

# **RULES**

of

## **NEW ZEALAND LOCAL GOVERNMENT ASSOCIATION INC**

**(TRADING AS *Local  
Government New Zealand or  
LGNZ*)**

(adopted at the Annual General Meeting on  
18 July 2001

and amended at the Special General Meeting  
on 11 March 2005, and at the Annual  
General Meeting on 27 July 2005,  
28 July 2010, 15 July 2012, and Special  
General Meeting on 13 March 2014, and  
Annual General Meeting on 7 July 2019, and  
Annual General Meeting on 17 July 2021)

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## **A NAME AND INTERPRETATION**

**A1.** The name of the Society is the NEW ZEALAND LOCAL GOVERNMENT ASSOCIATION INC (trading as "*Local Government New Zealand*" and referred to as *LGNZ* in these Rules).

**A2.** In these Rules unless the context requires a different interpretation:

'ANNUAL GENERAL MEETING' means the Annual General Meeting of Member Authorities held in accordance with Part G.

'APPOINTED' means appointed to office whether by election or otherwise and "appointment" has a corresponding meaning.

'CHIEF EXECUTIVE' means the Chief Executive of *LGNZ* appointed under rule 11, and includes an Acting Chief Executive appointed under Rules 14 and 15 when acting during the absence of the Chief Executive or a vacancy in that office.

'ELECTED MEMBER' means an elected member of a Member Authority and includes –

- (a) A person holding office as Chairperson, Mayor, or Councillor of a Member Authority;
- (b) A person holding office as a member of a local board within the district of a Member Authority; and
- (c) A person holding office as a member of a community board

within the district of a Member Authority.

'LOCAL AUTHORITY' means a Regional Council, Unitary Authority, or Territorial Authority, or any statutory body being the successor of such local authority, but does not include the Minister of Local Government.

'MEMBER AUTHORITY' means a Local Authority for the time being admitted to membership of *LGNZ* in accordance with Part C.

'NATIONAL COUNCIL' means the governing body of *LGNZ* constituted in accordance with Part E.

'NATIONAL COUNCIL MEMBER' means a member of the National Council elected, appointed or assuming office from time to time in accordance with Rule E1, and includes the President.

'REGIONAL COUNCIL', 'UNITARY AUTHORITY' and 'TERRITORIAL AUTHORITY' have the same meaning as in the Local Government Act 2002 except that they do not include the Minister of Local Government.

'SECTOR GROUP' means a sector based grouping of Member Authorities as provided for in Part D.

'TE MARUATA' means the committee named Te Maruata Roopu Whakahaere established in response to the remit passed at the 2008 Annual Conference and

any committee in substitution for that committee.

'YEM COMMITTEE' means the Young Elected Committee, as currently provided for in the Terms of Reference dated January 2020, being a committee appointed by the Young Elected Members Network.

'YOUNG ELECTED MEMBERS NETWORK' means the network as provided for in the Terms of Reference for the YEM Committee dated January 2020, being a network of Elected Members who were aged 40 years and under at the polling day of the most recent triennial local government election.

'ZONE' means a geographical grouping of Member Authorities as provided for in Part D.

- A3.** The definitions contained in Section 2 of the Local Government Act 2002, unless the context otherwise requires, apply to any term not expressly defined in these Rules.
- A4.** Subject to Rule A5, for all purposes under these Rules, the population of a Member Authority is its census night population as determined in the most recent census.
- A5.** On application by a Member Authority, the Annual General Meeting may by resolution determine that the population of the Member Authority for the purpose of one or more of these Rules is as determined by any more recent estimate issued by the Department of Statistics.

- A6.** Where any Rule provides that a person assumes office on a specified day, that person shall assume office at the commencement of that day, that is, immediately after midnight of the preceding day, unless otherwise specified.
- A7.** Subject to Rule A6, where any matter or thing is required or authorised by these Rules to be done on or not later than a specified date or day, that matter or thing may be done at any time up to midnight on that day, unless otherwise specified.

## **B OBJECTS AND POWERS**

**B1.** The objects of *LGNZ* are:

- (a) To promote the national interests of local government through the promotion of *LGNZ's* vision as approved by the National Council from time to time;
- (b) To advocate on matters affecting the national interests of local government and the communities that it represents;
- (c) To constructively promote and facilitate regular dialogue with Government, Parliamentarians, and the agencies of Government on matters of national interest to local government with a view to enhancing and ensuring a long-term commitment to partnership between central and local government in New Zealand;
- (d) To provide full, accurate and timely information to Member Authorities and associate members on matters affecting local government and *LGNZ*;
- (e) To research, survey, and investigate those matters in which *LGNZ* has an interest or a responsibility on behalf of its Member Authorities;
- (f) To provide advice and to deliver education and training opportunities for Member



Authorities and others on the role and practices of local government, sound governance and management practices, best practice operational matters, the laws affecting local government, and other matters relevant to local government;

- (g) To hold such conferences and forums as required for the advancement of its objects;
- (h) Generally to do all such other things as may be incidental or conducive to attaining any of the above objects.

**B2.** For the purpose of carrying out all or any of its objects *LGNZ* has the following powers:

- (a) To purchase, take on lease or exchange, hire or otherwise acquire any real or personal property and any rights or privileges which *LGNZ* thinks necessary or expedient;
- (b) To fund its activities by subscriptions, fees, income, or payments from Member Authorities and associate members, sponsorships and other activities and to grant any rights and privileges to Member Authorities and associate members;

- (bb) To engage in any activities that advance the objects of *LGNZ* including activities that raise money for that purpose;
- (c) To borrow, raise or secure the payment of money (with or without security) in such manner as *LGNZ*, in its discretion, thinks fit;
- (d) To invest, lend, advance and deal with the moneys of *LGNZ* in such a manner as *LGNZ*, in its discretion, thinks fit;
- (e) To appoint, remunerate, remove or suspend any employee of *LGNZ*;
- (f) To make, adopt, vary and publish rules dealing with any of the matters in the objects set out in Part B and take all steps that are necessary or advisable for applying the Rules;
- (g) To receive and take any gifts or donations of money or property for any of the objects of *LGNZ* whether subject to any special trusts or not, and whether as sole trustee or not, but the National Council may decline to accept any gift or donations or take over or hold any property which has annexed to it any condition or obligation not approved by the National Council;

- (h) To make, draw, accept, discount and execute any promissory notes, bills of exchange, debentures or other negotiable instruments;
- (i) To subscribe to, become a member of, or co-operate with, any other society whether incorporated or not whose objects are altogether or in part similar to those of *LGNZ*. To procure from and communicate to that society any information that is likely to advance the objects of *LGNZ*;
- (j) To provide services for and assistance to any other society whether incorporated or not whose objects are in full or in part similar to those of *LGNZ*;
- (jj) To provide services for and assistance to any member of *LGNZ*;
- (k) To acquire or subscribe for shares or other equity securities in any company or other incorporated body;
- (l) To enter into any contract, make any arrangements or undertake any activity for the financial or other benefit of *LGNZ*;
- (m) To prepare and implement a business plan;

- (n) To do all other acts and things for the purpose of attaining any of the objects of *LGNZ*.

## **C MEMBERSHIP**

### MEMBERS

- C1.** Subject to Rules C4 and C5 a Local Authority becomes a Member Authority upon payment of the annual subscription.

