



New Zealand  
Institute of  
**Building**

KNOWLEDGE. EXPERTISE. EXPERIENCE.

---

# NZIOB Governance Induction Manual

---

A tool to enable and empower NZIOB National Board and Regional  
Committee members to be part of a high performing governance group

V5.0 July 2021

A black and white photograph of a multi-story building under construction, completely covered in a dense network of scaffolding. The perspective is from a low angle looking up, creating a sense of height and complexity.

KNOWLEDGE.  
EXPERTISE.  
EXPERIENCE.

## Table of Contents

Section	Page
<b>Section 1.</b> The NZIOB History	<a href="#">5</a>
<b>Section 2.</b> Constitution & Bylaws	<a href="#">7</a>
<b>Section 3.</b> Strategic Plan	<a href="#">9</a>
<b>Section 4.</b> Role Descriptions of Regional Committees and National Board	<a href="#">11</a>
4.1 Regional Committees	<a href="#">11</a>
4.2 National Board	<a href="#">11</a>
4.3 Working Groups	<a href="#">12</a>
4.4 Management of the Institute's CEO	<a href="#">12</a>
<b>Section 5.</b> Statement of Expectations	<a href="#">15</a>
5.1. As a member of NZIOB Governance team	<a href="#">15</a>
5.2. As a meeting attendee	<a href="#">15</a>
5.3. Removal of a National Board Member or Regional Committee Member	<a href="#">15</a>
5.3. Distribution of Minutes and attendance to Action Items	<a href="#">16</a>
5.4. Role of the NZIOB National Chair	<a href="#">16</a>
5.5. Voting between Board meetings	<a href="#">16</a>
<b>Section 6.</b> Useful Resources	<a href="#">18</a>
<b>Section 7.</b> Valuable Background Documents and Recent NZIOB Reports	<a href="#">20</a>
Current NZIOB National AGM Reports	<a href="#">20</a>
NZIOB Board Meeting Minutes - 'Lite'	<a href="#">20</a>
<b>Section 8.</b> Compliance and Risk	<a href="#">22</a>
Health & Safety	<a href="#">22</a>
Professional Indemnity	<a href="#">23</a>
Event Insurance	<a href="#">23</a>
<b>Section 9:</b> Communication Protocols	<a href="#">25</a>
9.1 Media	<a href="#">25</a>
9.2 Usage of NZIOB logo and brand guidelines	<a href="#">26</a>
<b>Section 10:</b> Miscellaneous	<a href="#">28</a>
Key Contacts	<a href="#">28</a>
NZIOB Expense reimbursement process	<a href="#">28</a>
<b>Section 11:</b> Conflict of Interest	<a href="#">30</a>
<b>Section 12:</b> Declaration (for member to sign)	<a href="#">32</a>

## Appendices

Appendix	Page
<b>Appendix 1.</b> NZIOB 2021-2023 Strategic Plan	<a href="#">33</a>
<b>Appendix 2.</b> 2021 National AGM Minutes (July '20 to July '21)	<a href="#">35</a>
<b>Appendix 3.</b> 2020-2021 NZIOB Financial Report (1 April '20 to 31 March '21)	<a href="#">45</a>
<b>Appendix 4.</b> June 2021 NZIOB National Board Meeting Minutes ('Lite' version)	<a href="#">62</a>
<b>Appendix 5.</b> Expense Reimbursement form	<a href="#">73</a>
<b>Appendix 6.</b> Conflict of Interest form	<a href="#">75</a>
<b>Appendix 7.</b> Rules of the NZIOB Constitution (incorporated) 2019	<a href="#">77</a>
<b>Appendix 8.</b> Membership & Grading Bylaw (v3)	<a href="#">101</a>
<b>Appendix 9.</b> Ethics & Conduct Bylaw (v2)	<a href="#">108</a>
<b>Appendix 10.</b> Regions & Branches Bylaw (v2)	<a href="#">122</a>
<b>Appendix 11.</b> NZIOB Brand Guidelines	<a href="#">138</a>
<b>Appendix 12.</b> Regional Committee Role Description	<a href="#">148</a>

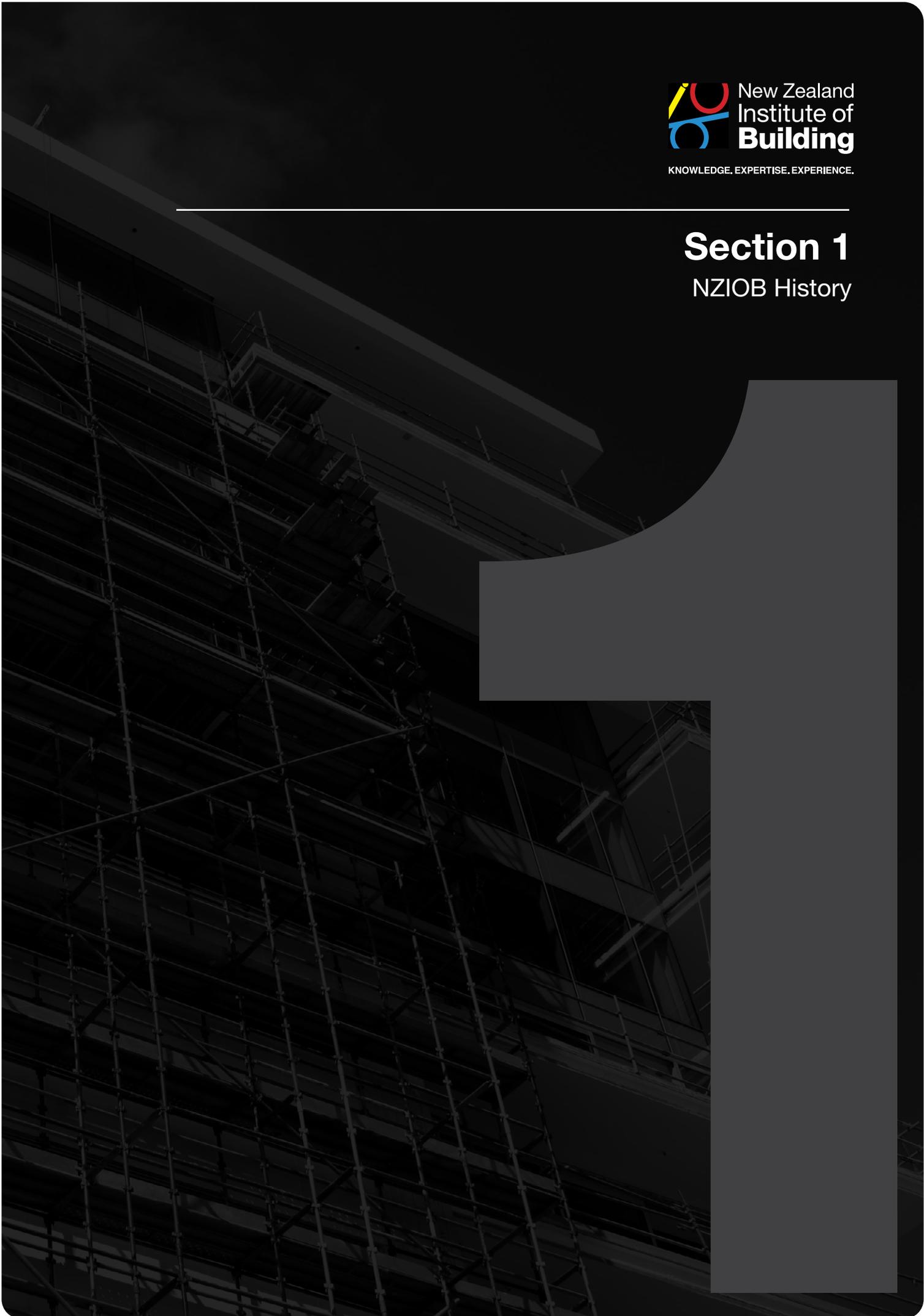
### Version Control

Version Number	Date	Edited by	Update incorporates
5.0	July 2021	M Fleming	

---

# Section 1

## NZIOB History



## Section 1: The NZIOB History

On 17 November 1964, the New Zealand Chapter of the Australian Institute of Building (AIB) was formed at the invitation of the New Zealand Master Builders Federation.

A Foundation Dinner was held in Wellington, at which the Prime Minister of New Zealand, Rt Hon Keith Holyoake accepted Honorary Membership of the Institute. Sir William Sullivan, a former Minister of Housing, became Foundation President of the New Zealand branch of the AIB.

A panel of five representatives drawn from architects (2), engineers (1), and master builders (2) prepared a list of 40 pre-eminent construction professionals, who were then approached to become foundation members of the New Zealand branch of the AIB.

Throughout the late 1970's and early 1980's there was 'talk' of converting the New Zealand Chapter of the AIB into an independent NZIOB. On the 24th of June 1983, the NZIOB become an incorporated society, with Bob Lockwood elected as the NZIOB's Foundation President.

Now 35 years old, the NZIOB is a well-established entity, with past leadership spanning the full spectrum of the construction sector. The NZIOB uniquely represents the construction industry, those whom can be classified as being involved in the D, D, D, Design, Documentation, and Delivery of construction projects.

The NZIOB has three Regional Committees and one active Branch. These have two main roles:

- a. Developing and maintaining a collegial and energetic building community that provides CPD and social events to a membership that is drawn across the entire industry; and
- b. Representing the entire building industry by being an energetic, articulate, and reliable stakeholder.

The NZIOB does this by:

- Promoting and fostering excellence in the building and construction industry;
- Promoting and fostering the education, training and qualification of persons practising or intending to practise within the building and construction industry;
- Promoting and fostering professionalism by granting qualifications and grades of membership to Members in recognition of their proficiency within the building and construction industry;
- Promoting best practice and foster professional conduct and set ethical standards for the building and construction industry;
- Engaging on matters of concern to the building and construction industry, including by making submissions to and / or advising central and local government and the building and construction sector;
- Providing and fostering a collegial environment to grow industry relationships, including networking and social opportunities for Members; and
- Providing and fostering any other related activities that are, in the opinion of the NZIOB, in the interests of the building and construction industry.

For the first 30 years of its existence, the NZIOB's main focus and successes have been in regard to the development of a wonderful membership community, the development of a highly successful awards program, and regular social and CPD events at Chapter level.

More recently, that focus has broadened to a dual focus; that being the Institute's membership, and for the NZIOB to become a senior building industry stakeholder with a particular focus on commercial construction. It is in this area, for which the NZIOB requires strategic, influential, and passionate people to contribute to the Institute's governance.

---

## Section 2

### Constitution & Bylaws

## Section 2: Constitution & Bylaws

The NZIOB Constitution (2019) and current Bylaw set of Membership & Grading, Code of Ethics, and Regions & Branches form the defining document.

