

**CONSTITUTION OF THE
NEW ZEALAND
ASSOCIATION OF
RESOURCE
MANAGEMENT
(INCORPORATED)**

1 December 1996

[Clauses 15.3 and 15.6 changed at the AGM on 4 November 2009]

[Clauses 5 and 17 changed at the AGM on 21 September 2010]

CONSTITUTION OF THE NEW ZEALAND ASSOCIATION OF RESOURCE MANAGEMENT (INCORPORATED)

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1.0 COMMENCEMENT

This Constitution shall come into force on 1 December 1996.

2.0 NAME

The name of the Association shall be “The New Zealand Association of Resource Management (Incorporated)”.

3.0 DEFINITIONS OF TERMS

In this Constitution, the following terms have the following meanings:

Association - means the New Zealand Association of Resource Management (Incorporated).

Board - means the Resource Management Certification Board.

Committee - means the Executive Committee of the Association.

Constitution - means the Constitution of the New Zealand Association of Resource Management (Incorporated).

Member - means any class of member of the Association as provided by Clause 6.1 of the Constitution.

Office - means any elected or ex officio position on the Executive Committee and **Officer** means any member of the Executive Committee holding any such position.

Resource management - means the public and corporate activities and processes concerned with promoting the sustainable use, development, and protection of natural and physical resources.

Words that are in the singular form also include the plural meaning.

4.0 GOAL

The goal of the Association shall be to promote the philosophy, science, and practice of resource management in New Zealand, with particular emphasis on land and water resource management.

5.0 OBJECTIVES

The objectives of the Association are exclusively charitable in pursuing its goal and shall be restricted at all times to operation in New Zealand.

In pursuing the goal of the Association, the objectives of the Association shall be:

- (a) to represent and promote the views and interests of persons who are involved or interested in resource management in New Zealand;

- (b) to promote good practice, competence, and ethics in resource management;
- (c) to promote effective communication and transfer of information between members, other resource management practitioners, and the community, concerning resource management;
- (d) To encourage community awareness of the nature and value of resource management;
- (e) To advance education by promoting professional development programmes for members and running regional workshops and other educational projects to assist the achievement of those programmes.

6.0 MEMBERSHIP

6.1

There shall be four classes of membership, called respectively ordinary member, corporate member, retired member and honorary member.

6.2

Every candidate for election as an ordinary member of the Association must be involved in or have an interest in the philosophy, science, or practice of resource management.

6.3

Any corporation or organisation whether formally constituted or not and having an interest in resource management may be elected as a corporate member of the Association.

6.4

Any person who has given outstanding service to the philosophy, science, or practice of resource management may be elected as an honorary member of the Association.

7.0 ELECTION OF MEMBERS

7.1

An applicant for election as an ordinary member must lodge with the Secretary of the Association a written application in the form prescribed by the Executive Committee, which application must include the following:

- (a) a declaration by the applicant that if elected as a member he or she will comply with the provisions of the Constitution;

- (b) evidence of involvement in resource management practice as provided for by Clause 6.2.

7.2

An applicant for election as a corporate member must lodge with the Secretary of the Association a written application in the form prescribed by the Executive Committee.

7.3

The Executive Committee shall consider every application for membership and may elect the applicant to membership.

7.4

Any member of the Association at any general meeting may propose that any person considered appropriate for election as an honorary member in terms of Clause 6.4, be so elected. Any such person may only be elected as an honorary member by a two-thirds majority of members voting.

7.5

A person or body elected as an ordinary or corporate member shall not assume the rights of membership until the Committee has received the fees of application and membership payable.

8.0 RIGHTS OF MEMBERS

Any member of the Association who is not in arrears in respect of annual fees has the right to do the following:

- (a) attend any general or ordinary meeting of the Association;
- (b) speak to and vote on any motion;
- (c) nominate or be nominated for office in the Executive Committee;
- (d) hold office in the Executive Committee;
- (e) vote in any election, referendum or ballot;
- (f) receive any information, publication, and other material benefits that membership of the Association may bring;

except that any corporate member is entitled to be represented at any meeting of the Association by one person appointed by the corporate member but that person is not entitled to vote, nominate, be nominated, or hold office.