### ASSOCIATE MEMBERS

- C2.** Subject to Rules C4 and C5 any other person or organisation that is approved as an associate member of *LGNZ* by the National Council, becomes an associate member of *LGNZ* on payment of the appropriate annual subscription.

- C3.** The National Council may from time to time by resolution -

(a) Create amend or delete any category or categories of associate members; and

(b) Determine the extent of the rights and privileges of associate members as members of *LGNZ* (which must not include voting rights as members of *LGNZ*).

- C3A.** Without limiting the categories of persons or organisations that may become associate members, the National Council may make provision for an associate membership category or categories for council organisations, council-controlled organisations, council-controlled trading organisations and exempted organisations (as those terms are defined in the Local Government Act 2002, but without the

exclusions provided in section 6(4) of that Act).

#### TERMINATION OF MEMBERSHIP

- C4.** Any Member Authority or associate member may resign from membership by giving to *LGNZ* notice in writing, and every notice, unless otherwise expressed, takes effect one month after the giving of that notice but does not in any case release the Member Authority or associate member from payment of any subscription, fees or other payments owing to *LGNZ* at the time of resignation.
- C5.** The National Council has the power, by resolution, to terminate, or suspend for any specified period, the membership of any Member Authority or associate member for whatever reasons, in its discretion, it thinks fit.
- C6.** Any Member Authority or associate member whose membership has been terminated or suspended is entitled to table a motion before an Annual General Meeting seeking the revocation of the termination or suspension, and notwithstanding any provisions of these Rules to the contrary (including any procedural requirement for a seconder to a motion), the motion shall be put to that Annual General Meeting.
- C7.** If any motion referred to in Rule C6 is passed, the termination or suspension shall be deemed to have no effect.

## LIFE MEMBERSHIP

- C8.** Notwithstanding anything to the contrary in these Rules, the Annual General Meeting or a Special General Meeting may by resolution, upon the recommendation of the National Council, elect to life membership any person who has given outstanding service to *LGNZ* or to local government generally.
- C9.** A life member may attend any Annual General Meeting or Special General Meeting of *LGNZ* without paying a fee, and has such speaking rights as the Chair of the meeting allows but a life member is not entitled to exercise any other rights conferred by or under these Rules upon Member Authorities or associate members.

## TRANSITIONAL MEMBERSHIP

- C10.** Notwithstanding anything to the contrary in these Rules but subject to Rule C11, any Local Authority, which pursuant to a final reorganisation scheme or other final scheme whether implemented under the Local Government Act 2002 or otherwise, succeeds to the functions of a regional council, unitary authority or territorial authority, any one or more of which were separately Member Authorities of *LGNZ*, becomes a Member Authority of *LGNZ* entitled to all the rights and privileges of that status.
- C11.** The National Council may require payment by a Local Authority whose predecessors were not all Member Authorities, of such additional sum as it considers necessary to fairly equate, in respect of the balance of the current financial year, with the subscription which would otherwise have been payable had the Local Authority been a Member Authority at the commencement of that financial year.



## **D ZONES AND SECTOR GROUPS**

### ZONES

- D1.** There shall be six geographical groupings of Member Authorities to be known as Zones. Each Member Authority (except Auckland Council) shall belong to one Zone, and no Member Authority shall belong to more than one Zone.
- D2.** Subject to paragraph D5, the membership of the six Zones is as follows:
- (a) Zone One – All Member Authorities within the area bounded by the Northland Regional Council.
  - (b) Zone Two - All Member Authorities within the area bounded by the Waikato and Bay of Plenty Regional Councils and the Gisborne District Council and those parts of the Waitomo and Taupo District Councils situated in any other Regions.
  - (c) Zone Three - All Member Authorities within the area bounded by the Taranaki, Hawke's Bay, and Manawatu-Wanganui Regional Councils and that part of the Tararua District situated in the Wellington Region but excluding any parts of the Taupo and Waitomo District Councils.

- (d) Zone Four - All Member Authorities within the area bounded by the Wellington Regional Council including that Council but excluding any part of the Tararua District.
- (e) Zone Five - All Member Authorities within the area bounded by the Canterbury and West Coast Regional Councils, the Tasman and Marlborough District Councils, the Nelson City Council, and the Chatham Islands Council but excluding any part of the Waitaki District.
- (f) Zone Six - All Member Authorities within the area bounded by the Otago and Southland Regional Councils and that part of the Waitaki District Council included in the Canterbury Region.

**D3.** For the purposes of Rule D2, membership of the six Zones is to be determined by the boundaries specified in Rule D2 even though all or any of the Local Authorities may be abolished or their boundaries altered by any final reorganisation scheme or other final scheme whether implemented under the Local Government Act 2002 or otherwise.

**D4.** In the event that the district of a Member Authority is or becomes located in more than one Zone, or if for any other reason it is unclear to which Zone a Member Authority belongs, the matter must be determined by resolution of the National Council.

**D5.** The National Council may redefine the membership of any Zone after consultation with all affected members. Upon making any change the National Council will notify all members of its decision and of the date on which it becomes effective.

## ZONE FUNCTIONS

- D6.** In addition to making appointments to the National Council, Zones may:
- (a) Provide information and advice on issues and concerns affecting members to the National Council and the Chief Executive, and receive and disseminate information to their members; and
  - (b) Assist the National Council and the Chief Executive in dealing with national issues and in otherwise furthering the objects of *LGNZ*.

## SECTOR GROUPS

- D7.** There shall be four sector based groupings of Member Authorities known as Sector Groups made up as follows:
- (a) Metropolitan Group - All territorial authorities and unitary authorities having populations of 90,000 or over;
  - (b) Provincial Group - All territorial authorities and unitary authorities having populations of 20,000 or over and less than 90,000;
  - (c) Rural Group - All territorial authorities and unitary authorities having populations of less than 20,000; and

(d) Regional Group - All regional councils and unitary authorities.

**D8.** Subject to Rule D9, each Member Authority, by virtue of its membership of LGNZ belongs to a Sector Group specified in Rule D7.

**D9.** Any Member Authority, may apply to the Chair of the Sector Group to which it would prefer to belong and may belong to a Sector Group different from that specified in Rule D7 if:

(a) The Chair of the Sector Group to which it applies agrees in writing; and

(b) The decision of the Chair is confirmed by National Council.

**D10.** For the purpose of making any appointment under paragraphs (c) or (d) or (e) of Rule E1:

(a) No Member Authority may vote in respect of more than one Sector Group; and

(b) A Member Authority which is a unitary authority may vote either as a territorial authority or as a member of the Regional Group but not both.

**D11.** For any purpose other than making an appointment under paragraphs (c) or (d) or (e) of Rule E1:

(a) No member is bound to any Sector Group; and

- (b) Any Member Authority may attend meetings of any Sector Group and be treated, subject to the following paragraph (c), as a member of that Sector Group; and
- (c) Member Authorities who are described as belonging to a particular Sector Group in Rule D7 may determine from time to time whether other Member Authorities who attend meetings of their Sector Group have voting rights, either generally or in regard to any particular case.

#### SECTOR GROUP FUNCTIONS

**D14.** In addition to making appointments to the National Council, Sector Groups may:

- (a) Provide information and advice on issues and concerns affecting members to the National Council and the Chief Executive, and receive and disseminate information to their members; and
- (b) Assist the National Council and the Chief Executive in dealing with national issues and in otherwise furthering the objects of *LGNZ*.

#### ZONE AND SECTOR GROUP MEETINGS

**D15.** Each Zone and each Sector Group must comply with any directions of the National Council as to:

- (a) The making of appointments;
- (b) The conduct of meetings; or
- (c) The conduct of its affairs generally.