The current NZIOB Constitution & Bylaw set was ratified by the NZIOB membership at an Extraordinary General Meeting held in April 2019.

The document(s) are provided in the appendices:

<b>Appendix 7.</b> Rules of the NZIOB Constitution (incorporated) 2019	<a href="#">79</a>
<b>Appendix 8.</b> Membership & Grading Bylaw (v3)	<a href="#">103</a>
<b>Appendix 9.</b> Ethics & Conduct Bylaw (v2)	<a href="#">110</a>
<b>Appendix 10.</b> Regions & Branches Bylaw (v2)	<a href="#">124</a>



---

# Section 3

## Strategic Plan



## Section 3: Strategic Plan

Every two years the NZIOB Governance Group and invited members attend a full day Strategy Workshop, (with an external facilitator) at which the current positioning and effectiveness of the NZIOB is assessed, and the Institutes future direction debated and agreed. The most recent workshop was held in March 2021.

An outcome of the workshop was a succinct ‘one page’ Strategic Plan. Titled ‘Building Leadership’, the document incorporates three main components:

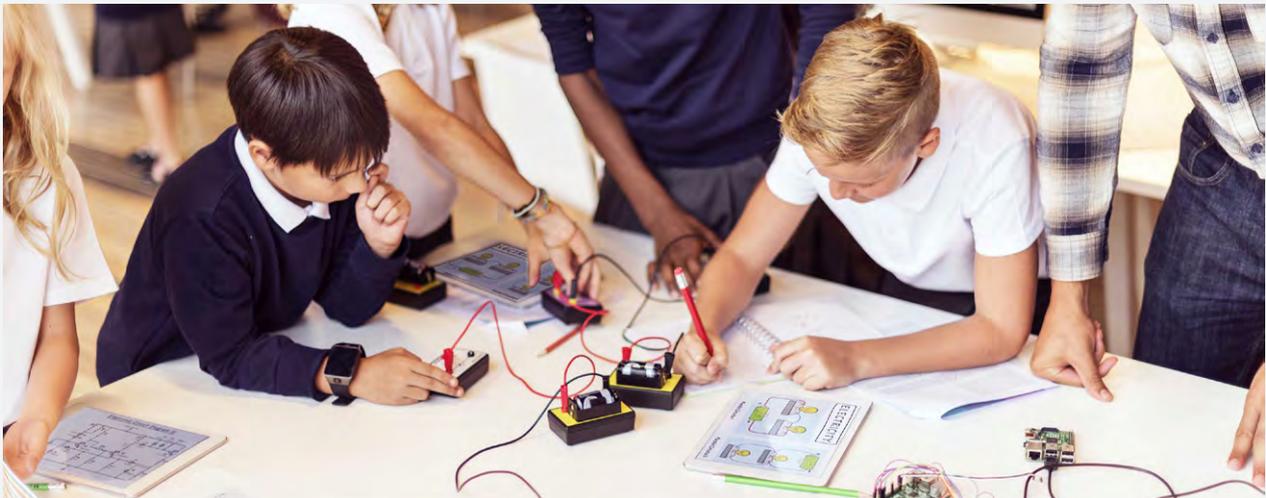
### The NZIOB’s Vision

‘We are the place for people who are passionate about building a better New Zealand’

### Goals to achieve by 20203

The milestone goals that, if achieved by 2023, will represent success are:

1. **DIVERSITY:** Promote building industry to under-represented groups and highlight the benefits those groups bring to the industry.
2. **WELLBEING:** Promote wellbeing through the work of others and via own programmes.
3. **YPA SUPPORT:** Young Professional Advisor (YPA) support and implementation of their recommendations.
4. **NZIOB BY 2025:**
  - a. NZIOB Hub: Conduit of construction information;
  - b. NZIOB Structure: Develop business model to support NZIOB Hub & Leadership.
  - c. NZIOB Leadership: Enabler and forum-provider for industry thought leadership; and



### Current 60 day goals

The review of progress against the Strategic Plan is a central discussion item at the two-monthly National Board meetings. Progress against the Strategic Plan is discussed, and new 60 day goals agreed. Those new 60 day goals are added to the Strategic Plan poster, which is then circulated to NZIOB membership.

The most current version of the Strategic Plan is in the appendices ([Appendix 1](#)).

---

## Section 4

### Role Descriptions of Regional Committees and National Board



## Section 4: Role Descriptions of Regional Committees and National Board

### 4.1 Regional Committees

The NZIOB has three Regions; Northern, Central, and Southern, with each being governed by its own committee. Regional Committees are relatively autonomous from the NZIOB National Office, and operate as separate business units with their own National Office-generated Profit and Loss reports. There is an expectation that Regional Committees will be active in creating and resourcing Regional events, for which they have considerable freedom to stamp a local flavour on.

Regional Committees should not run an event which will knowingly incur a loss to the Institute. There is an expectation that all events should at least cover costs, which can be achieved by charging an admission price, bringing on a sponsor, or a combination of both.

As part of the national event program, there may be events held within the respective catchment areas, for which the respective Regional Committees will assist with resourcing, as may be required of it by National Office.

Regional Committees are the local face of the NZIOB, and are required to be energetic entities who are focused on putting on successful social and CPD events, and creating positive networks that advance the core goals of the Institute.

The Regional Committees meet monthly, and they are Chaired by their respective Regional Committee Chair. The maximum number of Regional Committee Members is twelve, and the required quorum for a Regional Committee meeting is one-third of the Committee number.

A full Regional Committee role description is in the appendices ([Appendix 12](#)).

### 4.2 National Board

The 2021-2023 National Board is comprised of up to seven nominated Board Members with an ability for the Board to co-opt two additional Board Members:

- National Chair
- Northern Region Representative
- Central Region Representative
- Southern Region Representative
- Membership Representative 1
- Membership Representative 2
- Membership Representative 3

*At the first meeting of the incoming Board, a Deputy Chair will be elected by the Board.*

It is the National Board that is charged with implementing strategy, setting the Institute's course, and ensuring that the Board's objectives and directives are executed by both the NZIOB National Office, and the volunteer resource who have been tasked with work packages or responsibilities.

While the role of an NZIOB National Board Member is largely one of providing governance to the Institute, it is accepted that Board Members (as senior members of the NZIOB) will be actively involved in the delivery of any national or regional work packages that may be allocated to them by the National Board.

The National Board meets every two months, with the location cycling between the three main centres, or via video conference as determined by the Board. The meetings are chaired by the National Chair, and the required quorum for a Board meeting is five Board Members.

### 4.3 Working Groups

As required, the National Board has the ability to create National Committees (standing committees with infinite terms) and National Working Groups (project-based or finite terms). The latter will be influenced by the National Board's strategic focuses.

### 4.4 Management of the Institute's CEO

The National Board is charged with managing the CEO, whom has primary responsibility for operational management of the Institute and implementing the Strategic and Business plans.

#### Delegation of authority

For any expenditure that has been approved in the current budget, the CEO has the approval to implement, and advise the National Board through the regular CEO Reports. For unbudgeted expenditure, the following expenditure authority table applies.

Underlying assumption is that there is a budget in place, and that the Institute is on target to meet the forecasted Net Profit. In this scenario, the CEO has the authority to act.	Board	NC & CEO	CEO
CAPEX (per item) unbudgeted	>\$2,000	\$1,001 - \$2,000	<\$1,000
OPEX (per item) unbudgeted	>\$2,000	\$1,001 - \$2,000	<\$1,000
Employment of CEO	Board approval.  Recruitment process to involve the National Chair and two others drawn from the Board or the Past Presidents' pool.		
CEO remuneration changes	X		
Employment of new staff member (excluding CEO) - unbudgeted	Board approval.		Recruitment decision, with provision that two people (CEO and staff member, or CEO and local Board Member) are involved in the final interview.
Setting of new employee (excluding CEO) remuneration levels		X	
Employee remuneration changes (excluding CEO)	>15% pa increases.	10% - 15% pa increases.	<10% pa increases.
Unbudgeted engagement of Consultants	>\$2,000	\$1,001 - \$2,000	<\$1,000
New supplier agreements		X	

### Transitioning of Chairs

It is an expectation that the outgoing Chair of either the Regional Committee or National Board will spend adequate time with the incoming Chair to prepare them for the role, and that there be a paper/digital file that transfers to the incoming Chair. That file will be a living document that sets out: the Chair's responsibilities and duties, key contacts, and resources that the previous Chair(s) has/have complied during the previous term(s). The NZIOB CEO is available to provide support also.



---

# Section 5

## Statement of Expectations



## Section 5: Statement of Expectations

### 5.1 As a member of an NZIOB Governance team

It is an expectation that NZIOB Regional Committee and National Board Members will be positive contributors to the Institute, and will actively work towards the attainment of the NZIOB's goals.

As an NZIOB representative, it is expected that you will be active in promoting NZIOB events and membership to your personal property/construction networks.

### 5.2 As a meeting attendee

- Members will be committed to the production of any report that is required of them, well in advance of the meeting:
  - For Regional Committee meetings, such a report should be in the hands of the Chair no later than 48 hours prior to the meeting; and
  - For National Board meetings, such a report should be in the hands of the Chair or CEO no later than one week prior to the meeting date. Updates on events/projects that occur within one week of the Board meeting can be delivered verbally, and the supporting written report provided separately for Board meeting minute production purposes.
- Members will read the National Board/Regional Committee papers prior to the meeting, and be conversant with the material;
- Members will make every reasonable effort to attend scheduled meetings;
- Members will be punctual to meetings;
- Areas of discussion that a member may wish to raise, will be sent to the Regional Committee Chair (for Regional Committee meetings) or CEO (for National Board meetings) as a request to add to the agenda. It is highly desirable that this occur prior to the meeting. Less desirable, though acceptable, is that the request be given at the start of the meeting, with the discussion of the subject being subject to time being available to do so;
- Members will be 'present' at the meeting, and will switch off cellphones during the course of the meeting;
- The use of tablets, notebooks, and laptops is not permitted, unless their usage pertains specifically to the running of the meeting; and
- The National Chair and Regional Committee Chair reserve the right to replace a Regional Committee/ National Board Member should it be evident that a member is not 'engaged'.

### 5.3 Removal of a National Board or Regional Committee Member

A National Board or Regional Committee Member can be asked to resign their position in the event that they:

- Are no longer a financial member of the NZIOB; and/or
- Have not attended three consecutive meetings.

