rules review 2018-2019

Round two discussion document

We’re consulting with members on potential changes to our Rules

We’re reviewing our Rules. We have a vision that our Rules will be modern, streamlined and supportive of the way our Branches, Groups and members do business. Some of our current Rules are overly complex, unclear, or even inconsistent and, particularly for our Branches and Groups, make your jobs harder than they need to be.

In our first round of consultation, we started with a clean slate. We asked for high-level feedback from members about the kinds of changes that would be useful to them. We also proactively sought input from Branches, technical groups and other stakeholders. Conversations with those stakeholders and our wider membership will continue throughout the review process.

FEEDBACK FROM ROUND ONE

We received two submissions from individual members during the first round of consultation. One covered several issues relating to participation and representation, including a call for remote or proxy voting at AGMs, wider consultation and use of referenda, use of preferential voting for all Board positions, and a potential change to governance structures to give Branches and general membership more control.

Both submissions also commented on Engineering New Zealand’s complaints and disciplinary functions, asking for increased powers for investigating committees, and an increase in the maximum disciplinary fine for members and cost awards.

We also received some high-level comments from technical group representatives. Several Groups and Branches have indicated they will make submissions after they have consulted their constituents.

we’re now seeking further feedback

It can be difficult to comment on the Rules without having any alternatives to consider. So, we have taken feedback from round one and developed this discussion document, which seeks more targeted submissions. **This second round of consultation runs until the end of July.**

This document describes the purpose and role of each Rule and sets out possible changes to each section. From the feedback we receive, we will develop a draft set of revised Rules, which we will put out for further consultation later in the year.

We consulted on and updated most of our regulations last year with the changes to the membership pathway. However, no substantive changes were made to the Disciplinary Regulations at that time. Given the feedback received in round one, we will review the Disciplinary Regulations concurrently with the Rules.

We encourage you to consider the ways in which our Rules can work better for you, and for your Groups and Branches. These are your rules and they need to make sense for you. Please consider the potential options below and put forward your views – we want to hear from you!

#### To provide your feedback you can either complete an [online survey](https://www.surveymonkey.com/r/ENZ_Rules_review_round2) or add your comments in the highlighted sections below and email this document to hello@engineeringnz.org.

Your details

You can provide us with an anonymous submission or you can give us your name and details. If you give us your name, we can provide you with specific feedback on your submission.

We want our process to be as transparent as possible. A summary of all submissions received will be made available to members, along with comments on what the key themes were and why certain suggestions can or can’t be incorporated.

We want you to be able to be candid in your response. So, even if you give us your name, any reports made available to the membership will be anonymous.

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
|

|  |  |
| --- | --- |
| *Name* |  |
| *Membership number*  |  |
| *Email* |  |

[ ]  **::** I want to receive specific feedback on my submission |

Contents

[Section I – Tenets 4](#_Toc514329922)

[Rule 1: Name, and Rule 2: Interpretation 4](#_Toc514329923)

[Rule 3: Object 4](#_Toc514329924)

[Rule 4: Member obligations 5](#_Toc514329925)

[Section II – membership and awards 6](#_Toc514329926)

[Rule 5: Membership classes and membership register, and Rule 6: Definition of Membership classes 6](#_Toc514329927)

[Rule 7: Approval, resignation, suspension, removal and reinstatement of Engineering New Zealand members, and Rule 8: Entrance fees, rebates and annual subscriptions 7](#_Toc514329928)

[Rule 9: Rights of membership 7](#_Toc514329929)

[Rule 10: Complaints on conduct of Engineering New Zealand members and discipline 8](#_Toc514329930)

[Rule 11: Papers and articles, and Rule 12: Awards 9](#_Toc514329931)

[Section III – governance and management 10](#_Toc514329932)

[Rule 13: Composition, office tenure and elections of the Board 10](#_Toc514329933)

[Rule 14: Procedures, powers and duties of the Board, and Rule 15: Appointment and duties of the staff and the auditor 11](#_Toc514329934)

[Rule 16: Annual General Meeting 11](#_Toc514329935)

[Rule 17: Special General Meeting 12](#_Toc514329936)

[Rule 18: Voting at meetings 13](#_Toc514329937)

[Rule 19: Referendum 13](#_Toc514329938)

[Rule 20: Alterations of Rules, and Rule 21: Regulations 14](#_Toc514329939)

[Rule 22: Property, Rule 23: Control and use of the common seal, and Rule 24: Winding-up 15](#_Toc514329940)

[Section Iv – subsidiary organisations 15](#_Toc514329941)

[Rule 25: Branches 15](#_Toc514329942)

[Rule 26: Technical interest groups and special interest groups 16](#_Toc514329943)

[Rule 27: Practice Colleges 18](#_Toc514329944)

[Rule 28: Competence Registers 18](#_Toc514329945)

[Rule 29: Collaborating Technical Societies 19](#_Toc514329946)

[Rule 30: Student Chapters and Student Engineers of New Zealand (SENZ) 19](#_Toc514329947)

[Rule 31: Academies 20](#_Toc514329948)

[Rule 32: Emerging Professionals Groups and the Emerging Professionals Council 20](#_Toc514329949)

[Section v – standing orders for meetings 21](#_Toc514329950)

possible rule changes

The proposals in this document have been developed from the feedback received in our first round of consultation, and from discussions with our stakeholders. We are now seeking submissions from members, which will let us to know which ideas members support the most. We’ll develop those ideas in more detail to produce a draft set of revised Rules.