**D16.** Each Zone and each Sector Group must meet or conduct ballots at such time or times to enable appointments to the National Council to be made in accordance with these Rules.

**D17.** Subject to the preceding provisions of these Rules, each Zone and each Sector Group may conduct meetings at such times and places, and in such manner as it determines.

**D18.** No Zone or Sector Group meeting may be held unless *LGNZ* and all Member Authorities within the Zone or Sector Group concerned have been given not less than 5 working days' notice of the meeting, venue and the business to be considered.

**D19.** The President and Chief Executive (or their nominees) are entitled to be notified of, attend, and have speaking rights at all Zone and Sector Group meetings.

**D20.** A record must be kept of all Zone and Sector Group meetings and a copy of the record forwarded to *LGNZ*.

**D21.** Subject to any directions by the National Council, each Zone or Sector Group is responsible for determining the manner of administering and funding its activities but

the cost of any services to be provided by *LGZ* must first be agreed with the National Council.

- D22.** At all times each Zone and Sector Group must have a person designated as its Chair.



## **E NATIONAL COUNCIL**

### COMPOSITION OF NATIONAL COUNCIL

- E1.** The National Council of *LGNZ* consists of the President and:
- (a) The person for the time being holding office as the Chair of Te Maruata (or an alternate appointed in writing by that person);
  - (b) One person elected by each of Zones One, Two, Three, Four, Five and Six;
  - (c) Three persons appointed by the Metropolitan Group;
    - (i) at least one of whom is an elected member of a South Island Member Authority; and
    - (ii) none of whom is an Elected Member of Auckland Council or any of its local boards.
  - (d) Two persons elected by the Regional Group;
  - (e) One person elected by each of the Provincial and Rural Groups;
  - (f) The Mayor of Auckland (or an alternate member of the Auckland Council governing body appointed in writing by the Mayor);
  - (g) Two persons to represent Auckland as set out in Rule E1A; and

- (h) One person appointed from the Young Elected Members Network.
- E1A.** The appointments referred to in Rule E1(g) must be:
  - (a) one person appointed by the Auckland Council, from members of the governing body (not being the Mayor, or the Mayor's alternate under Rule E1(f)); and
  - (b) one person appointed by Auckland Council local boards, from Elected Members of the local boards.
- E1B.** The appointment referred to in Rule E1(h) must be made:
  - (a) By resolution of the YEM Committee as soon as practicable after this Rule comes into effect; and thereafter
  - (b) After each triennial local government election by such process as the Young Elected Member Network determines that is compatible with the provisions of the Terms of Reference for the YEM Committee dated January 2020.

#### QUALIFICATION AND VOTING

- E2.** Every person who holds office as an Elected Member is qualified to be appointed to or assume office as a member of the National Council as the case may be.
- E3.** No Local Authority or any representative of a Local Authority is entitled to make an appointment or to vote in the making of

appointments pursuant to Rule E1 unless the Local Authority is a Member Authority.

- E4.** Subject to the determination referred to in Rule E6, no Member Authority is entitled to exercise more than one vote for any candidate for appointment under Rules E1(c) or (d) or (e).
- E5.** Subject to these Rules, each Zone and each Sector Group is entitled to determine the manner in which its appointments will be made.

#### SECTOR GROUP APPOINTMENTS

- E6.** Appointments of National Council members by Sector Groups must be made in the following manner:
  - (a) Elections in each Sector Group must be held within eight weeks after the triennial local government elections are held;
  - (b) Elections are to be conducted under the supervision of the Chief Executive by way of secret ballot and may be carried out by postal vote or electronic voting;
  - (c) Each Member Authority in a Sector Group has a single vote for the purpose of the elections;
  - (d) If any matter arises in the conduct of the elections which is not expressly provided for in these Rules, the Chief Executive must determine the matter in his or her absolute discretion but may be

guided by the provisions of the Local Electoral Act 2001;

- (e) As soon as practicable after the closing of voting the Chief Executive must declare the result of the election;
- (f) If, on any count, two or more candidates have an equal number of votes and one or more of them has to be excluded, the candidate or candidates to be excluded must be decided by the drawing of lots under a procedure supervised by the Chief Executive.

**E7.** Appointments of National Council members by Sector Groups are for a period of three years except where Rule E16 applies.

#### ZONE APPOINTMENTS

**E8.** Appointments of National Council members by Zones must be made in the following manner:

- (a) Elections in each Zone must be held within eight weeks after the triennial local government elections are held;
- (b) Elections are to be conducted under the supervision of the Chief Executive by way of secret ballot and may be carried out by postal vote or electronic voting;

- (c) Each Member Authority in a Zone has the votes allocated to it as determined under Rule H1;
- (d) If any matter arises in the conduct of the elections which is not expressly provided for in these Rules, the Chief Executive must determine the matter in his or her absolute discretion but may be guided by the provisions of the Local Electoral Act 2001;
- (e) As soon as practicable after the closing of voting the Chief Executive must declare the result of the election;
- (f) If, on any count, two or more candidates have an equal number of votes and one or more of them has to be excluded, the candidate or candidates to be excluded must be decided by the drawing of lots under a procedure supervised by the Chief Executive.

**E9.** Appointments of National Council members by Zones are for a period of three years, except where Rule E16 applies. Once notified, the persons appointed are not able, while holding office on the National Council, to also hold appointment under Rules E1(c) to (e).

#### APPOINTMENTS GENERALLY

**E10.** Persons appointed to the National Council or who assume office as a member of National Council under Rules E1 to E9 assume office on the day that is eight

weeks after the triennial local government elections are held, except that the person who assumes office as a member of National Council pursuant to Rule E1(a) assumes that office at such time that the Chair of Te Maruata is appointed at a hui organised by LGNZ for the purpose of Te Maruata appointment, and subject to Rules E12 to E16 all such persons serve in office until their successors have assumed office.

**E11.** In the event that any appointment required to be made in terms of these Rules is not made, a vacancy shall be deemed to result. The vacancy must be filled by appointment by the National Council as soon as practicable.

**E11A** From time to time, the National Council may appoint to the National Council any person whom the National Council believes will assist the National Council in its deliberations because of that person's training, qualifications or experience. Any such person is not required to be qualified to be a National Council member or an Elected Member. The National Council may discharge any such person from the National Council in like manner.

**E11B** From time to time, the National Council may appoint to the National Council any person whom the National Council believes will ensure diversity of representation on National Council. Any such person must be an Elected Member. The National Council may discharge any such person from the National Council in like manner.

**E11C** Any person appointed under Rules E11A or E11B shall have full speaking rights but no voting rights at National Council meetings.

#### VACANCIES

**E12.** If any National Council member (other than the President):

- (a) Resigns from the National Council by giving written notice to that effect to the Chief Executive; or
- (b) Subject to Rule E13, ceases to hold office as an Elected Member; or
- (c) Is elected to the office of President;

then that person's position as a National Council member immediately becomes vacant.

**E13.** If a National Council member ceases to hold office as an Elected Member by not standing for election, or failing to win election, at a triennial local government election, the person continues to hold office as a National Council member until his or her successor assumes office under Rule E10.

**E14.** If any National Council member is absent for two consecutive meetings of the National Council, without leave of absence granted by, or an apology satisfactory to, the National Council, then that person's position may be declared vacant by the National Council.