## 5.4 Distribution of Minutes and attendance to Action Items

- A draft of the National Board Minutes is to be approved by the National Chair, and then circulated to the full Board within ten (10) working days of the meeting.
- A draft of Regional Committee Minutes is to be approved by the Regional Committee Chair, and then circulated to the full Regional Committee within five (5) working days of the meeting.
- Copies of final Minutes are to be circulated to Board/Committee Members with a copy to the NZIOB CEO for filing on the National Office server.
- It is an expectation that Board/Committee Members will attend to Action Items that are assigned to them, prior to the next Board/Committee meeting.

## 5.5 Role of the NZIOB National Chair

The primary role of the Chair of the NZIOB National Board is to provide leadership to the governing body, to ensure compliance with the Institute's Rules, and to ensure that Board Members' duties and responsibilities are carried out.

The NZIOB Board is entrusted with the responsibility of ensuring that the objectives of the NZIOB are met by addressing itself to organisational strategy, sustainability, and the management of organisational risks. The expectation is that the National Chair will govern the Institute in accordance with sound governance guidelines.

## 5.6 Voting between Board meetings

The National Board can vote on items by way of email response to a request sent to **all** Board Members. Full agreement to any such request received by **all** Board Members is deemed to have passed when **five** Board Members have replied **yes**, and there have been no dissenters.

Should there be a **no** received from a Board Member; then the matter will be discussed at the next scheduled National Board meeting.



---

## Section 6

Useful Resources



## Section 6: Useful resources

### Culture

The book, 'Legacy' by James Kerr is a recommended text. The following link promotes the book, and was used during the February 2016 NZIOB Strategy Day. In the clip, 'Legacy' author, James Kerr investigates the proposition that culture delivers competitive advantage. Lessons from the clip for the NZIOB include:

- The power of value added, purpose driven story telling; and
- Legacy, this is our time & leaving the jersey (the Institute for us) in a better place.

View the clip: <https://www.youtube.com/watch?v=KKvzExoH2Gg>

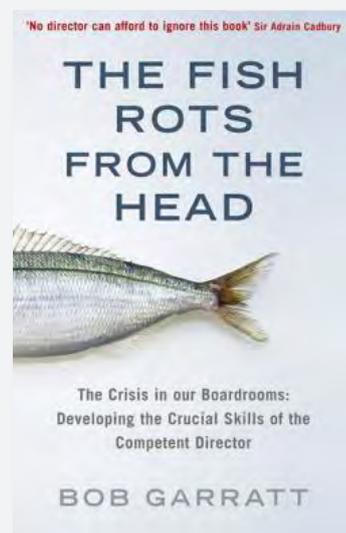
Copies of 'Legacy' in either hard-copy or digital format will be made to available to a National Board or Regional Committee Member upon request.



### Effective Boards

The book 'The Fish Rots from the Head' by Bob Garratt is the recommended text.

Copies of 'The Fish Rots from the Head' in either hard-copy or digital format will be made available to a National Board or Regional Committee Member upon request.



---

## Section 7

Valuable Background Documents  
and Recent NZIOB Reports



## Section 7: Valuable background documents and recent NZIOB Reports

The following reports will provide incoming National Board and Regional Committee Members with a comprehensive background of current NZIOB achievements and projects.

### Current NZIOB National AGM Reports

The following reports provide a summary of the 2020/2021 financial year (1 April '20 to 31 March '21), and the Institute's operational year (National AGM in July '20 to National AGM in July '21). The two documents will provide incoming National Board and Regional Committee Members with an overview of the previous financial and operational years.

The 2021 NZIOB Annual Report appears as [Appendix 2](#).

The 2020/2021 Financial Statements appears as [Appendix 3](#).

### NZIOB National Board Meeting Minutes – 'Lite'

Attached is the 'Lite' version of NZIOB National Board Meeting Minutes, for the governance meeting that has occurred prior to the issuing of this Governance Induction Manual (July '21). The 'Lite' version of the National Board Meeting Minutes is distributed to Regional Committee Members, and will provide an overview of current NZIOB work packages and progress towards strategic goal attainment.

The June 2021 'Lite' National Board Meeting Minutes appear as [Appendix 4](#).

The full version of the National Board Meeting minutes is distributed to National Board Members only.



---

## Section 8

### Compliance and Risk



## Section 8: Compliance and Risk

### Health & Safety

The Health & Safety at Work Act 2015 (HSWA) came into force on the 4th of April 2016, and creates responsibilities for all organisations, including not-for-profits such as the NZIOB. The governance of the NZIOB has responsibility for Health & Safety across a number of areas, which are broadly:

- The NZIOB National Office;
- Visits to live construction sites;
- Visits to completed buildings;
- NZ Building Industry Awards Gala Dinner;
- NZIOB Conferences; and
- Technical presentations.

#### The NZIOB National Office

The NZIOB is a 'Person Conducting a Business or Undertaking' (PCBU) under the HSWA. While the NZIOB National Board provides governance to the organisation, the CEO oversees day to day operations. National Board needs to have confidence that the CEO is proactive in ensuring that the Health & Safety needs of both the office (as an entity) and the individual employees and contractors of the Institute are understood and managed appropriately.

This includes the maintaining of a risk register, undertaking risk assessments, and ensuring that the National Office staff are meeting regularly to discuss the Health & Safety components of the National Office environment, as a topic that is always live. Attention to Occupational Safety and Health needs to be maintained, with staff encouraged to take regular breaks, attention given to posture, and the ergonomics of work stations all considered.

As the PCBU, the CEO will be required to respond to, and to take action to remediate any Health & Safety concerns that NZIOB employees raise with him/her.

As the PCBU, the NZIOB will be required to respond to, and to take action to remediate any Health & Safety concerns that NZIOB employees and contractors raise with him/her.

#### Visits to Live Construction Sites

Regions arranging Site Visits will liaise with the site hosts well in advance of the event to confirm:

- The requirement for Personal Protective Equipment (PPE);
- The site protocols;
- The maximum number of visitors that can be effectively managed by the site hosts.

Once on site, the NZIOB representative in charge of the event will ensure that:

- The site hosts provide an appropriate site induction;
- The site hosts advise visitors of the major hazards currently on site;
- The site hosts appoint adequate numbers of personal as tour leaders; and
- The site host explains the site evacuation signal, and provides clear instructions for site egress should an emergency occur.

#### Visits to Completed Buildings

For visits to a building that has been completed (and handed over to the client), the NZIOB representative organising the visit will ask the building owner (or tenant) to escort the visiting party throughout the duration of the visit.

### Technical Presentations

The NZIOB frequently holds Technical Presentations at education facilities, and hospitality venues. The NZIOB has a responsibility to ensure that the evacuation procedures for the building are conveyed to those in attendance.

### Event Catering

For any event (Site Visit, Technical Presentation, Conference, Awards Night, Chapter Student Awards, etc.) catering, the NZIOB will ensure that when alcohol is involved, the following guidelines are complied with:

- That the event is kept short;
- That ample food is provided;
- Non-alcoholic and low alcohol beverages are provided; and
- Responsible approaches are taken to deal with intoxicated people.

Though the aforementioned guidelines should not be considered a coverall, adherence to them will ensure that NZIOB Governance groups practice and exhibit the right Health & Safety behaviours.

### Professional Indemnity

In the unlikely event that a National Board or Regional Committee Member's actions put the NZIOB at risk of a claim, the NZIOB carries a full Association Insurance policy with Crombie Lockwood. The policy covers:

- Public Liability Insurance
- Employers Insurance
- Statutory Liability Insurance

Any potential action against the Institute needs to be referred the to NZIOB's CEO as a matter of urgency.

### Event Insurance

Effective November 2019, the NZIOB's Association Insurance imposes the following 'Special Events Condition':

In respect of community events, workshops, seminars, conferences, and social events arranged, organised or run by the Insured the Insured shall:

- a. Obtain and comply with any license, permit or consent required by any authorised body, crown agency or other entity which has jurisdiction over an Event; and
- b. Take all reasonable steps to ensure that contractors, sub-contractors or volunteers for the special event obtain and comply with any license, permit or consent required by any authorised body, crown agency or other entity which has jurisdiction over the Event; and
- c. Take all reasonable steps to ensure that all competitors and/or participants are aware of and comply with the rules of the Event. No cover is provided for the liability of any;
  - (i) contractors, subcontractors and agents; or
  - (ii) participants or competitors involved in an event or workshop arranged, organised or run by the Insured.



---

# Section 9

## Communication Protocols

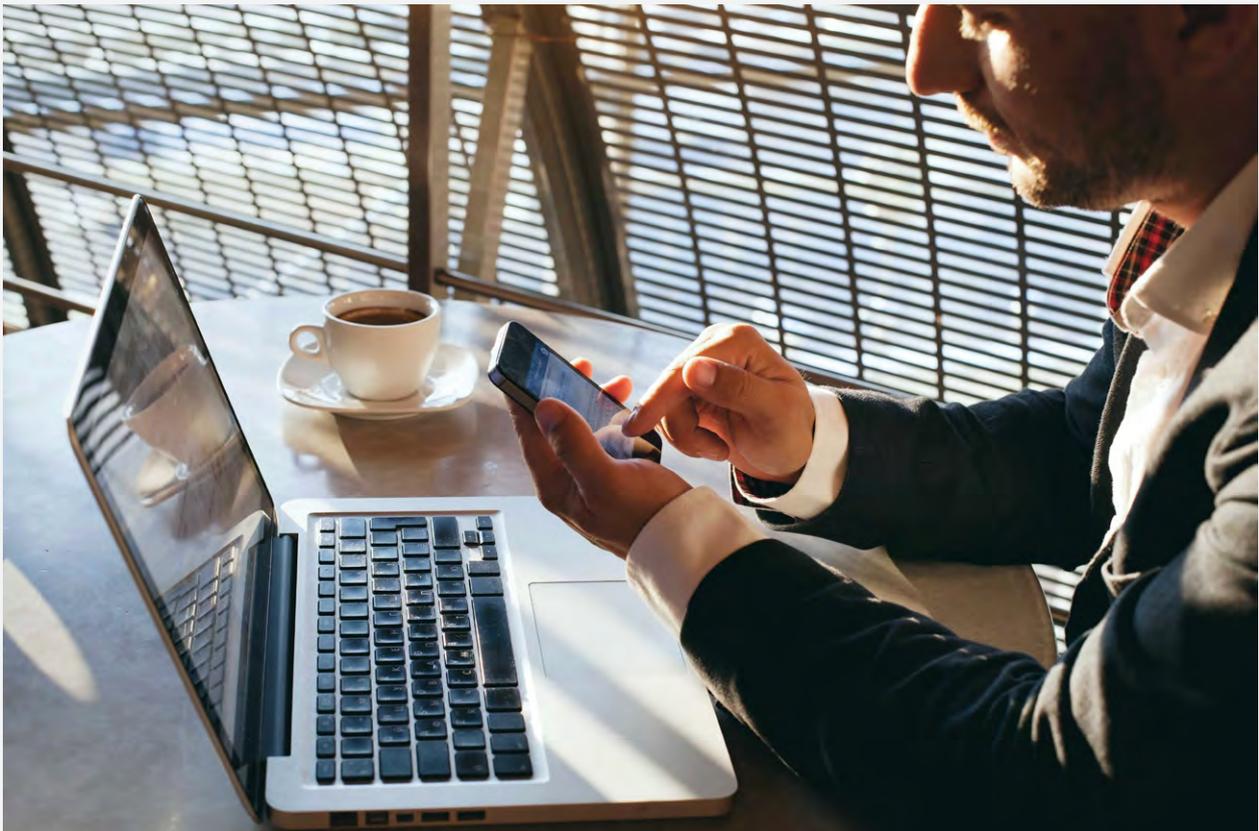


## Section 9: Communication Protocols

### 9.1. Media

The NZIOB's policy on media engagement is that all media enquiries be channelled in the first instance to the CEO, whom is the designated NZIOB spokesperson.