Some Rules have been grouped together where appropriate. However, you are welcome to submit on any single Rule or group of Rules as you wish.

The proposals in this paper are intended to help focus the discussion, and your feedback. However, the review is not limited to these ideas. If you have alternative suggestions, we would like to hear them too.

GENERAL – LANGUAGE AND STYLE

This is an opportunity to modernise the language, and simplify and streamline the Rules in all respects. Engineering New Zealand has a plain English policy. We want the Rules to be clear, concise and easily understood by all our members. As part of the Review, we propose tidying up some parts of the Rules that are either outdated, legalistic or ambiguous.

One example is the use of ‘he or she’ throughout the Rules. From a grammatical perspective this is overly wordy. A simple solution is to replace ‘he or she’ and ‘his or her’ with the more inclusive and commonly used ‘they’ and ‘their’.

# Section I – Tenets

## Rule 1: Name, and Rule 2: Interpretation

Our trading name became Engineering New Zealand in October 2017. We considered whether our legal name should also be changed, but for a variety of reasons we decided it should remain the Institution of Professional Engineers of New Zealand. As this issue has been so recently traversed, we see no need to review Rule 1 again. Incidental changes may be required to Rule 2 – Interpretation, if there are changes or additions to any defined terms throughout the Rules.

|  |  |
| --- | --- |
| Free text box for comment

|  |
| --- |
|  |

  |

## Rule 3: Object

The Incorporated Societies Act 1908 requires us to have a clear set of objects or purposes. These purposes guide what we stand for as an organisation, and what we do. An incorporated society can’t have an object that allows financial gain for members.

Our current objects are broad, which allows flexibility in the work that we do to advance New Zealand’s engineering profession. All our activities fall broadly within these objects.

We could also look at other options, such as objects that reflect the life cycle of our membership: engineering education, professional development, international alignment, developing and upholding professional standards.

|  |  |
| --- | --- |
| *Tell us what you think*[ ]  **::** I think the objects should stay as they are[ ]  **::** I think some other options would be goodFree text box for comment

|  |
| --- |
|  |

  |

## Rule 4: Member obligations

This Rule affects all members, and imposes some significant obligations. These obligations distinguish you as a professional from engineers who are not members. We think the key obligations our members sign up to are the commitment to act ethically, competently, to stay up to date with their engineering knowledge and skills, and to always act in a way that reflects well on our membership. These are the obligations reflected in the current Rule 4.

We have not heard any concerns from our members about these obligations, and we are not proposing any substantive changes. But, if you think there are other key obligations members should be held to, let us know.

We do think Rule 4.2, which relates to ethical obligations, is wordier than it needs to be. But we don’t think the overall purpose, or the wording of the Code of Ethical Conduct itself, should change.

|  |  |
| --- | --- |
| *Tell us what you think*[ ]  **::** I think the member obligations should stay as they are[ ]  **::** I agree Rule 4.2 relating to ethical obligations should be streamlined[ ]  **::** I think there are additional member obligations that should be includedFree text box for comment

|  |
| --- |
|  |

  |

# Section II – membership and awards

## Rule 5: Membership classes and membership register, and Rule 6: Definition of Membership classes

These Rules set out what our membership classes are, and the minimum requirements. Our membership classes and pathways were reviewed and updated in 2017, and these Rules were updated as a result. There are two key issues that members have raised with us about these Rules.

First, our strategy, which has been driven by feedback from the membership, is to be an inclusive membership body that provides a professional home for a wide range of engineers, including emerging disciplines. Currently our Member and Chartered Member classes have a narrow definition that doesn’t clearly support our strategy in this regard. For example, the definition potentially excludes some software engineers with computer science rather than engineering undergraduate degrees from being Members or Chartered Members.

We’d like you to consider whether our Member and Chartered Member classes should have a more inclusive definition that allows recognition of emerging engineering disciplines, for example, by allowing qualification by the demonstration of equivalent knowledge.

