
 - (vi) Keep a record of all membership fees received during the year.
 - (vii) Abide by Section 23 of the Act.
- The Treasurer is empowered to delegate her/his tasks from time to time, but the core group or meeting may revoke such delegation.

CHEQUES

55. All cheques shall be signed or endorsed in such manner as the meeting shall from time to time direct. Until this has been determined by a meeting, it shall be required that all cheques be signed by the Treasurer and one other member of the core group.

THE AUDITOR

56. The Auditor shall be appointed by the core group who shall also fix her/his remuneration.
57. The Auditor shall be supplied with a copy of the accounts and statements aforesaid and it shall be her/his duty thoroughly to examine the same in detail with the books, accounts and vouchers relating thereto.
58. The Auditor shall have a list delivered to her/him of all books of account kept by the Association, and shall at all reasonable times have access to the books and documents of the Association and may examine the core group or any other officers of the Association who shall at all times render all assistance to such Auditor.
59. The Auditor shall make a report to the members upon the accounts and statements aforesaid. In every such report she/he shall state whether in her/his opinion the same is or are full and fair accounts and statements containing the particulars required by the Rules of the Association and the Act, and properly drawn up so as to exhibit a true and correct view of the affairs of the Association. Such report shall be read together with the report of the core group at a general meeting.

INDEMNITY OF OFFICERS

60. No Officer of the Association shall be liable for the acts, receipts, neglects or defaults of any other officers of the Association or for any loss occasioned by any error of judgement or oversight on her/his part or for any other loss, damage or misfortune whatever which shall happen in the execution of the duties of her office or in relation thereto unless the same happened through her won wilful default or dishonesty.

INTERPRETATION

61. If at any time any matter shall arise which is not provided for in these rules or in the interpretation of these rules, the same shall be determined where appropriate by the core group or the meeting.

ALTERATION TO RULES

62. A motion for the alteration of the Rules of the Association may be presented at the annual general meeting or at a special general meeting called for that purpose. Any resolution altering the Rules must be carried by a consensus of the members present or, failing consensus, by a two thirds majority of the members present at such a meeting.
63. At least fifteen clear days notice of any proposed motion shall be given to all members of the Association.
64. If any alteration to the rules is passed, it shall come into operation on the day after the alteration is registered by the Registrar of Incorporated Societies.

POWERS

16. The Association has the following powers; (i) and (ii) to be exercised only by prior authorisation of an annual general meeting or a special general meeting called for that purpose :
- (i) To acquire or dispose of any interest in land or buildings.
 - (ii) To borrow and raise money and give security therefore by the issue of debenture, stock, mortgage or charge upon all or part of its property.
 - (iii) To invest its funds.
 - (iv) To raise money for its activities in pursuit of its objects by way of public appeals for funds, sponsorship from persons, public or public companies or bodies, or through the provision of goods or services.
 - (v) Otherwise to do anything, including paying wages, in furtherance of the objects of the Association (subject to these rules).

MEMBERSHIP

17. Those who subscribed to this application shall be the first members of the Association.
18. Membership is open to all those who :
- (i) accept the code of ethics and ethical guidelines, and are prepared to apply them in their professional capacity (where that is relevant) and support the objects of the Association;
 - (ii) pay the annual subscription appropriate to their category of membership as determined by the annual general meeting of the Association.
19. Application for membership shall be in writing signed by the applicant.
20. The Association reserves the right to expel or fail to accept for membership any member who:
- i) was deemed not to be applying the code of ethics in social assessment work;
 - ii) who fails to pay the membership fees within the time period for payment, set by the Association;
 - iii) deliberately fails to comply with the rules of the Association; and/or
 - iv) deliberately brings the Association or its members into disrepute.
21. A person or organisation whose application for membership is accepted by the core group shall not become a member until payment of the annual subscription of the Association has been made, and thereupon will be entered into the register of members.
22. Any member may resign from the Association upon giving notice in writing to the Secretary, and that member's name shall thereupon be deleted from the register of members by the Secretary.

TYPES OF MEMBERSHIP

23. There will only be one class of members - ordinary members. These can be either individual persons or organisations.

MEMBERSHIP FEES

24. Each member shall pay to the Association such membership fees as may from time to time be determined by an annual general meeting.
25. The membership fee shall be payable immediately upon acceptance by the core group of an application for membership.

MEETINGS

26. The financial year shall be from 1 January to 31 December.
27. The date and organisation of meetings shall be fixed by the core group and notice thereof advertised by the Secretary.
28. The business of each meeting shall include receipt and consideration of a report of the actions of the core group for the period since the last meeting.
29. Each Annual General Meeting will receive and consider the accounts of the Association, determine the membership of the core group, receive and consider any motion put forward to transact any other business that may be brought forward, and shall further include the review, amendment and confirmation of all policy decisions made by the core group since the previous general meeting.
30. A quorum for the any meeting shall be not less than 10 members of the Association present in person.
31. A resolution discussed at the meeting shall be passed by consensus, and failing consensus by the agreement of at least a simple clear majority of members present by a show of hands. Every member present shall have one vote.