There will be instances where it is appropriate for a member of the NZIOB governance group to comment to the media on the Institute's behalf, however the discussion on the opportunity needs to occur with the NZIOB CEO, prior to any commitment to comment to the media is made.



### 9.2. Usage of NZIOB logo and brand guidelines

#### Post-nominals usage

NZIOB membership is a qualification, and members are entitled to advertise their attainment of that qualification by using the relevant post-nominals. A full list of NZIOB post-nominals is:

- GradNZIOB (Graduate member)
- ANZIOB (Associate member)
- AffilNZIOB (Affiliate member)
- MNZIOB (Full member)
- FNZIOB (Fellow member)

### NZIOB logo usage

NZIOB logo usage by members is restricted to NZIOB National Board Members, Working Group Chairs, and Regional Committee Members who are communicating in their capacity as a representative of the NZIOB. These 'Office Bearers' are able to use:

- The NZIOB email signature block (see below).



- The NZIOB logo for the purpose of marketing or managing an NZIOB event\*.
- NZIOB letterhead\*.

\*Please refer to the NZIOB Brand Guidelines ([Appendix 9](#)), which sets out the Institute's policies on logo usage. The document also prescribes the font to use (Arial) and font size to be used (10 for emails, 10.5 for letters) for all NZIOB communications.

---

# Section 10

Miscellaneous

# 10

## Section 10: Miscellaneous

### Key Contacts

Name	Title	Email	Phone
<b>NZIOB NATIONAL OFFICE</b>			04 282 1484
Malcolm Fleming	CEO	<a href="mailto:malcolm@nziob.org.nz">malcolm@nziob.org.nz</a>	021 439 237
Susan Duley	Operations Manager	<a href="mailto:susan@nziob.org.nz">susan@nziob.org.nz</a>	027 553 7164
Barry Nock	Financial Controller	<a href="mailto:accounts@nziob.org.nz">accounts@nziob.org.nz</a>	021 410 912
Niki Tyler	Membership & Events Coordinator	<a href="mailto:niki@nziob.org.nz">niki@nziob.org.nz</a>	021 540 098
Hannah Keir-Smith	Events Manager	<a href="mailto:hannah@nziob.org.nz">hannah@nziob.org.nz</a>	027 636 2067
<b>NATIONAL CHAIR</b>			
John Hemi	National Chair	<a href="mailto:john@hemipro.co.nz">john@hemipro.co.nz</a>	021 283 1213
<b>REGIONAL COMMITTEE CHAIRS</b>			
James Woods	Southern Region Chair	<a href="mailto:james.woods@image.co.nz">james.woods@image.co.nz</a>	027 220 5426
Dennise Austin	Central Region Chair	<a href="mailto:dennise.austin@gib.co.nz">dennise.austin@gib.co.nz</a>	027 203 5085
Vacant	Northern Region Chair		

### NZIOB Expense reimbursement process

On occasion, a National Board or Regional Committee Member may incur an NZIOB expense for which reimbursement will be sought. Typical expenses are:

- Purchase of food or drink for a Regional Committee meeting;
- A gift for a speaker at an NZIOB event; and
- Travel disbursements to attend an NZIOB workshop at National Office, or a National Board meeting.

Expenditure undertaken by a Regional Committee Member will need to be approved by the Regional Committee Chair. National and Regional Committee Chair reimbursements are to be approved by the CEO.

An invoice for reimbursement, or a completed reimbursement form (see [Appendix 5](#)) should be emailed to the authoriser, who in turn forwards the invoice onto the NZIOB CEO ([malcolm@nziob.org.nz](mailto:malcolm@nziob.org.nz)) with confirmation that payment can be made. The NZIOB National Office will endeavour to reimburse the member within ten working days of receipt of the request.

---

# Section 11

## Conflict of Interest

## Section 11: Conflict of Interest

A conflict of interest is where a Regional Committee or National Board Member is (or could be perceived to be) compromised when their personal interests or obligations conflict with the responsibilities of their NZIOB role. The result of such a conflict of interest could mean that the member's independence, objectivity or impartiality can be called into question. A conflict of interest can be:

- Actual: Where the conflict already exists;
- Potential: Where the conflict is about to happen (or could happen); and
- Perceived: Where other people might reasonably think that a person has been compromised.

The following New Zealand Government produced Guide serves as a good reference document:

<https://www.procurement.govt.nz/assets/procurement-property/documents/guide-conflicts-of-interest.pdf>

A member with a potential Conflict of Interest needs to complete the Conflict of Interest Form - see [Appendix 6](#).

---

# Declaration

For member to sign

# 12

## Section 12: Declaration (for member to sign)

The roles of National Board Member and Regional Committee Member are important and come with some responsibility. A high-performing, united and positive National Board, along with engaged Regional Committees will lead to high-level outcomes for the NZIOB.

By signing the declaration below, the member commits to meeting the expectations that this document sets out for NZIOB members involved in the Institute's governance and regional representation.

*I acknowledge that I have read the NZIOB Governance Induction Manual, and that I commit to meeting the expectations that are required of me as a member of the NZIOB's National Board and/or Regional Committee.*

Signed \_\_\_\_\_

Date \_\_\_\_\_

Name \_\_\_\_\_

*Completed document to be sent to the NZIOB's CEO, Malcolm Fleming ([malcolm@nziob.org.nz](mailto:malcolm@nziob.org.nz))*

---

# Appendix 1:

## NZIOB 2021–2023 Strategic Plan

[< BACK TO CONTENTS PAGE](#)



## 2-YEAR GOALS TO DO BY JUNE 2023:



### DIVERSITY

Promote building industry to under-represented groups and highlight the benefits those groups bring to the industry



### WELLBEING

Promote wellbeing through the work of others and via own programmes



### YPA SUPPORT

Young Professional Advisor (YPA) support and implementation of their recommendations



### NZIOB BY 2025

NZIOB Hub: Conduit of construction information  
NZIOB Leadership: Enabler and forum-provider for industry thought leadership  
NZIOB Structure: Develop business model to support NZIOB Hub & Leadership

# BUILDING



New Zealand  
Institute of  
**Building**

# LEADERSHIP

## 60-DAY GOALS TO DO BY NEXT BOARD MEETING:

01

Goal 1 text here

05

Goal 5 text here

02

Goal 2 text here

06

Goal 6 text here

03

Goal 3 text here

07

Goal 7 text here

04

Goal 4 text here

08

Goal 8 text here

---

## Appendix 2:

### 2021 National AGM Minutes (July '20 to July '21)

[< BACK TO CONTENTS PAGE](#)



**MINUTES OF THE  
38<sup>th</sup> ANNUAL GENERAL MEETING OF THE  
NEW ZEALAND INSTITUTE OF BUILDING INC**

5.30pm, Tuesday, 13 July 2021  
National Library, 70 Molesworth Street, Thorndon, Wellington

---

**Agenda**

1. Apologies
2. Confirmation of the Minutes of the 2020 Annual General Meeting
3. Presentation of the Annual Reports by the National Chair and Chief Executive
4. Adoption of the 2020/2021 Financial Accounts
5. Appointment of auditors
6. Election of officers for the 2021-2023 National Board and Regional Committees
7. General Business

**Present:**

ATTENDEES

<b>In Person attendees</b>	
Sean Irion Malcolm Fleming Stephen Cummings Stewart Peck Dave Morris Graeme Birkhead Bernie Pitt Brian Nightingale Andy Robertshaw Helen Moate	Dennise Austin Ralph Titmuss Foti Kalogiannidis Alice Carmody Caryl Ramos Clara Sumner Marlo Bromley John Hemi Sonia Barker Nigel Dong
<b>Virtual attendees</b>	
Kerry Newell Peter Riehl Aarron Cunningham Udesh Perera Craig Hopkins Ian Marshall Graeme Goss	Wayne Ramsay Carlos Bezzina Martin Fahey Ray Blumrick Martin Fahey Matt McGuinness Roimata Maihi

AGM started at 5.30pm.

**1. Apologies & Proxies:**

APOLOGIES

Gina Jones Trevor Griffiths Greg Chawynski Linda Kestle	Mike King Bob Hall Warwick Angus Hennie van Heerden
--	--

PROXIES

<b>Member appointing a Proxy</b>	<b>Member carrying the Proxy</b>

No proxies provided.

Confirmation of meeting quorum (20 financial members), and acknowledgement of apologies and proxies received.

Moved by: Graeme Birkhead  
Carried.

Seconded by: Sean Irion

## **2. Minutes of the 37<sup>th</sup> AGM held on 28 July 2020 in Christchurch**

It was asked that the 2020 National AGM Minutes as provided with the AGM papers, be accepted as an accurate record of the previous NZIOB AGM.

Moved by: Sonia Barker

Seconded by: Clara Sumner

Carried.

## **3. Annual Reports**

### **3.1. National Chair's report**

This is my last formal action of the two-year year term as Chair. I was the last NZIOB President, also so it is in fact a four-year term.

I am pleased to report that although we started the year with COVID-19 and the country in full lockdown and some grim predictions for the year, we have finished the year in much better shape than anticipated. Thanks to some dedicated and “above and beyond” work by your board of Matt McGuinness, Andrew Field, Nigel Dong, Sonia Barker, Hayley Groves, and Graeme Earl; together with your CEO Malcolm Fleming and his team of Niki Tyler, Hannah Keir-Smith and Susan Duley and Barry Nock.

I would like to mention some highlights from the past term.

#### 3.1.1 Awards

We conducted a Building Awards refresh in 2017 using a pan-industry team to review the event. It was very successful and doubled the number of entries and added new award categories. My challenge to the incoming board is that “you can't stand still”, its time to take the next step up.