- E15.** Subject to Rules E1 to E14, in the event of any position on the National Council (other than the office of the President or the position occupied by the Chair of Te Maruata) becoming vacant, the Chief Executive must immediately give written notice to all Member Authorities entitled to have appointed that member, and the relevant Zone or Sector Group or the Young Elected Members Network as the case may be may appoint a replacement person to the vacant position. If within two months after the giving of such notice, the vacancy has not been filled, the National Council has the power to fill the vacancy by appointment.
- E15A.** In the event of the position on National Council occupied by the Chair of Te Maruata becoming vacant, that position will be filled by the Deputy Chair of Te Maruata until such time that a replacement Te Maruata Chair is elected.
- E16.** Any person appointed under Rule E15, or who assumes office under Rule E15A, holds office only for the unexpired portion of the term of office of that person's predecessor.
- E17.** The National Council may continue to act with a vacancy in its numbers, but if, and so long as, its numbers are reduced below a quorum, the continuing members of the National Council may only act for the purposes of increasing the number of members of the National Council to a quorum or more or for exercising any powers under Part G vested in the National Council.



## POWERS OF NATIONAL COUNCIL

- E18.** The National Council has and may exercise the sole control, discretion and governance of *LGNZ* subject only to any limitations imposed by these Rules or directions given by the Annual General Meeting or any Special General Meeting.

## NATIONAL COUNCIL MEETINGS AND PROCEDURES

- E19.** Meetings of the National Council must be held in accordance with Rules E20 to E29.

- E20.** Meetings of the National Council must be held at the times and places as are fixed by the National Council, or as requisitioned by written notice to the Chief Executive signed by the President or any three National Council members.

- E21.** Subject to Rule E23, the Chief Executive must give each National Council member at least 5 working days' notice of a meeting of the National Council and must, before each meeting, forward to each National Council member details of the venue and business to be transacted at the meeting.

- E22.** Despite Rule E21, the National Council may deal with other business at the meeting only if a majority of the National Council agrees.

- E23.** In circumstances in which the President or Chief Executive determine that business has arisen requiring urgent attention by the National Council, a meeting must be held on not less than 48 hours' notice

being given by the Chief Executive, (or shorter notice if every member of the National Council agrees) and only the business notified may be transacted at that meeting.

**E24.** The President shall preside at all National Council meetings but if the President is absent, the meeting must appoint a Chair.

**E25.** Each National Council member present at any meeting of the National Council is entitled to one vote, and in the event of an equality of votes, the Chair of the meeting is entitled to exercise a second or casting vote. Proxy voting is not permitted.

**E26.** At any meeting of the National Council, a quorum consists of:

(a) half of the membership (President and members provided for in Rule E1) if the number of such members (including vacancies) is even; or

(b) a majority of members (President and members provided for in Rule E1) if the number of such members (including vacancies) is odd.

**E27.** If a quorum is not present within one hour of the time fixed for a National Council meeting, the meeting shall lapse. If the meeting ceases to have a quorum for any period, no business may be conducted during that time.

**E28.** For the purposes of Rules E26 and E27, a quorum exists at a meeting when sufficient persons to make up the quorum are:

- (a) Assembled together at the place fixed for the meeting; or
- (b) Are linked by means of audio or audio and visual communication and can simultaneously hear each other; or
- (c) Any combination of paragraphs (a) and (b).

**E29.** Subject to Rules E19 to E29A, the National Council may regulate its own procedures.

**E29A.** The National Council may pass a resolution without a meeting held in accordance with Rules E20-E29, but only if the resolution is assented to by not less than 75% of the members of the National Council then in office and entitled to vote.

#### NATIONAL COUNCIL COMMITTEES

**E30.** The National Council may appoint committees for general or special purposes and may delegate any of its powers to such committees except the powers in Rules C5, E11, E14, and E15.

**E31.** The National Council must appoint the Chair of each committee who shall preside at all meetings of the committee, but if that person is absent, the meeting must appoint a member of the committee to preside at that meeting.

**E32.** From time to time, the National Council may appoint to any committee appointed under Rule E30, any person whom the National Council believes will assist the

committee in its deliberations because of that person's training, qualifications or experience. Any such person is not required to be qualified to be a National Council member or an elected member. The National Council may discharge any such person from a committee in like manner.

- E33.** Every committee appointed under Rule E30 must report to the National Council, and its report must be adopted by the National Council before any action is taken in respect of the matter, unless the committee has been appointed with specific authority to act, as set out in that committee's terms of reference.
- E34.** The Chair of any committee may arrange for the attendance of any person at a committee meeting and that person has full speaking rights at that meeting. The President and the Chief Executive have the right to be notified of, attend, and have speaking rights at any committee meeting.
- E35.** Where there is urgent business to be transacted by any committee, the Chair of that committee or the Chief Executive may convene a meeting on such notice as can conveniently be given; otherwise committee meetings must be convened at such times and on such notice as the committee so determines.
- E36.** Each committee member present at any meeting of a committee is entitled to one vote, and in the event of an equality of votes, the Chair of the meeting is entitled to exercise a second or casting vote.

- E37.** At any meeting of a committee, a quorum exists when not less than one third of the total number of members of the committee are present.
- E38.** If a quorum is not present within one hour of the time fixed for a committee meeting, it shall lapse. If the meeting ceases to have a quorum for any period, no business may be conducted during that time.
- E39.** For the purposes of Rules E37 and E38 a quorum exists at a meeting when sufficient persons to make up the quorum are:
- (a) Assembled together at the place fixed for the meeting; or
  - (b) Are linked by means of audio or audio and visual communication and can simultaneously hear each other; or
  - (c) Any combination of paragraphs (a) and (b).
- E40.** Subject to these Rules, and any directions from the National Council each committee may regulate its own procedures, including the ability to create working groups reporting to it on such issues as are necessary to advance the purposes of the committee.

## **F PRESIDENT AND VICE PRESIDENT**

### ELECTION OF PRESIDENT

- F1.** The President must be elected by ballot of Member Authorities in accordance with these Rules at the Annual General Meeting in the year following the year in which triennial local government elections are held.
- F2.** Any person who is an Elected Member at the close of nominations for the role of President is qualified to be elected to the office of President and holds the office in accordance with these Rules.
- F3.** The election for President must be conducted in accordance with the Preferential Voting System set out in these Rules.
- F4.** For the purpose of the Preferential Voting System set out in these Rules,

ABSOLUTE MAJORITY OF VOTES, in relation to a candidate, is the number of votes which is greater than one-half of the total number of votes other than non-transferable and informal votes.

NON-TRANSFERABLE VOTE means a voting form on which no second or consecutive preference is recorded for an unexcluded candidate, and non-transferable has a corresponding meaning.

- F5.** Each Member Authority has the number of votes as set out in Rule H1. Each vote is transferable.

- F6.** Each Member Authority exercises its vote:
- (a) By marking on the voting form the number "1" in the box next to the name of the candidate who is the Member Authority's first preference; and
  - (b) By marking on the voting form further consecutive numbers in descending order of preference in any or all of the remaining boxes next to the names of the remaining candidates (for example, "2" for the Member Authority's second preference, and "3" for the Member Authority's third preference and so on).
- F7.** The number of first preferences recorded for each candidate must be counted and all informal voting forms must be rejected.
- F8.** The candidate who obtains an absolute majority of votes is elected.
- F9.** If no candidate has an absolute majority of votes, the candidate who has the fewest votes is to be excluded and each voting form counted to that candidate, unless non-transferable, must be counted to the unexcluded candidates next in the order of the Member Authority's preference.
- F10.** The process in Rule F9 must be repeated until one candidate has an absolute majority of votes.
- F11.** In this Preferential Voting System, a vote

must be set aside as informal if:

- (a) The figure "1" standing alone is not placed so as to indicate a first preference for a candidate; or
- (b) At the point at which (and not before) the same preference is set opposite the name of more than one candidate; or
- (c) Rule H20 applies; or
- (d) The voting form is unmarked or void for uncertainty.

