



Governance Rules consultation 2023

Consolidated member feedback

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OVERVIEW

This document consolidates feedback received from our [governance review consultation](#). Consultation was open between 8 June to 28 July 2023. Respondents could email feedback or complete an online survey. Two respondents submitted by email and 63 completed the online survey (90 started the survey – 73.3% completion rate). In total we received 65 submissions on the proposals (about 0.3% of membership).

WRITTEN RESULTS

We received two written responses to the consultation. In general, both responders did not support the changes. One stated they did not believe the issues to be structural, but rather culture. The other felt that not enough information was provided, including the possible financial impact of the proposals.

Here are some of the key points from the written submissions:

- Reducing the Board size to eight is okay when directors are hand-picked and trained. It does not buffer non-performers and unavoidable absenteeism. The size of the current board (10 elected and 2 appointed) is appropriate and a good mix of elected and appointed. Having four Senior Office Holders (rather than the two proposed) who are Fellows is appropriate.
- Engineering New Zealand has a long history of volunteerism and election, these values should be preserved. Payments are not appropriate.
- When there is a need to increase diversity, the Board can put out a call at election time for members of certain disciplines, genders or ethnicities, rather than having these positions be filled through appointments. Alternatively, membership will elect who is appropriate. The Board should consider representation of small firms.

One submitter supported the emerging director position and considered they must be a voting member.

Finally, one submitted considered that Engineering New Zealand and the Registration Authority should be separated. It was their view that Engineering New Zealand is conflicted, and regulatory work is impacting the effectiveness of the membership body.

SURVEY RESPONSES

RECOMMENDATION 1: BOARD SIZE

Decrease the size of the Governing Board from 10–12 down to a maximum of 8 voting members, with 5 of the members being elected and the other members being appointed.

Responses

Vote	Count	Percentage	Written responses	Summary of written responses
YES	38	60%	11	Those commenting noted that the current size is too large, that there is a need for appointed members to round out the experience/expertise of Board members and that the proposals would increase diversity on the Board.
NO	18	29%	17	Comments focused strongly on the proposal being undemocratic (10 answers). Most comments were concerned that the Board would not represent the profession. Two were concerned that the best intent of engineers would be side-lined by the proposal to appoint non-members (eg a lawyer). Two were concerned the reducing numbers would lead to a decrease in diversity. One thought the only people on the Board should be members. Another thought 6 members should be elected and the others appointed.
OTHER	7	11%	7	Two commented that the Board should be 9, not 8. One mentioned that all Board members should be elected. Two commented on procedure (not enough information provided and that this question should be broken down into two questions). One thought the 5/3 split was not correct but did not provide an alternative option.

RECOMMENDATION 2: EMERGING MEMBER

Introduce a non-voting, emerging professional member to the Governing Board, appointed for a term of one year. In appointing an emerging professional, the Board will call for expressions of interest and appoint an emerging member whose background and skillset will enhance the capability of the Board.

Responses

Vote	Count	Percentage	Written responses	Summary of written responses
YES	39	62%	13	Comments said the following: (1) clear guidance for the role is needed; (2) definition of emerging professional needs to be clear; (3) the emerging professional should be chartered; (4) Rule changes should focus on what Engineering New Zealand can provide the emerging professional (not the other way around); and (5) the term should be two years. Otherwise all comments were supportive.
NO	17	27%	10	Those commenting queried what an 'emerging member' is, didn't think the emerging member would bring a fresh perspective, didn't support the position being appointed, considered the term too short and either thought it undemocratic or unnecessary.
OTHER	7	11%	6	Two respondents supported the proposal but strongly argued that the position should be voting (not non-voting). One respondent considered the term too short, one thought the organisation should be governed by those with proven governance experience, and another commented on the definition of 'emerging'.

RECOMMENDATION 3: VICE AND PAST PRESIDENTS

Remove the positions of Vice President and Past President.

Responses

Vote	Count	Percentage	Written responses	Summary of written responses
YES	38	60%	11	Those commenting were supportive, with some minor comments on proposed change (for example, could the Past President stay for a shorter term to aid handover).
NO	18	29%	10	Most comments questioned the reason for the proposed change, as the four senior office holders were seen to support continuity. A couple comments strongly supported the role of the Vice President.
OTHER	7	11%	5	Those commenting were split on what positions should remain. Some supported removing the Vice President but retaining the Past President. Others supported removing the Past President but retaining the Vice President.

RECOMMENDATION 4: TERM OF PRESIDENT AND DEPUTY PRESIDENT

The tenures of President and Deputy President should increase from a 1-year to 2-year term and be elected biennially.

Vote	Count	Percentage	Written responses	Summary of written responses
YES	47	75%	16	Comments strongly supported the change to two years. One year was seen as too short to impact change and too short to ensure continuity on the Board.
NO	10	16%	10	Comments generally focused on the need for accountability of the positions and that the Rules should allow for the Deputy President and Past President to be re-elected by membership up to a certain number of terms. One respondent commented they did not understand the proposal.
OTHER	6	10%	4	Two respondents commented that Engineering New Zealand may have trouble finding people willing to commit for two years. One commented that the longer term may mean that we are stuck with a bad President for too long; while another was worried about continuity, given that the proposal is that both the terms end during the same year.