#### 3.1.2 Charitable Trust

We have successfully merged the NZIOB Charitable Trust with the NZIOB Southern Trust to form the new combined NZIOB Charitable Education Trust, with new board of trustees and a new Trust Deed. The trust is ready to start delivering sponsorship and awards to worthy recipients.

#### 3.1.3 NZIOB structure

We have now bedded down the new constitution to allow the NZIOB Board to be a modern and efficient governance unit.

### 3.1.4 Outward facing

We have been successful in taking the NZIOB from a very inward facing organisation to now also taking its place on the national stage. We are advising government and national bodies on issues that affect our members.

### 3.1.5. Building Legends

As I have mentioned before, one of the areas that I am particularly passionate about is the training of our up-and-coming young professionals. The Building Legends program that we have developed has gone from strength to strength and over 200 of our people have been to one of our courses for construction professionals, who have undertaken real world training by some of the most experienced practitioners in the industry. We are on the lookout for the next topics, so let me know your ideas.

Congratulations to the new NZIOB Chair and to the incoming board, who will be announced shortly. My sincere thanks to the outgoing board for their focus and commitment over the past term.

Graeme Birkhead, National Chair  
13 July 2021

## **3.2. CEO Report**

As foreshadowed at the 2020 Annual General Meeting, COVID-19 meant that there was little prospect that we would be unveiling a stellar financial result for the Institute in 2020/2021, as we had done in 2019/2020. Last year's net profit was a record for the NZIOB, allowing us to meet our targeted reserve fund value, which in turn allowed the Institute to weather the pandemic.

Because of COVID-19, we reported a loss for the year, in the main influenced by:

- The cancellation of the scheduled 2020 NZIOB conference.
- Loss of a National Sponsor for the entire 2020/2021 financial year.
- A reduced net profit from the 2020 New Zealand Building Industry Awards.
- A restriction on the number of Building Legends workshops that we could hold across the year.
- The rescheduling of the 2021 Northern Region Fishing Competition, preventing the event from occurring in the 2020/2021 financial year.

There were however some bright spots. As a result of the changes made to our membership communications, our move to online CPD and information sharing forums, and the transition of our annual awards night to a multiple venue event, we had some upside, specifically:

- The NZIOB Board ratified 106 new financial members for the year, likely to be the first time since the NZIOB's 1983/1984 formation year that more than 100 new

financial members have been added. Allowing for resignations, forfeitures and member deaths, the net increase in membership numbers represented a 10% gain in one year.

- We took the opportunity to refresh our membership newsletter, the result being News from the Source, that took a wider New Zealand construction industry perspective to the news we shared with our members.
- We updated our online event registration across the year, which created considerable costs savings to the Institute, while making the addition of non-member attendees to our marketing databases, seamless. Our non-member database as of 31 March 2021 was approximately 4,500.
- The larger database assisted in selling-out the Building Legends events that we were able to hold in the 2020/2021 financial year.

An acknowledgement to the NZIOB Board, who are a group of volunteers who were meeting weekly during the COVID-19 lockdown period, in what was a very stressful and uncertain time for everyone. That they gave the Institute a couple of hours a week, across a six-week period, was quite a commitment, and they all did it. That support that they provided to me and the National Office across that time, was something that was not taken for granted, the NZIOB staff certainly responded positively, producing some great work across the year.

A final acknowledgement to Graeme Birkhead, whose two-year term as NZIOB Chair followed on from his two-years as the last NZIOB President. Across that combined four-year period, we forged a strong Chair-CEO relationship, which I believe yielded some great results for the Institute.

Malcolm Fleming, CEO

13 July 2021

### **3.3. Matters arising from the CEO and National Chair Reports**

No matters arising, it was asked that the 2021 Chair and CEO Reports be accepted.

Moved by: Nigel Dong

Seconded by: Dave Morris

Carried.

## **4. Annual Accounts**

### **4.1. NZIOB 2020/2021 Financial Report Summary**

The NZIOB Board chose not to have the 2020/2021 accounts audited, as ratified by the membership at the 2020 AGM.

#### 4.1.1 Statement of Financial Performance

The NZIOB recorded a Net Loss (after taxation) for 2020/2021 of [\$42,163].

In comparison: The 2020/2021 Net Profit (after taxation) was \$98,643.

Main contributors to the 2020/2021 result:

- The net profit for the 2020 New Zealand Building Industry Awards was two-thirds of what it was in 2019.
- No 2021 Northern Region Fishing Competition (the rescheduled date moved the event into the next financial year).
- The cancelation of the 2020 conference.
- Building Legends net profit was less than half of what it was in 2019/2020.

#### 4.1.2 Statement of Financial Position

Net Assets decreased from \$381,489 to \$339,325. Comprised of:

- Working Capital (CA-CL) of \$325,662 (\$360,337 in 2019/2020); and
- Fixed Assets of \$13,663 (\$21,151 in 2019/2020).

Advisement to the meeting by NZIOB Chair, Graeme Birkhead that the NZIOB had budgeted for a \$120,000 loss for 2020/2021, against which the actual \$42,163 loss is considered by the NZIOB Board to be a good result.

Request that the NZIOB's unaudited Accounts for the 2020/2021 year be accepted.

Moved by: Graeme Birkhead  
Carried.

Seconded by: Ralph Titmuss

### **4.2. NZIOB Charitable Trust 2020/2021 Financial Report Summary**

#### 4.2.1 Overview

Over the 2020/2021 financial year, the NZIOB Charitable Trust was inactive, primarily due to COVID-19 and the amalgamation discussions that occurred with the NZIOB Southern Chapter Education Trust. As a consequence, there was no income and no scholarship distributions made.

In terms of the proposal to amalgamate the NZIOB 's two trusts, these plans were well advanced as of 31 March 2021.

#### 4.2.2. Statement of Financial Performance

The NZIOB Charitable Trust recorded a \$8,649 Net Profit for the 2020/2021 year vs. a \$41,675 Net Profit for the 2019/2020 year. The profit is contributed solely to the increase in value of the trust's investments that occurred across the year.

#### 4.2.3. Statement of Financial Position

Net Assets increased from \$189,417 to \$211,780. Comprised of:

- Working Capital (CA-CL) of \$19,761 (was \$22,061 in 2019/2020); and
- Investments (Milford) of \$192,020 (was \$167,355 in 2019/2020).

Request that the NZIOB Charitable Trust's accounts for the 2020/2021 year be accepted.

Moved by: Sonia Barker  
Carried.

Seconded by: Dave Morris

### **5. Proposal that auditors for the 2020/2021 NZIOB accounts be appointed.**

It is proposed that Browne's be appointed as Auditor for of the NZIOB's 2021/2022 accounts.

Moved by: Alice Carmody  
Carried.

Seconded by: John Hemi

### **6. National Board changes for 2021 to 2022**

#### **6.1. Outgoing board members**

The NZIOB would like to acknowledge the following three board members who did not seek re-election for the new 2021-2023 term:

- Hayley Groves (Board/Council member 2016 - 2021)
- Matt McGuinness (Board/Council member 2018-2021)
- Andrew Field (Board member 2020-2021)

#### **6.2. 2021-2023 Board**

Following elections, the NZIOB Board for the upcoming two-year term is comprised of:

- John Hemi, Chair
- Graeme Birkhead, Northern Region Representative

- Nigel Dong, Central Region Representative
- Graeme Earl, Southern Region Representative
- Craig Hopkins, Membership Representative
- Martin Fahey, Membership Representative
- Sonia Barker, Membership Representative

The first meeting of the new board will occur on Friday 13 August 2021.

### **6.3. 2021-2023 Regional Committees**

Following elections, the make-up of the three Regional Committees is as follows:

#### 6.3.1. Northern Region

1. Aaron Cunningham
2. Bruce Rogers
3. Craig Hopkins
4. Graeme Birkhead
5. Greg Chawynski
6. Linda Kestle
7. Mana Ashford

Chair to be appointed from within the elected committee.

#### 6.3.2. Central Region

1. Dennise Austin (Chair)
2. David Morris
3. Natasha Possenniskie
4. Nigel Dong
5. Ralph Titmuss
6. Sean Irion
7. Stewart Peck

#### 6.3.3. Southern Region

1. James Woods (Chair)
2. Adam Baxter
3. Daren Alderson
4. Farran Inglis
5. Graeme Earl
6. Jonathan Laird
7. Kam Cheng
8. Steve Kleehammer

## **7. General Business**

### **7.1. Deaths of NZIOB members**

The Institute wishes to recognise the passing of four members since the 2020 AGM:

- Robert Lockwood, Honorary Fellow, Central Region
- Richard Te One, Fellow, Central Region
- Gordon Morris, Retired Member, Northern Region
- Bill Harrison, former NZIOB Foundation Member, Southern Region

*AGM finished: 5.57pm*

---

## **Appendix 3:**

2020–2021 NZIOB Financial Report  
(1 April '20 to 31 March '21)

[< BACK TO CONTENTS PAGE](#)



**The New Zealand Institute of Building (Inc)  
Financial Statements  
For the Year Ended 31 March 2021**

<b>Contents</b>	<b>Page</b>
Directory .....	1
Entity Information .....	2
Statement of Service Performance .....	3
Compilation Report .....	4
Statement of Financial Performance .....	5
Statement of Movements in Accumulated Funds .....	6
Statement of Financial Position .....	7
Fixed Asset and Depreciation Schedule .....	8
Statement of Cashflows .....	10
Notes to the Accounts .....	11

# The New Zealand Institute of Building (Inc)

## Directory

As at 31st March 2021

---

Officers

Malcolm Fleming - Chief Executive Officer  
Graeme Birkhead - Chair  
Matt McGuinness  
Hayley Groves  
Sonia Barker  
Andrew Field  
Graeme Earl  
Nigel Dong

Accountants

Stewart & Co Ltd  
PO Box 11050  
Ellerslie  
Auckland

Bankers

ANZ Bank New Zealand Limited

Date of Formation

24 June 1983

# **The New Zealand Institute of Building (Inc)**

## **Entity Information**

### **For the Year Ended 31st March 2021**

---

#### **LEGAL NAME OF ENTITY**

The New Zealand Institute of Building (Inc)

#### **TYPE OF ENTITY AND LEGAL BASIS**

The Institute is a society incorporated under the Incorporated Societies Act 1908.

#### **REGISTRATION NUMBER WITH DIA CHARITIES**

307375

#### **OBJECTS**

The objects of the NZIOB are:

1. To promote and foster excellence in the building and construction industry.
2. To promote and foster the education, training and qualification of persons practising or intending to practise within the building and construction industry.
3. To promote and foster professionalism by granting qualifications and grades of membership to Members in recognition of their proficiency within the building and construction industry.
4. To promote best practice and foster professional conduct and set ethical standards for the building and construction industry.
5. To engage on matters of concern to the building and construction industry, including by making submissions to and / or advising central and local government and the building and construction sector.
6. To provide and foster a collegial environment to grow industry relationships, including networking and social opportunities for Members.
7. To promote and foster any other related activities that are, in the opinion of the NZIOB, in the interests of the building and construction industry.