Second, we’d like you to consider whether we should introduce a reciprocal membership class for overseas engineers. Engineers often spend part of their careers outside their home countries. Many engineers come to New Zealand from overseas, for varying lengths of time. We are aware some member-based organisations in other countries offer membership classes that recognise members from equivalent organisations in other countries. We could introduce a new membership class to recognise engineers who are already part of the professional body in their home country. The Institution of Civil Engineers (ICE) has recently established a membership class that has this purpose (Associate Member) and we think a reciprocal offering may assist to create greater connections and access to technical information for our members.

Whether or not we introduce a separate membership class there could be provision, for example, for such engineers to pay reduced or nominal fees for membership of Engineering New Zealand.

|  |  |
| --- | --- |
| *Tell us what you think (can tick more than one)*[ ]  **::** I think the member classes should stay as they are[ ]  **::** I support introducing a reciprocal membership class and/or reduced fees for engineers who are members of equivalent overseas organisations[ ]  **::** I support a more inclusive definition for Member and Chartered Member to allow for the recognition of emerging engineering disciplines by allowing qualification by the demonstration of equivalent knowledge[ ]  **::** I have some other ideasFree text box for comment

|  |
| --- |
|  |

  |

## Rule 7: Approval, resignation, suspension, removal and reinstatement of Engineering New Zealand members, and Rule 8: Entrance fees, rebates and annual subscriptions

These Rules set out the operational elements of how someone becomes a member or ends their membership, and membership fees. These Rules were updated in 2017 with the membership pathway, and no significant overhaul is proposed.

There is some tidying up we could do. For example, Rule 7.2.7 uses the word ‘infer’ when it appears to mean ‘imply’. The language could also be simplified to reflect current practice. For example, the title of Rule 8 could be simplified to ‘Fees’.

Two questions have come up around these Rules which suggest some changes may be desirable.

1. Under Rule 7.1.4 the Board (or its delegate) doesn’t need to provide a reason for declining an application. In the public sphere, the principles of administrative fairness require decision-makers to give reasons for their decisions. For fairness, should the Board be obliged to give a reason for any decisions declining an application?
2. Rule 8.4 allows members 11 months after failing to pay their Subscription Fee, before their membership can be removed. Removal for non-payment also needs to be approved by the Board. With the speed at which communications and payments can be processed now, this timeframe could be shortened to reduce the administrative burden (and cost) of chasing unpaid subscriptions. It may also be more efficient for the Board to delegate power to Engineering New Zealand staff to remove a member for non-payment, after a prescribed process has been followed, for example after six months.

|  |  |
| --- | --- |
| *Tell us what you think (can tick more than one)*[ ]  **::** I think the Rules about how people become and cease to be members, and the provisions relating to fees, should substantially stay the same[ ]  **::** I think the Board should be obliged to give reasons for declining an application for membership[ ]  **::** I support shortening the timeframe for late payment[ ]  **::** I have some other ideas Free text box for comment

|  |
| --- |
|  |

  |

## Rule 9: Rights of membership

As our members, you are directly affected by this section, which sets out the basic rights of membership. This includes your right to attend specific meetings, introduce matters for discussion, vote at meetings, and stand for the Board, Branch or other group of which you are a member. It also includes your right to seek advice and support from Engineering New Zealand.

We are not aware of any specific concerns about this Rule. But please tell us if there are changes you think we should make – we can’t know unless we hear it from you.

For example, do you agree only Voting Members should be able to vote in an election, referendum or ballot conducted by Engineering New Zealand – that is, only Financial Members in the classes of Distinguished Fellow, Fellow, Chartered Member, Member, Emerging Professional, Honorary Fellow or Companion? Or, should Affiliate and Student members also have these rights? Currently, Affiliate members can stand for election to the Board, but they can’t vote. This seems inconsistent.

|  |  |
| --- | --- |
| *Tell us what you think (can tick more than one)*[ ]  **::** I think the rights of membership are about right and should substantially stay the same[ ]  **::** I think Affiliate members should have voting rights[ ]  **::** I think Student members should have voting rights[ ]  **::** I have some other ideas Free text box for comment

|  |
| --- |
|  |

  |

## Rule 10: Complaints on conduct of Engineering New Zealand members and discipline

### The Engineering New Zealand Disciplinary Regulations

Rule 10 governs Engineering New Zealand’s role in receiving and considering complaints about its members. It says the Board must prescribe Disciplinary Regulations setting out complaints procedures. It also prescribes the orders a disciplinary committee can make if a member has breached their member obligations.

We think it is important to consider this Rule alongside the Disciplinary Regulations, and we are seeking feedback on both documents.

This Rule and the Disciplinary Regulations are modelled on the corresponding parts of the Chartered Professional Engineers of New Zealand Act and Rules 2002. There are strong reasons for maintaining consistency with the CPEng legislation, as most of our complaints involve engineers who are both CPEng and members. So, some parts of this Rule and our Disciplinary Regulations will need to stay as they are, for now.