9.0 CODE OF ETHICS

9.1

Every ordinary member of the Association must comply with the following Code of Ethics:

- (a) a member must seek to:
 - (i) promote the philosophy, science, and practice of resource management; and
 - (ii) advance or achieve the objectives of the Association;
- (b) a member through his or her conduct must uphold the dignity and standing of the resource management profession and the reputation of the Association;
- (c) a member must act in a friendly, fair and honourable manner in all dealings with other members and must not do anything that may unjustly or unfairly affect the reputation of a fellow member;
- (d) a member must be prepared to co-operate with and help fellow members, professional colleagues, decision-makers and the community at large in pursuing resource management;
- (e) A member must bring to the attention of the Association through the Committee, any act or omission of any fellow member that may bring discredit on the Association or its members or the resource management profession.

9.2

Every ordinary member of the Association who is professionally engaged in resource management or who holds a Resource Management Certificate must also comply with the following Code of Ethics:

- (a) a member must maintain a contemporary professional awareness and understanding of the philosophy, theory, and methods of practice of resource management;
- (b) a member must recognise the need for and seek to provide for:
 - (i) adequate and reliable information; and
 - (ii) integrated decision-making; and
 - (iii) appropriate public participation in decision-making;in all professional resource management practice;
- (c) a member must carry out all professional work with integrity, honesty, fairness, and objectivity;

- (d) a member must ensure that any professional advice or information that he or she may give is within the scope of expertise and experience of the member to give;
- (e) a member must always acknowledge other professional advice or information that may contribute to his or her own provision of advice or information;
- (f) a member must always continue to seek and undertake professional development and education so as to remain competent in resource management practice.

10.0 PROFESSIONAL COMPETENCE OF MEMBERS

10.1

The Executive Committee shall have the power to promote the continuing competence of all members in the practice of resource management and to that end must appoint a subcommittee composed of three persons to be known as the Resource Management Certification Board.

10.2

At least two members of the Resource Management Certification Board must be ordinary members of the Association, and one member must be a person of recognised standing in any professional field relevant to resource management. The Executive Committee must appoint one of the ordinary members of the Association on the Resource Management Certification Board to be the chairperson of the Board. The Committee must fill any vacancy on the Board that may arise.

10.3

The Resource Management Certification Board shall hold office from the date of its appointment by the Executive Committee until the next Committee reappoints the Board immediately after that Committee takes office. There shall be no bar to any re-appointment of any member of the Resource Management Certification Board.

10.4

Subject to any policy direction from the Executive Committee, the Resource Management Certification Board must do the following:

- (a) set and maintain minimum standards of professional competence in resource management, including the holding of theoretical and practical knowledge and skills; and
- (b) recognise or devise and maintain any programme of training that is an adequate means of meeting the minimum standards set from time to time under (a) of this clause; and
- (c) award to any member who meets the minimum standards set from time to time under (a) of this clause a certificate called the Resource Management Certificate to signify professional competence in resource management; and

- (d) maintain a register of members holding the Resource Management Certificate, including their names, addresses, and other relevant information; and
- (e) decide on and administer a procedure for application by any member for the Resource Management Certificate, including any interview, examination, or other method of assessment, and the setting of any application fee; and
- (f) decide on and administer a procedure for the recognition of continuing professional competence of members who hold a Resource Management Certificate, including the setting of any administrative fee.

10.5

Every Soil and Water Conservation Certificate that:

- (a) was awarded by any former Soil and Water Conservation Certification Board under any former constitution of the Association; and
- (b) is held by any member of the Association listed on the register of such certificate holders immediately before the date of commencement of this Constitution;

is deemed to be a Resource Management Certificate held by the relevant member, subject to the provisions of the Constitution.

11.0 TERMINATION OF MEMBERSHIP AND DISCIPLINE

11.1

A member may resign from the Association by giving at least one month's notice to the Secretary. Any money payable to the Association at the time of resignation shall remain a debt due and owing to the Association.

11.2

Where any member is more than two consecutive years in arrears in the payment of annual fees, the Committee may terminate membership of the member by removing the name of the member from the roll of members.

11.3

Where any complaint or information concerning any member is referred to the Executive Committee or the Committee considers that any member may have acted in a manner that is contrary to the Goal or Objectives or Code of Ethics of the Constitution, the Committee must advise the member of this and invite the member to be heard or to reply to the complaint, allegation, or opinion held by the Committee.

11.4

The Committee must consider the statements of the member and if by a two-thirds majority of those voting it finds the member guilty of any such action, the Committee may discipline the member in one or more of the following ways:

- (a) reprimand the member;
- (b) suspend the member from the Association for a period that is fixed by the Committee;
- (c) expel the member from the Association;
- (d) take any other action as it thinks fit.