RECOMMENDATION 5: FELLOWSHIP REQUIREMENTS

The requirement for Senior Office Holders to be Fellows of Engineering New Zealand be removed.

Vote	Count	Percentage	Written responses	Summary of written responses
YES	45	71%	13	Comments strongly supported the change, mirroring the wording in the consultation document that obtaining fellowship requires different skills/attributes from governance.
NO	13	21%	6	Those commenting argued that fellowship acknowledges a person's seniority in the profession and these persons are the only ones who should be able to be senior office holders. One respondent considered that removing the requirement to be fellows would be 'lowering the bar'.
OTHER	5	8%	3	One respondent was concerned that the proposal would disincentive members from working towards fellowship. Another considered senior office holders should be those who have been paid members for 10–15 years. The final comment was from a respondent who considered that senior office holders should be fellows (but the other Board members don't necessarily need to be fellows).

RECOMMENDATION 6: APPOINTED MEMBERS

Up to three directors to be appointed, based on the Governing Board's skill matrix, for a term of 1 year and renewable for up to 6 terms.

Vote	Count	Percentage	Written responses	Summary of written responses
YES	37	59%	11	Comments were generally favourable. One respondent commented that appointed members should be reviewed every two years; one recommended extending the appointed member terms; and another cautioned against payments to members, wanting to avoid the appointment of professional directors.
NO	17	27%	13	<p>Strong comments including comments on tokenism (one respondent sees this proposal as a drive to increase diversity alone and not skills), worries about limiting new thinking and the undemocratic (and "ridiculous!") nature of this proposal.</p> <p>One respondent considered there is nothing wrong with the current Board. Two respondents thought the proportion of elected directors to appointed directors was off (should be less appointed directors). Still another respondent thought the Board should only be elected (removing current Rule provisions for two appointments).</p>
OTHER	9	14%	7	Comments were generally supportive or ambivalent. One respondent commented they thought there should be two appointed members (not three); another thought the maximum number of terms should be three (not six); another thought the term should be two years (rather than one); one supported the proposal if the appointed members were from industry/membership; and one did not understand the proposal.

RECOMMENDATION 7: SANCTION OR REMOVAL

The Board Charter should be referenced in the Rules and outline the ability of the Board to sanction or remove members by a majority vote for failure to adhere to the Rules or Board Charter.

Vote	Count	Percentage	Written responses	Summary of written responses
YES	48	76%	6	Limited comments. One respondent asked about transparency of Board performance (and processes); one stated an appeals process should be added; and one commented on the typo in the question.
NO	11	17%	8	One responded considered that it is not the Board's role to remove or sanction people. One was very concerned that this would decrease robust discussion/resolution at the Board level. A couple of respondents voiced an opinion that things are fine as they are. One respondent did not agree with the Board Charter being included in the Rules; and one commented on the typo in the question.
OTHER	4	6%	3	One respondent did not understand the question (thought the Board would be able to remove Engineering New Zealand members). One considered the ability to remove or sanction important if there were non-engineers on the Board. One agreed to the inclusion of the Charter but not to the removing or sanctioning provisions.

RECOMMENDATION 8: REMUNERATION

Appointed Governing Board directors may be remunerated.

Vote	Count	Percentage	Written responses	Summary of written responses
YES	41	65%	16	Supportive comments. A couple were concerned about cost implications and worried Engineering New Zealand would try to match private boards. Two wrote the proposal would attract talent to the Board. One misunderstood the proposal and believed payment would support those from small/medium sized businesses joining the Board.
NO	16	25%	14	Five comments highlighted opposition to appointed Board members in general (ie no need to pay because we shouldn't be appointing people). A few commented on the role being about service. Two commented on equity across the Board members and how this would be managed (ie is it fair that appointed members can be paid, but elected members can't?).
OTHER	6	10%	4	Three respondents were concerned about cost implications for Engineering New Zealand, and one raised concern at the appointed member policy (ie there should be no appointed members, therefore no need to pay them).

RECOMMENDATION 9: OTHER MATTERS

The President and Deputy President should be removed as ex-officio members of all Board appointed committees, and Governing Board members should not be able to attend any committee meeting of the Chartered Professional Engineers Board or request the minutes of their meetings.

Vote	Count	Percentage	Written responses	Summary of written responses
YES	35	56%	9	Mixed comments. Some appeared against the proposal but selected yes. Majority of comments supported the President and Deputy President being removed as ex-officio members but did not support the words 'request the minutes of their meetings'. Respondents' comments felt minutes should be available for transparency.
NO	14	22%	6	Concern with removal of transparency. One respondent agreed with the removal from the CPEng Board, but not other sub committees.
OTHER	14	22%	9	Strong comments on the need for minutes to be available for transparency. Some advised they did not understand the proposals. One respondent did not agree with the logic of separating the CPEng Board and considered it the responsibility of the Governing Board to oversee the CPEng Board's work.

CONCLUDING COMMENTS

A total of 22 respondents provided comments at the end of the online survey, in addition to comments already summarised above. Comments ranged from board support ("the proposed changes are long overdue") to concerns about the overall operations of Engineering New Zealand, concerns that the proposals will decrease the democracy of Engineering New Zealand, concerns about the wider performance of the profession and comments on the document itself (either praise for the style of the report or concern because of a typo).

The Governing Board received a copy of all the comments, verbatim.



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