However, there is room to incorporate changes that are additional to the CPEng Rules, provided they are not directly inconsistent. Some possibilities include:

1. Incorporating our new early resolution process, which was introduced in 2016. The early resolution process gives us options to resolve concerns before they reach our formal complaints process. We use it to resolve lower-level complaints in a fair and proportional way, applying flexible solutions that are not available through our formal complaints path. We now resolve around half of our complaints this way, and this change has been coupled with a significant reduction in the number of appeals from our decisions. We think members would benefit from having this process clearly set out in our Rules and Disciplinary Regulations.
2. We have had feedback that some members would like to see an increase in the maximum disciplinary fines and costs awards available. Currently a member can be fined up to $5,000 if they are found in breach of their obligations. This amount is consistent with the CPEng legislation, which also allows a fine of up to $5,000. This is very low compared to other professional bodies, which have maximum fines ranging from anywhere upwards of $10,000.
3. Currently a complaint can only be dismissed if it fits within one of the prescribed grounds for dismissing a complaint. We think it could be beneficial to introduce a new ground to dismiss complaints, where there is no realistic prospect of the complaint resulting in disciplinary action. This is in line with the same ground introduced by the New Zealand Institute of Architects, whose provisions under the Registered Architects Rules 2006 are almost identical to ours. It would give our investigating committees greater scope to consider the quality of evidence, and weigh it, when deciding a complaint. Do you think we should add a similar ground to our Rules?

|  |  |
| --- | --- |
| *Tell us what you think (can tick more than one)*[ ]  **::** I think the Rules and Disciplinary Regulations relating to complaints should stay the same[ ]  **::** I think this Rule and the Disciplinary Regulations should incorporate our new early resolution process[ ]  **::** I think this Rule and the Disciplinary Regulations should include a new ground for dismissing a complaint, consistent with the recent change in the Registered Architects Rules 2006[ ]  **::** I think the disciplinary fine that can be imposed on a member found in breach of their obligations should be increased to: [ ]  $10,000[ ]  $15,000[ ]  $20,000[ ]  Higher than $20,000[ ]  **::** I have some other ideas Free text box for comment

|  |
| --- |
|  |

  |

## Rule 11: Papers and articles, and Rule 12: Awards

Rule 11 sets out member rights in relation to the publication of articles, and Rule 12 states Engineering New Zealand can make awards on whatever conditions it decides.

Rule 11 was drafted at a time when IPENZ had a stronger focus on publishing scholarly articles. We see some of these obligations as being out of date. For example, it may not be appropriate for Engineering New Zealand to own the copyright in every article we publish, and we could be deterring writers from submitting quality material if they think they will lose ownership of it by submitting to us.

The Incorporated Societies Act does not require us to have rules about publications and awards. Removing these Rules would not affect Engineering New Zealand’s ability to produce publications or make awards. In the interests of simplicity one possibility is to remove these two rules altogether.

|  |  |
| --- | --- |
| *Tell us what you think (can tick more than one)*[ ]  **::** I think Rules 11 and 12 should substantially stay the same[ ]  **::** I think Rules 11 and 12 should be modernised and updated[ ]  **::** I think Rules 11 and 12 should be removed[ ]  **::** I have some other ideas Free text box for comment

|  |
| --- |
|  |

  |

# Section III – governance and management

## Rule 13: Composition, office tenure and elections of the Board

This Rule provides that Engineering New Zealand’s activities will be governed by a Board. It sets out the Rules about the composition of the Board, tenure, and the election and appointment process for Board members.

We think there are ways this Rule could be simplified and modernised. For example, some details are now outdated with the move to electronic voting, such as the need for scrutineers to count the votes.

We are not proposing any substantial changes to this Rule or the Engineering New Zealand governance arrangements unless there is a strong voice within the membership for change.

Some members have suggested that voting for Board elections use preferential voting. Currently, only the positions of President, Deputy President and Vice President are decided by preferential voting (if there is more than one candidate). Preferential voting could be adopted for all Board positions, if this is supported by the membership. Preferential voting is generally considered a fairer method than first-past-the-post, but it is also more complicated and can therefore lead to lower voter turnout.

One member also submitted in the first round of consultation that we could look at how our governance could better support Branch participation and representation.

If you have a view about Board composition, office tenure and the voting system, let us know.

|  |  |
| --- | --- |
| *Tell us what you think (can tick more than one)*[ ]  **::** I think Rule 13 should substantially stay the same[ ]  **::** I support Rule 13 being modernised and simplified[ ]  **::** I think all elections for Board member positions should use preferential voting[ ]  **::** I have some other ideas Free text box for comment

|  |
| --- |
|  |

  |

## Rule 14: Procedures, powers and duties of the Board, and Rule 15: Appointment and duties of the staff and the auditor

These Rules cover the Board’s powers and duties, and the Board’s appointment of staff. These Rules are in line with the general powers and duties commonly invested in a governing board. These include developing and implementing strategic plans, control of funds, reporting requirements, appointment of staff, determining the Chief Executive’s remuneration, and ensuring compliance and accountability across the organisation’s functions.