**F12.** For the purpose of these Rules,

- (a) Every voting form not rejected as informal must be counted in every count until it becomes non-transferable when it must be rejected in all further counts; and
- (b) If a candidate is excluded, any voting form counted to the candidate is non-transferable if there is not indicated on it a consecutive preference for 1 or more unexcluded candidates.

**F12A.** For the avoidance of doubt, for the purposes of Rules F4 – F12, a voting form includes any electronic means of casting a vote.

**F13.** If, on any count, two or more candidates have an equal number of votes and one or more of them has to be excluded, the candidate or candidates to be excluded must be decided by the drawing of lots



under a procedure supervised by the Chief Executive.

- F14.** A person elected to the office of President in accordance with Rules F1 to F16 assumes office immediately upon the declaration of the closure of the Annual General Meeting at which that person is elected, and subject to Rules F20, and F27 to F32 holds office until a successor assumes office.
  
- F15.** No person may hold office as President for more than three consecutive terms, provided that any person who holds office as President by virtue of an appointment in accordance with Rules F27 to F32 is eligible for re-election at the end of the unexpired term of office of that person's predecessor. For the avoidance of doubt, a term under this Rule does not include any period of office held by a President by virtue of an appointment in accordance with Rules F27 to F32.
  
- F16.** The President is a National Council member solely by right of holding the office of President. Where the person elected is already a National Council member, the vacancy that is created must be filled in accordance with Rules E12 to E17.

#### CONFIDENCE IN PRESIDENT

- F17.** A motion that the President must vacate office may be moved only at:
  - (a) A Special General Meeting called in accordance with Rule G7, for

the purpose of moving that motion; or

- (b) An Annual General Meeting where the requirements of Rules F18 and F19 have been met.

**F18.** Member Authorities may petition the Chief Executive to include in the business of the Annual General Meeting a motion that the President must vacate office. Rules G9 to G11 apply to the petition. The Chief Executive must receive the petition at least 21 days before the date of the Annual General Meeting.

**F19.** If the requirements of Rule F18 have been met, the Chief Executive must ensure that the motion is included on the agenda of the Annual General Meeting. Notice of the motion must be included in the notice of business that must be given to each member authority under Rule G5.

**F20.** At the Special General Meeting or the Annual General Meeting, the motion that the President must vacate office will be carried if there is simple majority of votes cast in favour of the motion. On the declaration that the motion is carried:

- (a) The President is deemed to have resigned immediately on that declaration; and
- (b) Rules F28 and F29 apply as if there were a vacancy in the office of President.

#### ELECTION OF VICE-PRESIDENT

- F21.** The Vice-President must be elected by ballot of Member Authorities in accordance with these Rules at the Annual General Meeting in the year following the year in which triennial local government elections are held.
- F22.** Any person (other than the President) holding office as a National Council member at the time at which the election for Vice-President is held, is qualified to be elected to the office of Vice-President.
- F23.** The election for Vice-President must be conducted in accordance with the Preferential Voting System used for the election of the President as set out in Rules F4 to F13.
- F24.** A person elected as Vice-President in accordance with Rules F21 to F23 assumes office immediately upon the declaration of the closure of the Annual General Meeting at which that person is elected, and, subject to Rules F37 to F41, holds office until a successor assumes office.
- F25.** Subject to Rules E12 to E17 and F37 to F41, any person elected to the office of Vice-President continues to hold office as a National Council member representing the Zone or Sector Group by which that person was appointed.
- F26.** Any person may hold office as Vice-President for as many consecutive terms as that person may be elected to the National Council.

#### VACANCY IN THE OFFICE OF PRESIDENT

- F27.** If any person holding office as President:
- (a) Resigns from that office by giving written notice to that effect to the Chief Executive; or
  - (b) Ceases to hold office as an elected member for any reason;

the office immediately becomes vacant except that a President who ceases to be an Elected Member by not standing for election, or failing to win election, at a triennial local government election continues to hold office as President as provided in Rule F14 until the new President assumes office under Rule F14.

- F28.** In the event of a vacancy occurring in the office of President within 24 months after the person assumed that office in terms of Rule F14,
- (a) Rule F34 applies; and
  - (b) A ballot must be held, subject to Rule F30, as soon as practicable to elect an Elected Member to the vacant office of President.

- F29.** In the event of a vacancy occurring in the office of President in any other case, Rule F35 applies.

- F30.** All the provisions of Rules F1 to F16 apply, with any necessary modifications, to any ballot held under Rule F28, subject to the following:

- (a) The close of nominations is at a date and time nominated by the Chief Executive being not less than four weeks nor more than six weeks after the vacancy arises; and
- (b) Any person who is an Elected Member at the close of nominations is qualified to be elected to the office of President; and
- (c) No voting form is valid unless signed by the Mayor or Chairperson of the Member Authority, or in that person's absence by the Deputy Mayor or Deputy Chairperson, or in that person's absence by the chief executive provided that no person (other than the Mayor or Chairperson) may sign the voting paper unless authorised to do so by the Mayor or Chairperson or by a resolution of the Member Authority;
- (d) Completed voting forms must be returned to the Chief Executive not later than a date and time determined by the Chief Executive being not less than four weeks and not more than six weeks after the close of nominations; and
- (e) The person elected assumes office immediately on the declaration of the result of the election.

**F30A** For the avoidance of doubt, for the purposes of Rule F30, a voting form includes any electronic means of casting a vote.

**F31.** Where the filling of any vacancy in the office of President creates a vacancy on the National Council, that vacancy must be filled in accordance with Rules E12 to E17.

**F32.** Any person elected under Rule F28 holds office only for the unexpired portion of the term of office of that person's predecessor.

#### ACTING PRESIDENT

**F33.** The Vice-President is the Acting President for any period during which the President:

(a) Is overseas; or

(b) Is unable to undertake the duties of office; or

(c) Is on leave approved by the National Council.

**F34.** In the event of a vacancy occurring in the office of President within 24 months after the person assumed that office in terms of Rule F14, the Vice-President is the Acting President until a ballot is held as set out in Rule F28 and a new President has assumed office in accordance with Rule F30(e).

**F35.** In the event of a vacancy occurring in the office of President in any other case, the Vice-President is the Acting President until a new President is elected in accordance with Rules F1 to F16.

**F36.** If there is, at the same time, a vacancy in the office of President and a vacancy in the office of Vice-President within 24 months of the President and Vice-President assuming office in terms of Rule F14 and Rule F24, the National Council must appoint a National Council member to be Acting President until a ballot is held as set out in Rule F28 and a new President has assumed office in accordance with Rule F30(e).

**F37.** No vacancy occurs on the National Council by reason of the Vice-President being the Acting President, or by reason of a National Council member being the Acting President in accordance with Rule F36.