#### **ENTITY STRUCTURE**

The institute is governed by a National Board that is comprised of up to seven elected board members and up to two co-opted board members. The Chief Executive Officer is responsible for the overall management of the institute and reports to the National Council.

#### **MAIN SOURCES OF THE ENTITY'S CASH AND RESOURCES**

The running of the NZIOB National Office and its programs are funded through four main avenues:

1. Membership Subscriptions;
2. Sponsorship from one National Partner and four National Sponsors;
3. Event income from conferences, social events, in person and virtual CPD events and an annual awards event ; and
4. Income from running training programmes such as the NZIOB's Building Legends workshops.

#### **RELIANCE**

The elected NZIOB Board members are members of the Institute who volunteer their time to the running of the NZIOB. The co-opted Board members are not necessarily NZIOB members, and they also offer their time and expertise on a voluntary basis.

The NZIOB has three regions, each run by a Regional Committee that is comprised of NZIOB members who volunteer their services to the running of the region.

The NZIOB's events are in-part resourced by volunteer members.

# The New Zealand Institute of Building (Inc)

## Statement of Service Performance

### For the Year Ended 31 March 2021

---

#### DESCRIPTION OF THE ENTITY'S OUTCOMES

1. Providing educational forums to NZIOB members and the wider building and construction industry proved difficult with COVID -19, the main casualty being the cancellation of the NZIOB's scheduled Build to Last conference. A move to an online Continuing Professional Development (CPD) programme proved successful, attracting 3,000 attendees across the ten week period that COVID-19 levels 2,3 and 4 applied. This format has endured, ensuring that the quantum of CPD events provided to members held at 2020 levels.
2. Promoting and celebrating high performance of individual practitioners and teams at the NZIOB's annual New Zealand Building Industry Awards, which for the 2020 / 2021 year transitioned to a three venue location for the gala dinner that was attended by 830 people plus an online audience.
3. Working closely with the New Zealand Construction Industry Council to provide regular and timely industry updates regarding operational protocols, support networks and government responses to the NZIOB membership across the COVID-19 lockdown period. This influenced a change in approach to the regular NZIOB membership newsletter that has persevered.
4. Engaging with Government on the governance framework for their Construction & Infrastructure Workforce Development Council (WDC).
5. Representing the building and construction industry to the media through requests for commentary or the production of thought leadership pieces, particularly as the industry emerged from the COVID-19 lockdowns across the year.
6. Expansion of the NZIOB's Building Legends workshops into the topic of financial management, which were well supported.

DESCRIPTION AND QUANTIFICATION OF THE ENTITY'S OUTPUTS	2021	2020
Number of CPD Events	22	20
Number of Awards Events	3	4
Number of Submissions made to Government	1	3
Number of media interactions that received coverage	9	9
Number of collaborations with other industry stakeholders on projects	3	3

*This statement must be read in conjunction with the accompanying Notes and Accounting Policies.  
The Performance Report has not been subject to audit or review, and should be read in conjunction with the attached compilation report.*

# The New Zealand Institute of Building (Inc)

## Compilation Report

### For the Year Ended 31st March 2021

---

Compilation Report to the Council of The New Zealand Institute of Building (Inc)

#### Scope

On the basis of information you provided we have compiled, in accordance with Service Engagement Standard No. 2: Compilation of Financial Information, the financial statements of The New Zealand Institute of Building (Inc) for the period ended 31 March 2021. These financial statements have been prepared in accordance with the policies as detailed in Note 1 to the financial statements.

#### Responsibilities

You are solely responsible for the information contained in the financial statements and have determined that the accounting policies used are appropriate to meet your needs and for the purpose that the financial statements were prepared.

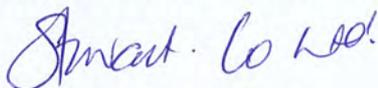
The financial statements were prepared exclusively for your benefit. We do not accept responsibility to any other person for the contents of the financial statements.

#### No Audit or Review Engagement Undertaken

Our procedures use accounting expertise to undertake the compilation of the financial statements from information you provided. Our procedures do not include verification or validation procedures. No audit or review engagement has been performed and accordingly no assurance is expressed.

#### Disclaimer

As mentioned earlier in our report, we have compiled the financial statements based on information provided to us which has not been subject to an audit or review engagement. Accordingly, neither we, nor any of our employees accept any responsibility for the reliability, accuracy or completeness of the compiled financial information nor do we accept any liability of any kind whatsoever, including liability by reason of negligence, to any person for losses incurred as a result of placing reliance on the compiled financial information.



**Stewart & Co Ltd**  
Chartered Accountants  
PO Box 11050  
Ellerslie  
Auckland

14 / 6 / 2021

# The New Zealand Institute of Building (Inc)

## Statement of Financial Performance

For the Year Ended 31st March 2021

	<i>Note</i>	<b>2021</b> \$	<b>2020</b> \$
<b>REVENUE</b>			
Donations, fundraising and other similar revenue		675,085	1,050,479
Interest, dividends and other investment revenue	10(b)	4,403	6,606
Fees, subscriptions and other revenue from members		<u>171,497</u>	<u>167,842</u>
<b>Total Income</b>		<b>850,985</b>	<b>1,224,927</b>
<b>Less Expenses</b>			
Expenses related to public fundraising	11(a)	559,139	654,237
Volunteer and employee related costs	11(b)	157,315	185,444
Costs related to providing goods or services	11(c)	149,413	210,946
Other expenses	11(d)	<u>18,391</u>	<u>39,628</u>
<b>Total Expenses</b>		<b>884,258</b>	<b>1,090,255</b>
Net (Deficit)/Surplus Before Depreciation		<u>(33,273)</u>	<u>134,672</u>
<b>Less Depreciation</b>			
Depreciation as per Schedule		12,778	11,238
<b>Non-Taxable Items</b>			
Non Deductible Expenses		(647)	(1,390)
<b>Net (Deficit)/Surplus Before Beneficiary Distributions</b>		<u>(46,698)</u>	<u>122,044</u>
<b>(LOSS)/INCOME BEFORE TAX</b>		<u>(46,698)</u>	<u>122,044</u>
Less Taxation Provision		<u>(4,534)</u>	<u>23,401</u>
<b>(LOSS)/INCOME AFTER TAX</b>		<u>(42,163)</u>	<u>98,643</u>
<b>NET SURPLUS/(DEFICIT)</b>		<u><u>(\$42,163)</u></u>	<u><u>\$98,643</u></u>

*This statement must be read in conjunction with the accompanying Notes and Accounting Policies.*

*The Performance Report has not been subject to audit or review, and should be read in conjunction with the attached compilation report.*

**The New Zealand Institute of Building (Inc)**  
**Statement of Movements in Accumulated Funds**  
**For the Year Ended 31st March 2021**

	<i>Note</i>	<b>2021</b> \$	<b>2020</b> \$
<b>ACCUMULATED FUNDS AT START OF YEAR</b>		381,489	287,663
<b>REVENUE</b>			
Net Deficit for the Year		(42,163)	98,643
<b>OTHER MOVEMENT</b>			
Movement in Reserves	9	-	(4,817)
<b>Total Recognised Revenues and Expenses for the Year</b>		(42,163)	93,826
<b>ACCUMULATED FUNDS AT END OF YEAR</b>		\$339,325	\$381,489

*This statement must be read in conjunction with the accompanying Notes and Accounting Policies.  
The Performance Report has not been subject to audit or review, and should be read in conjunction with the attached compilation report.*

# The New Zealand Institute of Building (Inc)

## Statement of Financial Position

As at 31st March 2021

	Note	2021 \$	2020 \$
<b>CURRENT ASSETS</b>			
ANZ Bank Current Account		8,588	291,215
ANZ Bank Online Account		160,864	20,790
Accrued Income		843	1,007
ANZ Term Deposit		151,901	100,000
Cash on Hand		164	200
GST Refund Due		-	4,009
Taxation	5	1,029	-
Accounts Receivable		68,560	35,466
Payments in Advance		63,266	23,580
<b>Total Current Assets</b>		<u>455,216</u>	<u>476,268</u>
<b>NON-CURRENT ASSETS</b>			
Fixed Assets as per Schedule		13,663	21,151
<b>TOTAL ASSETS</b>		<u>468,879</u>	<u>497,420</u>
<b>CURRENT LIABILITIES</b>			
GST Due for payment		2,049	-
Taxation	5	-	25,208
Accounts Payable		45,812	36,705
Income in Advance		81,693	54,018
<b>Total Current Liabilities</b>		<u>129,554</u>	<u>115,931</u>
<b>TOTAL LIABILITIES</b>		<u>129,554</u>	<u>115,931</u>
<b>NET ASSETS</b>		<u>\$339,325</u>	<u>\$381,489</u>
Represented by;			
<b>ACCUMULATED FUNDS</b>			
Reserves	9	(3,063)	(3,063)
Retained Earnings		342,388	384,551
<b>TOTAL ACCUMULATED FUNDS</b>		<u>\$339,325</u>	<u>\$381,489</u>

For and on behalf of the Council:

  
.....  
Malcolm Fleming - Chief Executive Officer

  
.....  
Graeme Birkhead - Chair

...../...../.....

...../...../.....