Like the rest of the Rules, these two Rules could benefit from a tidy up, to make them simpler and easier to understand. This could be done without changing their substance. Any substantive change to these Rules needs to be driven by our membership, and lawful. The first round of consultation has not produced any strong push for substantive change to these Rules, however, we will continue to consider submissions made during the ongoing consultation periods.

|  |  |
| --- | --- |
| *Tell us what you think (can tick more than one)*[ ]  **::** I think Rules 14 and 15 should substantially stay the same[ ]  **::** I have some other ideasFree text box for comment

|  |
| --- |
|  |

  |

## Rule 16: Annual General Meeting

This Rule says we must hold an Annual General Meeting once a year, and that members should be given 14 days’ notice of the AGM and the annual report to be presented at the meeting.

We want our AGM to be as accessible as possible to our members. Our members are telling us that the current AGM arrangements are not accessible, and discourage engagement from members who are unable to travel to attend the meeting.

We agree, and we would like to amend this Rule to improve the AGM’s accessibility. For example, by allowing attendance by live-streaming and video-link. You may have some other great ideas and we welcome them (please note that voting procedures are addressed in Rule 18).

This Rule also requires notice of the AGM to be distributed to all members at least 14 days before the AGM. We wonder, is this timeframe long enough for members who may decide whether to attend depending on the items on the agenda?

The current Rule does not specify a procedure or timeframe for making motions ahead of the AGM. Some motions have had to be refused in the past because insufficient notice was provided. Introducing clearer and more specific Rules around the timeframe and procedures for making motions ahead of the AGM would give clarity to members who do want to introduce motions. These provisions could either be part of this Rule or included in the Standing Orders for Meetings.

|  |  |
| --- | --- |
| *Tell us what you think (can tick more than one)*[ ]  **::** I think Rule 16 should stay the same as it is now[ ]  **::** I would like attendance at the AGM to be more accessible (please tell us any ideas you have in the free-text box below) [ ]  **::** I agree the Notice of the AGM should be sent out earlier (please state your preferred timeframe in the free-text box below)[ ]  **::** I agree there should be a clear procedure and timeframe for raising motions ahead of the AGM Free text box for comment

|  |
| --- |
|  |

  |

## Rule 17: Special General Meeting

Currently a Special General Meeting can be called at any time on the written request of 30 or more Voting Members. Thirty is also the quorum required for an SGM. This Rule was drafted when the membership base was much smaller. Would it be appropriate, and more democratic to the full membership, to revise this number to reflect our growth and be more proportional to total membership?

There are some provisions in this Rule that could be updated in line with any updates to Rule 16 concerning AGMs. For example, provisions relating to the notice period and accessibility.

|  |  |
| --- | --- |
| *Tell us what you think (can tick more than one)*[ ]  **::** I think Rule 17 should substantially stay the same[ ]  **::** I think the number of Voting Members required for a written requisition for a SGM should be increased to be more proportional to the overall membership (please tell us what you think would be an appropriate number in the free-text box below) [ ]  **::** I have some other ideas Free text box for comment

|  |
| --- |
|  |

  |

## Rule 18: Voting at meetings

Currently, only members physically present at a Board, committee or General Meeting can vote. We have received some submissions calling for more flexibility, for example, attending and voting at meetings remotely or by proxy.

Currently, votes are ‘by the voices’. Sub-rule 18.3 states any Voting Member present may require a show of hands, and any 10 percent of Voting Members present may require a secret ballot. Should these procedures be modernised? If we allow remote and/or proxy voting, another method of voting will need to be introduced as remote and proxy votes ‘by the voices’ will not be practical in all cases.

Affiliate and Student members are currently excluded from voting, as they are not Voting Members as defined in Rule 2. Should Affiliate and Student members be eligible to vote? There is some inconsistency in this Rule – Affiliate members can stand for and be voted onto the Board but, according to this Rule, cannot vote at a Board meeting. This anomaly needs to be fixed.

|  |  |
| --- | --- |
| *Tell us what you think (can tick more than one)*[ ]  **::** I think Rule 18 should substantially stay the same[ ]  **::** I think the definition of Voting Member should include Affiliate members[ ]  **::** I think the definition of Voting Member should include Student members[ ]  **::** I think the Rules should be amended to allow proxy and/or remote voting[ ]  **::** I have some other ideas Free text box for comment

|  |
| --- |
|  |

  |

## Rule 19: Referendum

The Board is required to take a non-binding referendum on the written request of 100 Voting Members. This Rule was drafted when our membership base was much smaller. It may be appropriate to reconsider this number, and whether there are any other criteria that could be used to trigger a referendum (for example, changes to certain policies or procedures).

|  |  |
| --- | --- |
| *Tell us what you think (can tick more than one)*[ ]  **::** I think Rule 19 should substantially stay the same[ ]  **::** I think the number of Voting Members required to instigate a referendum should be increased (please tell us what you think would be an appropriate number in the free-text box below) [ ]  **::** I have some other ideas Free text box for comment

|  |
| --- |
|  |

  |

## Rule 20: Alterations of Rules, and Rule 21: Regulations

Currently Rules can only be made, amended, or rescinded by a resolution at a General Meeting. However, changes to our Regulations can be made by the assent of two-thirds or more of the Board. We think this is a good balance between representation and efficiency.