11.5

Where the Committee has resolved under Clause 11.4 to take any action other than expulsion from membership, the decision of the Committee is final. Where the Committee has resolved to expel the member, the member may not later than twenty-eight days after the date of notification of the decision of the Committee appeal in writing to the Association against the decision. The Association must hear the appeal in a general meeting and may by a two-thirds majority of those voting confirm or rescind the decision of the Committee.

12.0 EXECUTIVE COMMITTEE**12.1**

There shall be an Executive Committee to manage the business and affairs of the Association, and composed of:

- (a) four members who are elected as offices at every second Annual general Meeting; and
- (b) the immediate Past President; and
- (c) any member who may be co-opted by the Committee under such terms as the Committee thinks fit.

12.2

The elected members of the Committee shall be the President, Secretary, Treasurer, and one ordinary member.

12.3

The Immediate Past President shall be ex officio a member of the Executive Committee for the two years following his or her holding office as President.

12.4

The President must chair all meetings of the Association and of the Committee and maintain general supervision of the business of the Association.

12.5

The Immediate Past President must chair the meetings of the Association and of the Committee in the absence of the President or at the request of the President and must generally act in place of the President when the latter is unable to act.

12.6

The Secretary must do the following:

- (a) keep an accurate record of the business of the Association and the Committee;
- (b) maintain the roll of members, including their names, addresses, and dates of election to membership;
- (c) manage correspondence of the Association;
- (d) give notice of all meetings;
- (e) conduct all elections;
- (f) any other secretarial duties as required by the Association.

12.7

The Treasurer must do the following:

- (a) manage all monies of the Association;
- (b) pay all accounts of the Association;
- (c) maintain a record of the financial standing of each member;
- (d) provide to each Annual General Meeting of the Association an audited statement of income and expenditure and assets and liabilities of the Association for the preceding year;
- (e) keep control of the Common Seal of the Association.

12.8

The Committee shall hold office from the conclusion of the Annual General Meeting held immediately after its election, until the next Committee takes office following the conclusion of the Annual General Meeting of the Association held two years later.

12.9

The Committee must meet at any time it is called by the President or by at least three of the members of the Committee. Three members of the Committee shall form a quorum for any meeting of the Committee.

12.10

The Association shall have a Common Seal. The Treasurer shall keep control of the Common Seal. The Committee may affix the Common Seal to any document only by resolution of the Committee and in the presence of any two members of the Committee, which members must sign the document.

12.11

In the event that any question arises in respect of the interpretation of the Constitution or of any matter not provided for in the Constitution, the Committee shall have the power to make a final and binding decision on the matter.

13.0 ELECTIONS**13.1**

The Executive Committee must hold every two years an election for all officers.

13.2

A notice calling for nominations for the Committee must be posted to each member of the Association at least forty-five days before the Annual General Meeting. Nominations must close with the Secretary at least twenty-eight days before the Annual General Meeting. Voting must be by secret postal ballot. Ballot papers must be posted to each member at least twenty-one days before the Annual General Meeting.

13.3

Every nomination for an officer must be in writing, signed by the proposer and seconder, and the person nominated must consent to the nomination in writing.

13.4

No member who is in arrears in respect of annual fees may nominate or be nominated for any office.

13.5

A member may be nominated for more than one office but hold only one office if elected. If a member is elected to more than one office, he or she must specify which office is to be retained. The member with the next highest vote must then be declared elected to the remaining office.

13.6

The Annual General Meeting must appoint two scrutineers who must not be members of the Committee nor candidates in the election. The scrutineers must count the ballot at the meeting and the Secretary must announce the results of the election. In the event of a tie for any position on the Committee, the situation must be resolved by drawing lots.

13.7

Any vacancy not filled at any election shall be deemed to be a casual vacancy. The Committee may fill any casual vacancy that arises at any time and any member appointed to fill a casual vacancy shall hold office until the next Annual General Meeting at which the Committee is to be elected. In the event of the office of President becoming vacant, the Immediate Past President must assume that office until the next Annual General Meeting at which the Committee is to be elected.

14.0 MEETINGS**14.1**

The Annual General Meeting of the Association must be held once in each calendar year on a date and at a time and place to be decided by the Executive Committee.

14.2

The Secretary must give at least twenty-one days written notice to each member of the Association of the date, time, and place of every Annual General Meeting, and must include in the notice an agenda for the meeting.

14.3

At each Annual General Meeting the Committee must submit an annual report and an audited statement of accounts.

14.4

An auditor must be elected by members at each Annual General Meeting for the following year.