## VACANCY IN THE OFFICE OF VICE-PRESIDENT

**F37.** If any person holding office as Vice-President -

- (a) Resigns from the National Council or from the office of Vice-President by giving written notice to that effect to the Chief Executive; or
- (b) Ceases to hold office as an elected member;

the office immediately becomes vacant.

**F38.** In the event of a vacancy occurring in the office of Vice-President within 24 months after the person assumed that office in terms of Rule F24, a ballot must be held, subject to Rule F40, as soon as practicable to elect a National Council member to the vacant office of Vice-President.

**F39.** In the event of a vacancy occurring in the office of Vice-President in any other case, the National Council must appoint a National Council member to the vacant office of Vice-President.

**F40.** Rule F23 applies, to any ballot held under Rule F38, subject to the following:

- (a) The close of nominations is at a date and time nominated by the Chief Executive being not less than four weeks nor more than six weeks after the vacancy arises;



- (b) Completed voting forms must be returned to the Chief Executive not later than a date and time determined by the Chief Executive being not less than four weeks and not more than six weeks after the close of nominations; and
- (c) No voting form is valid unless signed by the Mayor or Chairperson of the Member Authority, or in that person's absence by the Deputy Mayor or Deputy Chairperson, or in that person's absence by the chief executive provided that no person (other than the Mayor or Chairperson) may sign the voting paper unless authorised to do so by the Mayor or Chairperson or by a resolution of the Member Authority; and
- (d) The person elected assumes office immediately on the declaration of the result of the election.

**F40A.** For the avoidance of doubt, for the purpose of Rule F40, a voting form includes any electronic means of casting a vote.

**F41.** Any person elected under Rule F38 or appointed under Rule F39 holds office only for the unexpired portion of the term of office of that person's predecessor.

## **G ANNUAL AND SPECIAL GENERAL MEETINGS**

### ANNUAL GENERAL MEETING

- G1.** An Annual General Meeting of Member Authorities must be held on or before the 31st day of July in each year at such time and place that is fixed by *LGNZ*.
- G2.** The following business is to be conducted at the Annual General Meeting, but in such order as is determined by the National Council or the President:
- (a) President's Report and Annual Report;
  - (b) Financial Statements and Annual Statement of Accounts;
  - (c) Subject to Rule G3, remits or reports from Zones or Sector Groups or Member Authorities;
  - (ca) Fixing honoraria, if any, for the President, Vice-President, and National Council members;
  - (d) Date and venue of next Annual General Meeting and any future Special General Meetings that may have been determined by the National Council;
  - (e) Any notice or notices of motion to alter, add to, rescind or otherwise amend the Rules of *LGNZ*;
  - (f) Any other business that the National Council or the Annual

General Meeting resolves to be considered.

- G3.** Where any Zone or Sector Group or Member Authority wishes to bring any remit or report before the Annual General Meeting for discussion, the remit or report must be forwarded to the Chief Executive not less than two months before the date of the meeting; however the National Council has a discretion to accept late remits or reports if received less than two months before the date of the meeting.
- G4.** Remits, reports and other matters approved by the National Council for consideration at the Annual General Meeting must be placed on the meeting agenda .
- G5.** Not later than 10 working days before the date of the Annual General Meeting, notice of the business to be considered together with all reports and statements referred to in Rule G2 must be provided to each Member Authority.
- G6.** A report of the proceedings of the Annual General Meeting must be provided to each Member Authority.

#### SPECIAL GENERAL MEETING

- G7.** A Special General Meeting of *LGNZ* to discuss any issue of relevance to members may be called:
  - (a) By the National Council under Rule G8; or

(b) By the Chief Executive under Rule G12.

**G8.** The National Council may call a Special General Meeting of *LGNZ* at any time. However, any such Special General Meeting may only be held when notice of the meeting, the venue and the business to be considered has been given to each member authority at least five working days before the date of the meeting.

**G9.** Member Authorities may petition the Chief Executive to call a Special General Meeting of *LGNZ*. The petition must:

(a) Subject to Rules G10 and H4, be signed by Member Authorities representing one third or more of the voting entitlement of all Member Authorities as set out in Rule H1; and

(b) State the issue or issues to be addressed at the Special General Meeting.

**G10.** No Member Authority may sign the petition unless it has passed a resolution to that effect. A copy of the resolution must be sent to the Chief Executive with the petition. The Member Authorities petitioning the Special General Meeting must be from more than one Sector Group and from more than one Zone.

**G11.** On receiving the petition, the Chief Executive must give notice to all Member Authorities that he or she has received the petition together with a copy of the petition.

**G12.** If the Chief Executive is satisfied that the requirements of Rules G9 and G10 have been met, the Chief Executive must:

- (a) Call a Special General Meeting to be held within 4 weeks after the date on which the Chief Executive received the petition; and
- (b) Determine the time and venue of the meeting; and
- (c) Give notice of the meeting, the venue, and the business to be considered to each Member Authority at least five working days before the date of the meeting.

#### DELEGATES

**G13.** At the Annual General Meeting and Special General Meetings, Member Authorities admitted to membership under Rule C1 are entitled to representation as follows:

- (a) Member Authorities (other than Regional Councils) having populations of 50,000 or over - not more than 4 delegates;
- (b) Member Authorities (other than Regional Councils) having populations of 10,000 or over and less than 50,000 - not more than 3 delegates;
- (c) Member Authorities (other than Regional Councils) having

populations of less than 10,000 -  
not more than 2 delegates;

(d) Regional Councils having  
populations of 250,000 or over -  
not more than 4 delegates;

(e) Regional Councils having  
populations of 100,000 or over  
and less than 250,000 - not more  
than 3 delegates;

(f) Regional Councils having  
populations of less than 100,000 -  
not more than 2 delegates.

**G14.** At the Annual General Meeting and Special General Meetings, associate members admitted to membership under Rule C2 are entitled to be represented by not more than 2 delegates, unless otherwise determined by the National Council under Rule C3(b).

**G15.** Every Member Authority must appoint one of its delegates as its presiding delegate and may appoint one or more alternate delegates; provided that the number of alternate delegates does not exceed the number of delegates appointed.

**G16.** The chief executive, Mayor or Chairperson of each Member Authority, shall forward to the Chief Executive the name and official position of the presiding delegate, other delegates and all persons appointed by that Member Authority as an alternate for any delegate who may be absent from the floor of the meeting.

**G17.** In Rules G13 to G16 the term "delegate" includes both an Elected Member and an officer of a Member Authority and may include members of the National Council.

**G17A.** For the avoidance of doubt, for the purpose of Rules G13 to G17, the names of delegates may be provided to the Chief Executive in electronic form.

#### PROXIES

**G18.** At any Annual General Meeting or Special General Meeting, the votes provided for in Part H may be exercised by a Member Authority by proxy in accordance with this Rule.

**G19.** The provisions of Part H apply, with any necessary modifications, to any person who is a proxy of a Member Authority as though that person was a delegate of the Member Authority.

**G20.** Proxies must be appointed in writing in this form or a similar form (which for the purposes of this Rule includes any electronic form):

#### **NEW ZEALAND LOCAL GOVERNMENT ASSOCIATION INCORPORATED**

The \_\_\_\_\_ Council, a member  
authority of *Local Government New  
Zealand*, appoints \_\_\_\_\_ of

or failing him/her

of

as its proxy to vote on its behalf at the  
Annual General Meeting or Special General  
Meeting of *Local Government New*

*Zealand*, to be held on the \_\_\_\_\_ day  
of \_\_\_\_\_ 20\_\_\_\_ and at any  
adjournment thereof.