The Rules do not include any clear consultation requirements for changes to the Rules and Regulations. But we think consultation and transparency is important. Some submitters have called for more guidelines or policies around consultation regarding any changes to our Rules. This may also be appropriate for our Regulations.

Also, under sub-rule 20.2 no change may be made to Rule 24 (Winding Up) without the approval of the Inland Revenue Department. This is an obsolete Rule and is not a requirement of the Inland Revenue Department. We therefore propose to remove it.

|  |  |
| --- | --- |
| *Tell us what you think (can tick more than one)*[ ]  **::** I think Rules 20 and 21 should substantially stay the same[ ]  **::** I think the Board should develop clear, transparent and accessible guidelines and policies for consultation on any Rule and Regulation changes[ ]  **::** I agree with removing sub-rule 20.2 as it is obsolete [ ]  **::** I have some other ideas Free text box for comment

|  |
| --- |
|  |

  |

## Rule 22: Property, Rule 23: Control and use of the common seal, and Rule 24: Winding-up

The Incorporated Societies Act requires us to have Rules about the control and investment of funds, the control and use of our common seal, and the winding up of the society. We do not propose any substantive changes to these Rules unless there is a strong mandate from our membership.

|  |  |
| --- | --- |
| Free text box for comment

|  |
| --- |
|  |

  |

# Section Iv – subsidiary organisations

This section of the Rules relates to the creation and recognition of branches and groups – from technical and special interest groups, collaborating technical societies, to the student and emerging professionals groups. It is eighteen pages long and there is much repetition.

We see this section as one that could benefit from significant changes, but we need your feedback on how that should look. The way we see it, our Branches and Groups should have autonomy to operate the best way they see fit, in accordance with our objectives.

We want to make it easier for the volunteers who run our Branches and Groups to focus on the work that matters, without administrative hurdles. This could mean stripping away a lot of the content of these individual Rules, or even integrating them all into a single Rule for Groups. We could allow each Branch or Group to set its own operating procedures, in accordance with some high-level direction from the Board. Tell us, in the comments sections, what you think would work best.

## Rule 25: Branches

This Rule sets out the objects of Branches, their membership, and how they function, including the tenure of Branch Committee members, the timing of Branch AGMs, and how Branch elections must be run.

This Rule could be made simpler and clearer. Also, our Branches vary greatly in size and how they operate. This means the current Rules suit some Branches’ operations well, but are unhelpful or administratively heavy for others. We wonder whether some of the detail in this Rule about how Branches operate could be removed and delegated to our individual Branches. This would allow each Branch to set processes and procedures that best suit their operations. Some Rules, such as the control of expenditure and the conditions for dissolving a Branch, would be retained.

Some questions we have, based on the feedback we’ve heard so far, are:

1. Should there be greater flexibility around the tenure of Chairperson? In some localities this position is difficult to fill. Is an election the best way for Branches to decide who should be on their Committees?
2. Should Branches be required to hold an AGM and issue an Annual Report? While that may be appropriate for our larger Branches, is it practical for our smaller ones? Should we leave this up to each Branch to decide rather than mandate it in the Rules?
3. If Branches stick with holding elections, is it appropriate that voting happens at the AGM (as per the current Rules)? Should Branches decide what is the best, and most fair and reasonable, voting process for them?
4. Do we need to include the current level of detail? For example, Rule 25.8.3 sets out how the Branch introduces visitors, which we think is something that doesn’t need to be covered in the Rules. Overly operational Rules are difficult to follow in practice and much of what they cover could be managed directly by each Branch.
5. The Rules are silent on what happens when committee members or other Branch volunteers are not working in the best interests of the Branch. Should there be provisions for members of Branch committees to be removed if they are not fulfilling their role in a manner consistent with the objects of Engineering New Zealand and the Branch?

|  |  |
| --- | --- |
| *Tell us what you think (can tick more than one)*[ ]  **::** I think Rule 25 should substantially stay the same[ ]  **::** I think Rule 25 should be reviewed with a focus on removing operational elements that are best left to the individual Branch to manage (please set out in the free-text box below your ideas about what should be removed and what should be retained)[ ]  **::** I agree Rule 25 should include provisions about removing Branch Committee members who are not fulfilling their role in a manner consistent with the objects of Engineering New Zealand and the Branch[ ]  **::** I agree there should be greater flexibility around the way Committee positions are filled[ ]  **::** I have some other ideas Free text box for comment

|  |
| --- |
|  |

  |

## Rule 26: Technical interest groups and special interest groups

We have a broad range of technical and special interest groups which vary in size and operation. As with our Branches, our Rules for Groups cover details such as the tenure of Committee members, the timing of Group AGMs, membership eligibility, and how Group elections must be run.