SPECIAL GENERAL MEETINGS

32. The Secretary shall call special general meetings of the Association :
- (i) if asked to do so by the core group; or
 - (ii) upon the written request of at least 10 members of the Association provided that the request will specify the reason for calling the meeting.
33. In each case, the Secretary shall appoint the date of the meeting and shall deliver notice thereof to all members of the Association at least fifteen clear days before the date so fixed.
34. The notice to members shall specify the date, time, place and reason for the meeting.
35. A quorum for such a special meeting shall be not less than 10 members of the Association present in person.
36. A resolution discussed at the meeting shall be passed by the consensus and failing consensus by the agreement of a simple and clear majority of members present by show of hands. Every member present shall have one vote.
37. If requested in writing by at least 10 members of the Association, the business of any such special general meeting must include :
- (i) receipt and consideration of a report of the core group for the period since the last general meeting;
 - (ii) receipt and consideration of the accounts of the Association;
 - (iii) determination of the membership of the core group;
 - (iv) receipt and consideration of any motion put forward to transact any other business that may be brought forward; and
 - (v) review, amendment and confirmation of all policy decisions made by the core group since the previous general meeting.

CORE GROUP

38. The core group shall normally consist of at least eight persons, who are members of the Association. If for any reason the number of members of the core group falls below eight, the remaining members of the core group shall have the power to co-opt additional members from the existing members of the Association.
39. Four core group members present at a duly convened meeting of the core group shall constitute a quorum.
40. The core group may appoint any person (who need not be a member of the core group) to perform any special functions or to fill any special office whether honorary or paid and if paid shall fix the persons remuneration. Any person so appointed shall continue in office at the pleasure of the core group unless decided otherwise at a meeting of members.
41. A majority of members of the core group may convene a meeting of the core group.
42. A meeting of the core group shall be preceded by at least seven clear days notice delivered to all its members and that notice shall include an agenda for the meeting.
43. If for any reason an urgent meeting of the core group must be called at less than three clear days notice, every reasonable effort must be made to contact all members of the core group and give them notice of that meeting.
44. Decisions of the core group shall be made by the consensus, or failing this by a simple clear majority of those core group members present at the meeting.

MEMBERSHIP OF THE CORE GROUP

45. Volunteers for membership of the core group for the ensuing year shall be received at the annual general meeting or at any special general meeting called for that purpose.
46. The maximum number of members of the core group for the ensuing year shall be determined by the annual general meeting or at any special general meeting called for that purpose.
47. Members of the core group for the ensuing year, to the maximum number of members, shall be determined in any manner approved by a majority of members attending the general meeting or any special meeting called for that purpose.
48. If the members at a meeting decide by a simple majority to determine membership of the core group by secret ballot, the normal procedure for such a ballot shall be :
- i) All members present may cast only one ballot containing the names of those members of the Association whom they deem suitable to serve on the core group from among those who have volunteered for membership of the core group.
 - ii) The maximum number of persons that each member may vote for must be less than or equal to the maximum number of core group members for the year as previously determined by that meeting.
 - iii) Volunteers may place their names forward in writing to the secretary or in person at the meeting.
 - iii) The designated number of persons who receive the most votes shall constitute the members of the core group.
 - iv) The results of the ballot shall be determined and reported to the meeting by two tellers appointed by the core group for the purpose. One of these tellers shall be from among those persons present who has not volunteered

- for service on the core group.
- v) In the event of a tie vote for the last position on the core group, a second ballot to break the tie must be cast by those present who participated in the first ballot. Each voter shall vote for only one of the individuals who have tied. No other names should be introduced on this second ballot. In the event that one of the persons involved in the tie is a member of a minority group (ie determined by race, ethnic group or nationality), that person should be accorded the priority for the ninth position without a re vote.
 - vi) The person or persons who received the most votes shall be responsible for convening the first meeting of all members of the incoming core group.

FACILITATION OF MEETINGS

49. (i) a facilitator will preside at all meetings of the core group and at general meetings of the Association
- (ii) this person
- has no special prerogative either within or without the meetings;
 - when not functioning as presiding officer to keep discussion and business orderly in meetings, the facilitator shall be just another member of the core group;
 - has no special or casting vote;
 - has the principle role in meetings of :
 - seeing that there is free and open discussion on any point and that it is kept to the point
 - ensuring that all members have the opportunity to put their point
 - encouraging all members to participate in discussions.
 - shall see that both motions and decisions are clearly stated and understood by all
 - notifies the Secretary ahead of time when she/he is unable to be present at the meeting
- (iii) at any meeting of the core group, the facilitator of the next core group must be appointed.
- (iv) if for any reason a facilitator has not been appointed or is not available, the Secretary shall assume or delegate that role
50. The task of taking the minutes of any meeting of the core group shall pass among the members of the core group and the minute taker shall be a volunteer at the meeting

OFFICERS

51. The officers of the Association shall be the Secretary and the Treasurer, and such other officers as the core group from time to time appoints.

THE SECRETARY

52. The Secretary shall be appointed from time to time by a majority vote of the core group and may be a member of the core group.
53. The secretary shall :
- (i) receive mail for the Association
 - (ii) present communications to the core group meetings
 - (iii) answer correspondence under the direction of the core group
 - (iv) under direction of the core group or a general meeting of the Association, issue statements to and answers enquiries from the news media
 - (v) maintain a filing system of all correspondence, communications, newspaper clippings of all publicity on the Association, and other materials as directed by the core group;
 - (vi) Notify each person when chosen of his/her membership or office.
 - (vii) Notify members of the Association of meetings of the Association and members of the core group of their meetings.
 - (viii) Comply with Section 22 of the Act (including the keeping of a register of members with the names, addresses and occupation of each member and the date they became members.
 - (ix) Keep a record of all meetings of the Association.
 - (x) Do such other acts as the core group or meeting may from time to time require.
 - (xi) the core group may delegate any of these duties to other members of that group.

The Secretary is empowered to delegate his/her tasks from time to time but the core group or meeting may revoke such delegation.