**SIGNED** this \_\_\_\_\_ day of  
\_\_\_\_\_  
20\_\_\_\_  
by \_\_\_\_\_

**Signature**

**Name**

**Designation**

who, by signing this proxy confirms that he  
or she is entitled to do so.

**G21.** Any instrument appointing a proxy  
appearing to be executed in accordance  
with these Rules, including any electronic  
instrument, must, in the absence of  
evidence to the contrary, be treated as  
valid.

**G22.** No instrument creating a proxy is valid  
unless:

(a) It is provided to *LGNZ* at least  
48 hours before the time at which  
the Annual General Meeting or  
Special General Meeting is to  
commence, or

(b) A motion is passed at the meeting  
to accept it.

CHAIR

**G23.** The President shall preside at the Annual  
General Meeting and any Special General  
Meeting. If the President is absent then



the meeting must, by resolution, appoint a Chair, and the Chief Executive or the Chief Executive's nominee must preside at the meeting for the purposes of making such appointment.

- G24.** The President or the Chair of the meeting has the power to propose or second any motion even though the President or the Chair, may not be a delegate of a Member Authority.

#### QUORUM

- G25.** Subject to Rule G23, at the Annual General Meeting, a Special General Meeting or at a Zone or Sector Group meeting, a quorum consists of one half the total number of Member Authorities entitled to be represented and vote when that number is even, and a majority of such Member Authorities when the number is odd.

- G26.** If a quorum is not present within one hour of the time fixed for the meeting, the meeting will lapse. If the meeting ceases to have a quorum for any period, no business may be conducted during that time.

- G27.** For the purpose of calculating whether or not a quorum is present at any Annual General Meeting or Special General Meeting, member authorities whose voting at the meeting will be by proxy are to be treated as being present.

#### CONDUCT OF MEETINGS

**G29.** Subject to the requirements of these Rules, the Annual General Meeting or any Special General Meeting or Zone or Sector Group meeting may by resolution fix rules of debate and rules for the conduct of the meeting. Subject to any such resolution, a ruling of the President or Chair (as the case may be) on any point of order is final and conclusive.

## **H VOTING AND ELECTIONS**

### **VOTING**

**H1.** Subject to Rules H3 to H5, at the Annual General Meeting, and any Special General Meeting, or Zone or Sector Group meeting, or for the purposes of any petition under Rule G9, Member Authorities admitted to membership under Rule C1 are entitled to vote as follows:

- (a) Member Authorities having an annual subscription of \$100,000 or over – 6 votes plus 1 vote for every \$20,000 increment (in whole) in excess of \$100,000:
- (b) Member Authorities having an annual subscription of \$80,000 to \$99,999– 6 votes:
- (c) Member Authorities having an annual subscription of \$50,000 to \$79,999 – 5 votes:
- (d) Member Authorities having an annual subscription of \$30,000 to \$49,999 – 3 votes:
- (e) Member Authorities having an annual subscription of \$20,000 to \$29,999 – 2 votes:
- (f) Member Authorities having an annual subscription of less than \$20,000– 1 vote.

**H2.** At the Annual General Meeting, any Special General Meeting, or any Zone or Sector Group meeting, persons or

organisations admitted to associate membership under Rule C2 are not entitled to vote.

**H3.** No Member Authority whose annual subscription is in arrears is entitled to vote at any Annual General Meeting or Special General Meeting or at any Zone or Sector Group meeting or by ballot involving elections to the National Council, , until the arrears are paid.

**H4.** With respect to a petition under Rule G9:

(a) No associate member admitted to membership under Rule C2 is entitled to sign the petition unless the National Council has determined, in accordance with Rule C3 that associate members of that kind may sign the petition; and

(b) No Member Authority, or associate member whose annual subscription is in arrears is entitled to sign the petition.

**H5.** Subject to Part K, at any Annual General Meeting, Special General Meeting or Zone or Sector Group meeting resolutions are carried by a simple majority of votes.

**H6.** At any Annual General Meeting, Special General Meeting, or Zone or Sector Group meeting, in the event of an equality of voting (whether on a poll or otherwise), the President, or Chair as the case may be, has the casting vote.

**H7.** At any Annual General Meeting, Special General Meeting, or Zone or Sector Group meeting, the manner of voting on any issue is determined by the Chair, provided that the Chair, any delegate or Member Authority may demand a poll and on the taking of a poll, each Member Authority present is entitled to vote in accordance with Rule H1.

**H8.** If a poll is taken at any Annual General Meeting, Special General Meeting, or Zone or Sector Group meeting each Member Authority must be provided with one voting form which must indicate the number of votes the Member Authority receiving it is entitled to exercise, and no Member Authority is entitled to divide its votes for and against the motion. No voting form is valid unless signed by the presiding delegate or notified alternate.

**H9.** A demand for a poll does not prevent the continuance of any Annual General Meeting or meeting for the transaction of any business, other than in respect of the question upon which the poll is demanded.

#### CONDUCT OF ELECTIONS – PRESIDENT AND VICE-PRESIDENT

**H10.** The ballots referred to in Part F must be conducted in accordance with Rules H11 to H24.

**H11.** The Chief Executive must act as Returning Officer and is responsible for the conduct of the elections in accordance with these Rules.

- H12.** Should any matter arise in the conduct of the elections which is not expressly provided for in these Rules, the Chief Executive must determine the matter in his or her absolute discretion, but may be guided by the provisions of the Local Electoral Act 2001.
- H13.** All nominations must be in writing signed by the Mayor, Chairperson, Deputy Mayor, Deputy Chairperson, or Chief Executive of a Member Authority and must be seconded in writing on the same or another document by one of those office holders of another Member Authority.
- H14.** Nomination and seconding forms must be received by the Chief Executive not later than 31 May in the year in which the election is to be held.
- H15.** Any nomination signed in accordance with, and otherwise appearing to comply with these Rules is deemed to be valid for all purposes and *LGNZ* is not required to inquire into its validity for any purpose whatsoever.
- H15A.** Subject to the requirements of Rules H13 to H15, for the avoidance of doubt, nomination and seconding forms may be provided in electronic form.
- H16.** If only one nomination is received for the office of President by the time nominations close, the person nominated is immediately deemed to be elected and must be declared President-elect by the Chief Executive. If no nominations are received by the date nominations close,

then the National Council must meet as soon as practicable to determine how the office may be filled and has full power to decide on the procedures to apply to ensure that the office of President is filled.

**H17.** If only one nomination is received for the office of Vice-President by the time nominations close, the person nominated is immediately deemed to be elected and must be declared Vice-President elect by the Chief Executive. If no nominations are received by the date nominations close, then the National Council has the power to fill the vacancy on the next occasion it meets after the vacancy has occurred.

**H18.** On the close of nominations the Chief Executive must prepare, for each member authority, voting forms listing the validly nominated candidates to be distributed at the Annual General Meeting. A list of the validly nominated candidates for each office and any biographical material (which may include a photograph and not more than 150 words) provided by the candidates for distribution must be distributed with the Annual General Meeting papers.

**H19.** At any Annual General Meeting at which the election of the President is to occur, voting forms for the election of the Vice-President may not be issued and that election may not take place until the result of the election of the President has been declared.

**H20.** No voting form is valid unless signed by the presiding delegate or notified alternate.

**H21.** [revoked]

**H22.** Duly completed voting forms must be returned to the Chief Executive, or to any scrutineers appointed by the Chief Executive at the Annual General Meeting, not later than the close of voting.