Some parts of this Rule are overly wordy and could be made simpler and clearer. Also, we wonder whether some of this detail could be removed and delegated to our individual Groups, to set those rules in the way that best suits their operations. Some Rules, such as the control of expenditure and the conditions for establishing or dissolving a Group, would be retained.

Some issues we’re considering, based on the feedback we’ve heard so far, are:

1. Whether there needs to be a distinction in the Rules between technical and special interest groups. There seems to be no practical reason to have separate provisions for each. We think the Rules could be simplified by removing this distinction and creating a single class of Groups, whether they have a technical or other interest, if that interest aligns with our objectives.
2. Many of our Groups have a significant number of members who are not Engineering New Zealand members. Rule 26.3.4 requires Board permission for non-Engineering New Zealand members to join Groups. However, we are aware this provision is not enforced. There may be more appropriate ways to address this membership issue. For example, Board permission could be required only if the proportion of non-Engineering New Zealand members in a Group reaches a specific threshold. Or, non-Engineering New Zealand members could have more limited voting rights.
3. Should members of a Group who are not also Engineering New Zealand members be required to nonetheless act in accordance with the obligations of Engineering New Zealand members, for example, commitment to a code of ethics, continuing professional development, and being a fit and proper person? Currently non-Engineering New Zealand Group members can’t be held to these obligations, but their actions as a member of the Group can reflect on the whole organisation.
4. Currently a Group can only be created or dissolved by the Board subject to specific criteria. Should the Board have the authority to create a Group without a specific request? For example, to offer a technical home to new engineering disciplines that are not currently represented and to attract more members from that discipline, such as software engineers. And, should the Board have greater discretion to dissolve a Group, with a fair procedure including reasonable notice periods?
5. Should Groups be required to hold AGMs and write annual reports? Groups are run by volunteers, and requirements like this place a heavy burden on those volunteers. We know many Groups struggle to do this in accordance with the current Rules.
6. Are elections the best way to fill Group committee positions? If so, is it appropriate that voting happens at the AGM (as per the current Rules)? Or, should Groups decide what is the best, and most fair and reasonable, voting process for them?
7. Is the current level of detail necessary? For example, Rule 26.8.3 sets out how the Group introduces visitors, which we think is something that doesn’t need to be covered in the Rules. Overly operational Rules are difficult to follow in practice and cover matters which could be managed directly by each Group.
8. The Rules are silent on what happens when committee members or other Group volunteers are not working in the best interests of the Group. Should there be provisions for members of Group committees to be removed if they are not fulfilling their role in a manner consistent with the objects of Engineering New Zealand and the Group?

|  |  |
| --- | --- |
| *Tell us what you think (can tick more than one)*[ ]  **::** I think Rule 26 should substantially stay the same[ ]  **::** I agree Rule 26 should refer to Groups more generally, rather than being separated out into technical and special interest groups[ ]  **::** I think Rule 26 should be reviewed with a focus on removing operational elements that are best left to the individual Group to manage (please set out in the free-text box below your ideas about what should be removed and what should be retained)[ ]  **::** I agree Rule 26 should include provisions about removing Group committee members who are not fulfilling their role in a manner consistent with the objects of Engineering New Zealand and the Group[ ]  **::** I agree there should be greater flexibility around how Group committee positions are filled[ ]  **::** I agree the Board should have greater discretion to create and dissolve Groups, subject to reasonable and fair processes[ ]  **::** I have some other ideas Free text box for comment

|  |
| --- |
|  |

  |

## Rule 27: Practice Colleges

This Rule allows the Board to create Practice Colleges and provides for their membership and management. There are no Practice Colleges in operation, and the Board is not aware of any demand for any. One option is to remove this Rule. Its objectives could in theory be fulfilled by the introduction of occupation-based licencing, if this model is adopted by the Government.

If this Rule is retained, we think it could be tidied up and some of the operational detail removed.

|  |  |
| --- | --- |
| *Tell us what you think (can tick more than one)*[ ]  **::** I think Rule 27 should stay[ ]  **::** I think Rule 27 should be removed [ ]  **::** I have some other ideas Free text box for comment

|  |
| --- |
|  |

  |

## Rule 28: Competence Registers

This Rule states that the Board may establish Competence Registers and provides for their objects and operations.