14.5

An Annual General Meeting may only deal with any matter not on the agenda for the meeting if a two-thirds majority of those voting resolve to have the matter dealt with.

14.6

A Special General Meeting may be called at any time by the President and must be called at any time by the Secretary upon the written request of at least ten members. In either case, the Secretary must give at least ten days written notice to each member of the Association of the date, time, and place of the Special General Meeting and must include in the notice an agenda for the meeting. Any Special General Meeting may only deal with those matters stated on the agenda for the meeting.

14.7

An ordinary meeting may be called at any time by any resolution of the Committee and the provisions of Clause 14.2 and Clause 14.5 apply to any ordinary meeting as if the ordinary meeting were an Annual General Meeting.

14.8

Twenty members who have the right to vote shall form a quorum for any Annual or Special General Meeting or ordinary meeting of the Association.

14.9

At any meeting of the Association or the Committee every member who has the right to vote may only vote on his or her behalf except that where any member is unable to be present at any meeting, he or she may appoint in writing another member or any other person to be a proxy at the meeting, provided that the appointment for any proxy is in the hands of the Secretary before the meeting begins. Voting shall be recorded on the voices or by a show of hands, except under Clause 13.2.

14.10

At any meeting of the Association or the Committee or in the election of officers, each member who has the right to vote may have one vote. A majority vote shall decide all questions except under Clauses 14.5 and 16.3 of the Constitution. In the event of an equality of votes, the President may exercise a casting vote as well as a deliberative vote.

15.0 FINANCE**15.1**

The financial year for the Association begins on 1 January and ends on 31 December of the same year.

15.2

Every member must pay an annual membership fee. The Association shall decide from time to time in an Annual General Meeting the annual fee for all classes of members. The Committee may fix from time to time any application fee payable by applicants for ordinary or corporate membership.

15.3

The annual fee is payable from 1 April of each year and must be paid by 30 September of that year.

15.4

Any member who fails to pay the annual fee before 30 September of each year is deemed to be in arrears and shall cease to have or receive any of the rights and benefits of membership as provided by Clause 8.0 until such time as all due payments are made.

15.5

The Treasurer must notify any member who is in arrears in respect of the annual fee at least once within any year in which the member may remain in arrears.

15.6

Where any member is more than two consecutive years in arrears in respect of annual fees, and has been notified twice to that effect, the member may cease to be a member of the Association in accordance with Clause 11.2. Termination of membership under this clause is not any bar to that person or corporation reapplying for membership.

15.7

The Committee shall control all funds of the Association and the Committee may authorise the expenditure or investment of funds in any manner that it thinks fit in order to advance or achieve any of the objectives of the Association. Any funds received from donations or royalties to the Association must be applied by the Committee in the same manner.

15.8

The Committee must have the approval of the members of the Association at an Annual General Meeting or by means of a referendum before it may borrow monies that are greater in value than 25 percent of the annual budget in that year. All monies borrowed may be applied in the same manner as all other monies of the Association as provided in Clause 15.7.

15.9

No member or person associated with a member of the Association shall derive any income, benefit or advantage from the Association where they can materially influence the payment of the income, benefit or advantage.

Except where that income, benefit or advantage is derived from:

- (a) professional services to the Association rendered in the course of business charged at no greater rate than current market rates; or
- (b) interest on money lent at no greater rate than current market rates.

16.0 AMENDMENTS TO CONSTITUTION**16.1**

The Constitution may only be amended by the authority of members voting at any Annual General Meeting of the Association.

16.2

Any two or more members who have rights of membership as provided by Clause 8.0 may propose any amendment to the Constitution by notice of motion. The notice of motion must be received by the Secretary at least twenty-eight days before any Annual General Meeting. The agenda for the Annual General Meeting must record such a motion on notice.

16.3

If a two-thirds majority of members voting on the proposed amendment adopts the amendment then the Constitution shall be so amended as from that time. There shall be no bar to any amendment of a proposed amendment being decided on at the Annual General Meeting in the manner provided for any proposed amendment.

16.4

No addition to or alteration or rescission of the Rules shall be approved if it affects the Pecuniary Profit Clause (15.9) or the Winding Up Clause (17.0).

17.0 WINDING UP

Pursuant to Section 24 of the Incorporated Societies Act 1908, if a decision is made to wind up or dissolve The New Zealand Association of Resource Management (Incorporated) and any property remains after the settlement of the associations debts and liabilities, that property must be given or transferred to another organisation for a similar charitable purpose or purposes as defined in section 5(1) of the Charities Act 2005.