**H23.** As soon as practicable after the close of voting the Chief Executive must declare the result of the election to the Annual General Meeting.

**H24.** As soon as practicable after any election, the Chief Executive must on the motion of the Annual General Meeting or the National Council destroy the voting forms.

**H25.** For the avoidance of doubt, for the purposes of Rules H18 to H24 any reference to voting form includes any electronic means of voting.



## **I MANAGEMENT**

- 11.** The National Council shall appoint a Chief Executive for such remuneration and on such terms and conditions as it thinks fit, and may terminate or suspend the employment of any Chief Executive so appointed by it, subject to the law and any conditions agreed to in the Chief Executive's employment agreement.
- 12.** The Chief Executive is responsible to the National Council for employing, on its behalf, the staff of *LGNZ* and negotiating the terms of their appointment and may, subject to the law and any conditions in an employment agreement applying to an employee, remove or suspend any employee from his or her employment.
- 13.** The Chief Executive is responsible to the National Council for the administration of the affairs of *LGNZ* in accordance with policies or directions resolved from time to time by *LGNZ* or the National Council.
- 14.** The Chief Executive has such additional specific powers and authorities as are delegated by the National Council from time to time, including the power to subdelegate. The Chief Executive may also delegate to any officer or employee of *LGNZ* any of the powers, functions and duties conferred upon the Chief Executive under these Rules, including from time to time appointing an Acting Chief Executive for such period and on such terms as it thinks fit, to carry out the powers, functions and duties of the Chief Executive during any absence of the Chief Executive.

- 15.** The National Council may, from time to time, appoint an Acting Chief Executive for such period and on such terms as it thinks fit, to carry out the powers, functions and duties of the Chief Executive during any vacancy in that office.

## **J FINANCIAL MANAGEMENT**

### FINANCIAL YEAR

- J1.** The financial year of *LGNZ* commences on the first day of April in each year and closes on the following 31st day of March.

### SUBSCRIPTIONS

- J2.** From time to time, the National Council may by resolution, prescribe the subscriptions, fees or other payments, annual or otherwise, to be paid by Member Authorities and associate members, and, subject to Rule J4, the time and manner of payment of any such subscriptions, fees, or payments.
- J3.** Any resolution may prescribe different subscriptions, fees or other payments for different Member Authorities or associate members, or classes of Member Authorities, or associate members and provide for exemptions of any subscription, fee or other payment.
- J4.** The annual subscription is payable in the month of April in the financial year to which it relates.

### CONTROL AND USE OF FUNDS

- J5.** All moneys received by or on behalf of *LGNZ* must be banked immediately in suitable bank accounts in the name of *LGNZ* (or in the case of a trust account, in such name as clearly identifies the trust) and all cheques or other payment on such accounts must be signed by not less than two signatories from a list of signatories

approved by the National Council (or by the trustees) and must be passed for payment or confirmed by the National Council (or as the case may be by the trustees).

#### INCOME AND PROPERTY

- J6.** Subject to Rules L9 to L11, the income and property of *LGNZ* must be applied towards the promotion of its objects, and no portion may be paid or transferred directly or indirectly to any Member Authority or associate member; provided that *LGNZ* may in good faith, pay to a National Council member, other member or officer of a Member Authority or associate member, or any other body, corporation or person, any or all of the following as may be decided, by the National Council or, acting under delegation, by the Chief Executive:
- (a) Remuneration for services rendered or payment for goods supplied;
  - (b) Honoraria, except for the President, Vice-President and National Council members, and annual, daily, and incidental allowances and out of pocket expenses (including travel and accommodation allowances) incurred in any manner in the reasonable and proper conduct of the affairs of *LGNZ*.

## AUDITOR

- J7.** In accordance with the Public Audit Act 2001, the auditor of *LGNZ* is the Auditor-General and the provisions of the Public Audit Act 2001 apply to the audit of the financial statements of *LGNZ*.

## **K ALTERATION OF THE RULES**

- K1.** A change to these Rules may be initiated by-
- (a) A resolution of the National Council; or
  - (b) A Member Authority giving more than one month's notice to *LGNZ* before the Annual General Meeting or any Special General Meeting called for the purpose of discussing changes to the Rules.
- K2.** In all cases, written notice of the proposal to change the Rules must be given to every Member Authority at least 10 working days before the Annual General Meeting or the Special General Meeting.
- K3.** Every proposal to change the Rules must clearly identify the words to be deleted from the Rules and any words to be added to the Rules.
- K4.** At a meeting at which the motion to change the Rules is considered-
- (a) Any motion to amend a motion to change the Rules may be passed by a simple majority; but
  - (b) Any motion to change the Rules must be passed by resolution of a two-thirds majority of the valid votes cast.

## **L MISCELLANEOUS**

### COMMON SEAL

- L1** *LGNZ* must adopt a Common Seal which must be kept under the control and in the custody of the Chief Executive.
- L2.** Any two of the President, Vice President or Chief Executive, must attest the execution under seal of documents to be executed by *LGNZ*.
- L3.** The Common Seal must only be affixed pursuant to a resolution of the National Council or an Annual General Meeting or Special General Meeting.

### NOTICE

- L4.** Any notice to be given to, or any document to be deposited with *LGNZ or the Chief Executive*, is to be regarded as given or deposited when received at the registered office of *LGNZ*; or if posted then three days after being posted to the usual postal address of *LGNZ*, or if sent electronically at the time that the notice arrives in the inbox of the Chief Executive's email address.
- L5.** Any notice to a Member Authority or associate member is to be regarded as given when received at the principal office of the Member Authority or associate member or three days after being posted to the usual postal address of the member authority or associate member or if sent electronically at the time that the notice arrives in the inbox of an appropriate

email address for the Member Authority or associate member.

- L6.** In Rules L4 and L5 "received" includes received by facsimile or electronic means during ordinary business hours or if received outside those hours then at 9:00am on the next business day.
- L7.** No notice is to be regarded as having been given or received if in accordance with the usual protocols of that kind of notice, the sender has been notified of a failure of delivery.
- L8.** An inadvertent, unintentional, failure to give any notice required by these Rules to be given to a Member Authority, associate member, the Chief Executive, or any other person does not invalidate the doing of any thing or the election of any person in respect of which the notice was required.

#### DISSOLUTION

- L9.** *LGNZ* may be voluntarily wound up in accordance with section 24 of the Incorporated Societies Act 1908.

#### DISPOSITION OF SURPLUS ASSETS ON DISSOLUTION

- L10.** In the event of *LGNZ* being wound up at an Annual General Meeting or a Special General Meeting without having passed a resolution directing the disposing of the assets then the assets, after the payment of *LGNZ's* liabilities and expenses of winding up, must be divided between the Member Authorities in proportion to the subscriptions paid by the Member



Authorities immediately prior to the winding up.

- L11.** Any meeting called for the purpose of considering a winding up resolution pursuant to section 24 of the Incorporated Societies Act 1908 (or any statutory provision passed in amendment or substitution for that provision) must have placed before it any proposal or recommendation of the National Council relating to the disposition of the surplus assets of *LGNZ*.
  
- L12.** A meeting called for the purpose of considering a winding up resolution may, despite anything contained in these Rules (including any requirement for notice of the business to be conducted at such meeting) after considering any proposal or recommendation of the National Council, by resolution direct the disposal of the assets of *LGNZ* in such manner as the meeting thinks fit.