*This statement must be read in conjunction with the accompanying Notes and Accounting Policies.*

*The Performance Report has not been subject to audit or review, and should be read in conjunction with the attached compilation report.*

The New Zealand Institute of Building (Inc)  
 Depreciation Schedule  
 For the year ended 31 March 2021

Asset	Private Use	Cost Price	Book Value 01/04/2020	Additions Disposals	Gain/Loss on Disposal	Capital Profit	Mth	Depreciation Rate	----- Depreciation ----- \$	Accum Deprec 31/03/2021	Book Value 31/03/2021	
<b>FURNITURE &amp; FITTINGS</b>												
Banners - Central Chapter (2)		640	147				18	12 12.0% DV		511	129	
Banners - Southern Chapter (2)		640	147				18	12 12.0% DV		511	129	
NZIOB Banners		1596	848				85	12 10.0% DV		833	763	
Dishwasher		771	284				57	12 20.0% DV		544	227	
Cradenza- White		552	260				42	12 16.0% DV		334	218	
White Desks with Lime Screens (4)		2533	1356				176	12 13.0% DV		1353	1180	
White Locking Mobile - 2 Drawer(3)		744	398				52	12 13.0% DV		398	346	
White Locking Mobile - 4 Drawer		248	133				17	12 13.0% DV		132	116	
Black Fabric Chairs (4)		2098	961				154	12 16.0% DV		1291	807	
White Boat Table		507	271				35	12 13.0% DV		271	236	
Meeting Chairs (4)		769	445				71	12 16.0% DV		395	374	
White Cafe Table		487	261				34	12 13.0% DV		260	227	
Cafe Chairs - Green / Black (8)		610	280				45	12 16.0% DV		375	235	
Crockery & Cutlery (50%)		428	3				2	12 67.0% DV		427	1	
Data Cabling		783	538				43	12 8.0% DV		288	495	
Crockery & Cutlery		650	6				4	12 67.0% DV		648	2	
Desk & Filing Drawers		646	618				80	12 13.0% DV		108	538	
Chair		543	514				82	12 16.0% DV		111	432	
Screen		441	422				55	12 13.0% DV		74	367	
Portable Display Banners (2)				2290			2290	12 100.0% CP		2290	0	
<b>Sub-Total</b>		15686	7892	2290			3360			11154	6822	
<b>OFFICE EQUIPMENT</b>												
Computer Equipment		3168	24				12	12 50.0% DV		3156	12	
Camera		2332	2				1	12 67.0% DV		2331	1	
HP Envy Notebook		1917	44				22	12 50.0% DV		1895	22	
Microsoft Office Software		321	7				4	12 50.0% DV		318	3	
Cisco Phones (5)		1165	9				6	12 67.0% DV		1162	3	
Website		58350	6989				3495	12 50.0% DV		54856	3494	
HP Elitebook 850 G3		3142	245				123	12 50.0% DV		3020	122	

This statement must be read in conjunction with the accompanying Notes and Accounting Policies.  
 The Performance Report has not been subject to audit or review, and should be read in conjunction with the attached compilation report.

The New Zealand Institute of Building (Inc)  
 Depreciation Schedule  
 For the year ended 31 March 2021

Asset	Private Use	Cost Price	Book Value 01/04/2020	Additions Disposals	Gain/Loss on Disposal	Capital Profit	Mth	---- Depreciation ---- Rate	Accum Deprec 31/03/2021	Book Value 31/03/2021
HP Elitebook 850 G3		3142	245				12	50.0% DV	3020	122
HP Elitebook 820 G3		3249	253				12	50.0% DV	3123	126
HP Elite Display Monitor		336	26				12	50.0% DV	323	13
Membership Website		2025	253				12	50.0% DV	1899	126
Awards Website		4160	953				12	50.0% DV	3684	476
Panasonic 42" Television		1	1				12	40.0% DV	0	1
Conference Calling Camera		1166	461				12	50.0% DV	936	230
HP Laptop		3274	2728				12	50.0% DV	1910	1364
Power Points for New Desk		527	516				12	8.0% DV	52	475
PoE Switch		575	503				12	50.0% DV	324	251
Events System				3000			12	100.0% CP	3000	0
<b>Sub-Total</b>		88850	13259	3000					85009	6841
<b>TOTAL</b>		104536	21151	5290				12778	96163	13663

This statement must be read in conjunction with the accompanying Notes and Accounting Policies.  
 The Performance Report has not been subject to audit or review, and should be read in conjunction with the attached compilation report.

**The New Zealand Institute of Building (Inc)**  
**Statement of Cash Flows**  
**For the Year ended 31st March 2021**

	<b>2021</b>	<b>2020</b>
	<b>\$</b>	<b>\$</b>
<b>OPERATING ACTIVITIES</b>		
<b>Cash was provided from:</b>		
Donations, fundraising and other similar receipts	398,791	478,902
Fees, subscriptions and other receipts from members	171,495	168,717
Receipts from providing goods or services	310,829	394,951
Interest, dividends and other investment receipts	4,568	2,262
Net GST	<u>2,606</u>	<u>-</u>
	888,289	1,044,832
<b>Cash was applied to:</b>		
Payments to Suppliers and employees	953,218	957,122
Student Awards paid	2,609	3,587
Net GST	0	12,068
Net Taxation	<u>22,270</u>	<u>4,216</u>
	978,097	976,993
<b>Net Cash Inflow (Outflow)from Operating Activities</b>	<u>(89,808)</u>	<u>67,839</u>
<b>INVESTING ACTIVITIES</b>		
<b>Cash was provided from:</b>		
Receipts from sale of investments	0	196,572
<b>Cash was applied to:</b>		
Payments to acquire property, plant and equipment	5,297	6,007
Repayments of loans borrowed from other parties	(4,417)	6,827
Payments for loans to other parties	<u>0</u>	<u>4,174</u>
	880	17,008
<b>Net Cash Inflow (Outflow) from Investing Activities</b>	<u>(880)</u>	<u>179,564</u>
<b>NET INCREASE/(DECREASE) IN CASH HELD</b>	<u>(90,688)</u>	<u>247,403</u>
Cash and cash equivalents as at 1 April 2020	<u>412,205</u>	<u>164,802</u>
<b>Cash and Cash Equivalents as at 31 March 2021</b>	<u><u>321,517</u></u>	<u><u>412,205</u></u>

*This statement must be read in conjunction with the accompanying Notes and Accounting Policies.  
The Performance Report has not been subject to audit or review, and should be read in conjunction with the attached compilation report.*

# The New Zealand Institute of Building (Inc)

## Notes to the Performance Report

### For the Year Ended 31st March 2021

---

#### 1. STATEMENT OF ACCOUNTING POLICIES

This Performance Report is for The New Zealand Institute of Building (Inc). The New Zealand Institute of Building (Inc) is domiciled in New Zealand and is a charitable organisation registered under the Incorporated Societies Act 1908 and the Charities Act 2005.

The New Zealand Institute of Building (Inc) has elected to apply PBE SFR-A (NFP) Public Benefit Entity Simple Format Reporting - Accrual (Not for Profit) as established by the External Reporting Board for registered charities, on the basis that it does not have public accountability and has total annual expenses of equal to or less than \$2,000,000.

All transactions in the Statement of Financial Performance are reported using the accrual basis of accounting. The accounting principles recognised as appropriate for the measurement and reporting of earnings and financial position on an historical cost basis have been used, with the exception of certain items for which specific accounting policies have been identified.

The Financial Statements are prepared under the assumption that the entity will continue to operate in the foreseeable future.

#### Specific Accounting Policies

In the preparation of this Performance Report the specific accounting policies are as follows:

##### (a) Property, Plant & Equipment

The entity has the following classes of Property, Plant & Equipment;

Furniture & Fittings	8 - 67%	DV
Office Equipment	8 - 67%	DV

All property, plant & equipment except for land is stated at cost less depreciation.

Depreciation has been calculated in accordance with rates permitted under the Income Tax Act 2007.

##### (b) Goods & Services Tax

These financial statements have been prepared on a GST exclusive basis with the exception of accounts receivable and accounts payable which are shown inclusive of GST.

##### (c) Taxation

Income tax is accounted for using the taxes payable method. The income tax expense charged to the Statement of Financial Performance is the estimated tax payable in the current year, adjusted for any differences between the estimated and actual tax payable in prior years.

##### (d) Revenue

Interest income is recognised as interest accrues, gross of refundable tax credits received.

##### (e) Donations

Donations received are included in operating revenue. If particular conditions are attached to a donation that would require it to be repaid if these conditions are not met, then the donation is recorded as a liability until the conditions are satisfied.

Donated goods or services (other than donated assets) are not recognised.

Where significant donated assets are received with useful lives of 12 months or more, and the fair value of the asset is readily obtainable, the donation is recorded at the value of the asset obtained.

*The Performance Report has not been subject to audit or review, and should be read in conjunction with the attached compilation report.*

# The New Zealand Institute of Building (Inc)

## Notes to the Performance Report

### For the Year Ended 31st March 2021

Where the fair value of the asset is not readily obtainable, the donation is not recorded. Donated assets with useful lives less than 12 months are not recorded.

(f) **Receivables**

Receivables are stated at their estimated realisable value. Bad debts are written off in the year in which they are identified.

(g) **Going Concern**

These financial statements have been prepared on the basis that the society is a going concern.

## 2. CONTINGENT LIABILITIES

At balance date there are no known contingent liabilities (2020:\$0). The New Zealand Institute of Building (Inc) has not granted any securities in respect of liabilities payable by any other party whatsoever.

## 3. ADDITIONAL INFORMATION

	2021 \$	2020 \$
<u>Revenue</u>		
Donations, fundraising and other similar revenue	675,085	1,050,479
Interest, dividends and other investment revenue	4,403	6,606
Fees, subscriptions and other revenue from members	171,497	167,842
	<u>850,985</u>	<u>1,224,927</u>
<u>Expenses</u>		
Expenses related to public fundraising	559,139	654,237
Volunteer and employee related costs	157,315	185,444
Costs related to providing goods or services	149,413	210,946
Other expenses	18,391	39,628
Non Deductible Expenses	647	1,390
	<u>884,905</u>	<u>1,091,645</u>

## 4. SECURITIES AND GUARANTEES

There was no overdraft as at balance date nor was any facility arranged.

## 5. TAXATION

	2021 \$	2020 \$
Operating deficit before taxation	(46,698)	122,044
Prima facie income tax thereon at 28%	(13,075)	34,172
Tax effect of permanent differences	8,541	(10,772)
Taxation adjustment for Loss Carry Back	5,012	-
<b>Income Tax Expense on Net Surplus</b>	<u>478</u>	<u>23,401</u>
<b>The Taxation Charge is Represented by</b>		
Current year tax	<u>478</u>	<u>23,401</u>
	<u>478</u>	<u>23,401</u>

*The Performance Report has not been subject to audit or review, and should be read in conjunction with the attached compilation report.*

# The New Zealand Institute of Building (Inc)

## Notes to the Performance Report For the Year Ended 31st March 2021

### Tax Payable

Less		
RWT credits	1,507	-
Provisional tax paid	-	4,217
Outstanding from prior years	-	(6,024)
<b>Total Tax to be Refunded</b>	<b>(1,029)</b>	<b>25,208</b>

### Permanent Differences

The following non-taxable items have been included in the calculation of Net Surplus before Tax, and result in Permanent Differences, whose effect is included above.