We think it is important to maintain this Rule, but it could benefit from updated language to make it clearer, without making substantive changes.

|  |  |
| --- | --- |
| *Tell us what you think (can tick more than one)*[ ]  **::** I think Rule 28 should stay the same[ ]  **::** I think Rule 28 should be updated to make it clearer, but without making substantive changes [ ]  **::** I have some other ideas Free text box for comment

|  |
| --- |
|  |

  |

## Rule 29: Collaborating Technical Societies

This Rule allows the Board to recognise independent societies or organisations, whose primary object is the development and sharing of engineering knowledge, as Collaborating Technical Societies. Examples of Collaborating Technical Societies include the Structural Engineering Society of New Zealand and the New Zealand Society of Earthquake Engineering.

Our relationships with Collaborating Technical Societies are extremely important to us. These relationships are largely informal. Each CTS is an independent organisation over which Engineering New Zealand has no legal or formal control.

This Rule could benefit from updated language to make it clearer and more facilitative, without making substantive changes.

|  |  |
| --- | --- |
| *Tell us what you think (can tick more than one)*[ ]  **::** I think Rule 29 should stay the same[ ]  **::** I think Rule 29 should be updated to make it clearer, but without making substantive changes [ ]  **::** I have some other ideas Free text box for comment

|  |
| --- |
|  |

  |

## Rule 30: Student Chapters and Student Engineers of New Zealand (SENZ)

This Rule covers details including the terms for SENZ Council representatives, the timing of the SENZ AGM, and the quorum for Council meetings.

This Rule is overly complex for the nature of the group. As with Branches and Groups, we think there is an opportunity to remove some of the operational requirements from the Rule and allow SENZ to put its own operating procedures in place, to achieve an appropriate balance between the volunteer nature of the role and burdensome administrative requirements.

We’d also like to know your views on whether a separate Rule for student engineering groups is even necessary, or could be integrated into a broader Rule for Groups generally.

|  |  |
| --- | --- |
| *Tell us what you think (can tick more than one)*[ ]  **::** I think Rule 30 should stay the same[ ]  **::** I think Rule 30 should be reviewed with a focus on removing operational elements that are best left to SENZ to manage (please set out in the free-text box below your ideas about what should be removed and what should be retained)[ ]  **::** I think Rule 30 should be integrated into a broader Rule for Groups generally [ ]  **::** I have some other ideas Free text box for comment

|  |
| --- |
|  |

  |

## Rule 31: Academies

There are no Academies in operation, and the Board is not aware of any demand for any. One option is to remove this Rule. In our view, the objects of Academies (as stated in this Rule) are fulfilled through other means such as Engineering New Zealand Fellowships and Distinguished Fellowships. If the Rule is to remain, it could be updated to make it clearer.

|  |  |
| --- | --- |
| *Tell us what you think (can tick more than one)*[ ]  **::** I think Rule 31 should stay, and be updated to make it clearer, but without making substantive changes [ ]  **::** I think Rule 31 should be removed[ ]  **::** I have some other ideas Free text box for comment

|  |
| --- |
|  |

  |

## Rule 32: Emerging Professionals Groups and the Emerging Professionals Council

This Rule allows the Board to recognise an Emerging Professionals Group, and provides for its object, membership, committees, and operations. It also covers the Emerging Professionals Council.

This Rule is overly complex for the nature of the group. Some elements of this Rule are overly operational and could be removed and left to the Groups and Council to determine themselves. For example, designating titles for Council positions, and the requirement to hold an AGM. The Emerging Professionals Council operates as the Young Engineers Council, so if this Rule stays, it should be updated to reflect its current name and activities.

We’d also like to hear from you whether a separate Rule for emerging professionals is necessary, or could be integrated into a broader Rule for Groups generally.

|  |  |
| --- | --- |
| *Tell us what you think (can tick more than one)*[ ]  **::** I think Rule 32 should stay the same[ ]  **::** I think Rule 32 should be reviewed with a focus on removing operational elements that are best left to the Groups and Council to manage (please set out in the free-text box below your ideas about what should be removed and what should be retained)[ ]  **::** I think Rule 32 should be integrated into a broader Rule for Groups generally[ ]  **::** I have some other ideas Free text box for comment

|  |
| --- |
|  |

  |

# Section v – standing orders for meetings

The Standing Orders for meetings are not part of the Rules, but are made by the Board under Rule 14.8. They set out certain requirements and procedures for meetings of the Board and committees, and general meetings of Engineering New Zealand.

Our Standing Orders are often unclear, and sometimes ambiguous or contradictory. At the very least, we think they need to be rewritten in plain English, and drastically simplified. The Board intends to update these Standing Orders this year, alongside the Rules review. Your thoughts on how these Standing Orders can be best updated are welcome.

|  |  |
| --- | --- |
| Free text box for comment

|  |
| --- |
|  |

  |