	2021	2020
	\$	\$
<b>Non-Deductible Expenditure</b>		
Non Deductible Entertainment	530	1,390
Non Deductible Penalties	117	-
Total	<u>647</u>	<u>1,390</u>

### 6. OPERATING LEASE COMMITMENTS

	2021	2020
	\$	\$
<b>Rent of Property</b>		
Current amount of lease payments	17,068	29,260
Non current amount of lease payments	-	17,068
	<u>\$17,068</u>	<u>\$46,328</u>

### 7. TRADE AND OTHER RECEIVABLES

	2021	2020
	\$	\$
Accounts Receivable	68,560	35,466
Payments in Advance	63,266	23,580
	<u>131,826</u>	<u>59,047</u>

### 8. TRADE AND OTHER PAYABLES

	2021	2020
	\$	\$
Accounts Payable	45,812	36,705
Income in Advance	81,693	54,018
	<u>127,505</u>	<u>90,723</u>

The Performance Report has not been subject to audit or review, and should be read in conjunction with the attached compilation report.

# The New Zealand Institute of Building (Inc)

## Notes to the Performance Report For the Year Ended 31st March 2021

### 9. RESERVES

#### Realised Capital Reserves

Capital Surplus on Asset Sales

- Opening balance for the year	(3,063)	-
Investments	-	(3,063)
- Closing balance for the year	(3,063)	(3,063)

#### Unrealised Capital Reserves

Unrealised Capital Gains / Losses

- Opening balance for the year	-	1,755
- Realisation on Investment Withdrawal	-	(1,755)

#### Total Reserves

(3,063)	(3,063)
---------	---------

### 10. DETAILS OF REVENUE

2021  
\$

2020  
\$

#### (a) Donations, fundraising and other similar revenue

National Events

674,912 1,050,479

Donations and grants with no "use or return" condition attac

173 -

675,085 1,050,479

#### (b) Interest, dividends and other investment revenue

Interest

4,403 2,477

Non Assessable PIE Income

- 4,129

4,403 6,606

#### (c) Fees, subscriptions and other revenue from members

Subscriptions and entrance fees

171,497 167,842

### 11. DETAILS OF EXPENDITURE

2021  
\$

2020  
\$

#### (a) Expenses related to public fundraising

Sundry National Event Expenses

559,139 654,237

#### (b) Volunteer and employee related costs

*The Performance Report has not been subject to audit or review, and should be read in conjunction with the attached compilation report.*

# The New Zealand Institute of Building (Inc)

## Notes to the Performance Report For the Year Ended 31st March 2021

Wages and salaries	375,745	323,177
Accident Compensation Levy	859	661
Compulsory Employer Kiwisaver Deductions	13,337	11,112
Staff Wages Recharged to National Events	(200,308)	(152,871)
Staff Recruitment & Training	-	3,365
Wage Subsidy Received	(32,318)	-
	<u>157,315</u>	<u>185,444</u>
<b>(c) Costs related to providing goods or services</b>		
Advertising	3,586	16,077
Computer Expenses	30,723	41,969
Consultancy	61,100	74,800
Governance Development Costs	5,351	8,987
Insurance	3,782	2,542
Office Expenses	7,231	10,840
Rents	27,564	29,260
Telephone, Tolls & Internet	4,149	2,651
Travel & Accommodation	5,927	23,821
	<u>149,413</u>	<u>210,946</u>
<b>(d) Other expenses</b>		
Accountancy & Secretarial Fees	6,779	6,832
Industry Collaboration	1,995	478
Audit Fees	400	2,100
Bank Charges	6,862	7,774
Construction Industry Council	1,500	3,000
Council Meetings & AGM	(1,039)	14,580
Entertainment	461	1,209
General Expenses	623	505
Interest - Use of Money	451	-
Legal Expenses	-	2,092
Membership Services	359	1,057
	<u>18,391</u>	<u>39,628</u>

## 12. RELATED PARTIES

There were no transactions with related parties requiring disclosure.

---

## **Appendix 4:** June 2021 NZIOB National Board Meeting Minutes (‘Lite’ version)

[< BACK TO CONTENTS PAGE](#)





New Zealand  
Institute of  
**Building**

LITE MINUTES FOR NZIOB BOARD MEETING, THURSDAY 17 JUNE 2021

**Note: This version of the 17 June 2021 National Board Meeting is a stripped-down version, which has been produced for NZIOB Regional Committee members. For this purpose, brevity applies.**

Location: Naylor Love  
286 Cashel Street, Christchurch

#### Attendees

Graeme Birkhead, Chair (GB)  
Sonia Barker, Deputy Chair and Membership Representative (SB)  
Nigel Dong, Central Region Representative (ND)  
Graeme Earl, Southern Region Representative (GE)  
Matt McGuinness, Membership Representative (MM)  
Hayley Groves, Southern Region Membership Representative (HG)\*

*\*Virtual attendance*

Malcolm Fleming, CEO (MF)

#### Apologies

Andrew Field, Co-opted Board Member (AF)  
Adam Baxter, Young Professional Advisor (AB)

## Discussion items for Regional Chairs to raise at their Regional Committee meetings

All Regional Committees (informational)
With the NZIOB's reserve levels looking to be replenished by the end of 2021, the Membership Campaign that was to be invested in early 2020, is to be refreshed and presented to the incoming 2021-2023 NZIOB Board.
NZIOB and NAWIC to frame-up the proposed 'site poster' campaign idea, and present to the Construction Sector Accord (CSA) to ensure that the programme fits within the construction sector diversity programme heat-mapping exercise that CSA are undertaking with Diversity Works.
The NZIOB's two trusts (NZIOB Charitable Trust and NZIOB Southern Chapter Education Trust) have formally merged. The traditional Wellington Rugby Lunch will be held on the 27 <sup>th</sup> of August, under the new name, NZIOB Charitable Education Trust.
Pink <sup>®</sup> Batts <sup>®</sup> have taken one of the two vacant National Sponsor positions. Their three-year agreement starts 1 July 2021.
The Scott Base Redevelopment project, is the topic of GIB <sup>®</sup> sponsored CPD events that will occur in Christchurch on Tuesday 28 September, and in Auckland on Thursday 21 October '21.
26 new members ratified since the April NZIOB Board meeting.
Via an upcoming News from the Source, NZIOB members will receive the opportunity to express an interest in contributing to future NZIOB submissions to government.
Following a Southern Region suggestion, the effects of offering discounted membership to those outside of the greater Auckland, Wellington, Christchurch areas, is being calculated, with a view to launching discounted provincial membership later in 2021.

*Meeting started: 10.11am*

GB. Acknowledgement to retiring board members, Hayley, and Matt.

- 1. Acceptance of Previous Minutes** (National Board meeting of Thursday 15 April 2021)
- 2. Actions from Previous Meeting**
- 3. Out of Board Resolutions**
- 4. Health, Safety, and Well-being**
  
- 5. Strategy**

**5.1. 2021-2023 Strategic Plan**

5.1.1. 2021-2023 Strategic Plan

*Decision*

*Draft 2021-2023 Strategic Plan, as provided in board papers, is ratified by the board.*

5.1.2. First set of Strategic Plan 60-day goals

60-day goals that were set in April, and an update on tracking against them, below:

*5.1.2.1. Explore a shared diversity project with NAWIC.*

Agreement to develop the site signage idea as articulated with the UK image Stacey Mendonca included in her presentation at the NZIOB Strategy Day. Idea is to engage with Construction Sector Accord on, potentially having them provide funding for sign production (artwork, photography, sign costs), with their logo sitting alongside the NZIOB, NAWIC, and the Main Contractor (whose site the sign is located on). Examples of poster types provided in Board Papers.

*5.1.2.2. Connect with the Construction Sector Accord and Diversity Works on what role the NZIOB/NAWIC initiative could play in their sector stock-take.*

This follows on from the identification of a potential NAWIC/NZIOB wellbeing initiative that we then speak to Construction Sector Accord (CSR) and Diversity Works about.

*Discussion on both*

*Agreement in principle that CEO puts together a Business Plan for presentation to CSR and Diversity Works. Considerations:*

- *Links to bios of the woman practitioners whose images are used on the posters, potentially a QR code that takes the viewer through to a shared platform (combination of NAWIC, NZIOB, and/or Construction Sector Accord).*
- *There are similar workstreams being proposed, which reinforces the need for NZIOB and NAWIC to engage with Construction Sector Accord before developing the concept too far.*

## *Actions*

- *MF to develop the concept and then (with NAWIC) meet with Construction Sector Accord to confirm outline and establish whether it is a unique workstream to develop, or to work in with others who are on a similar pathway.*

### *5.1.2.3 Explore the NZIOB being part of a research proposal that seeks funding to undertake wellbeing interventions on construction sites.*

Discussions with Robyn Phipps regarding the arranging of a meeting with the group of academics that have been identified as possibly being interested in framing a research proposal.

#### *Action*

- *MF to continue to pursue the idea of forming a potential research team to explore Endeavor or Health Research Council funding for a wellbeing and/or health intervention on controlled building sites.*

### *5.1.2.4. Develop a new wellbeing focused event which can be delivered within the next three months.*

The NZIOB is working with Site Safe on holding a joint CPD event in Wellington, potentially leveraging off the Massey study into the major stressors and stress reduction strategies in construction, showcasing a commercial builder, a residential builder, and a sub-contractor who have implemented risk mitigation strategies that they can share with the industry.

### *5.1.2.5. A proposal from the YPA on how they would content manage the NZIOB's Instagram account (should they be assigned the running of it), including ensuring alignment with NZIOB goals.*

Completed and YPA's posting on the NZIOB Instagram account is occurring.

## 5.1.3. NZIOB 2025 paper

Draft paper produced by CEO, which includes a draft of the paper to be presented to the incoming 2021-2023 National Board that encapsulates the three long-term strategic goals (NZIOB as the hub, leadership, NZIOB structure) as bundled-up under the descriptor, NZIOB 2025.

The paper concludes with a recommendation that the incoming NZIOB Board set-up a NZIOB 2025 Working Group, being a small group of members with good strategic vision, who can work with the CEO to develop the business plan required to make NZIOB 2025 a reality.

## *Discussion*

*NZIOB 2025 paper accepted as a good articulation of the three main strategic goals. A good deal of discussion occurred on the three longer term strategies that were bundled up into NZIOB 2025.*

### *5.1.3.1. NZIOB as the hub*

The NZIOB becomes the conduit of construction information and the industry's connective tissue.

## Discussion

*MF. Suggesting that a staged approach be applied.*

*GB. Resource requirement concerns.*

*ND. Agree that resourcing a concern.*

*MM. Should be for members only, rather than for the whole industry.*

*SB. Teaser type format - member gets the full range of info, non-members get the top layer. Exploring funding via CSA and others.*

*GE. Requirement to prioritise workstreams.*

*SB. UK existing website. Business Case on how it may work.*

*ND. Define NZIOB as the Hub - what does it mean, what is the purpose and outcome? Partnering with others?*

*GB. Why would you provide all of this for 650 members? Wouldn't you do this with others i.e., RMBA, NZIA, Engineering NZ etc.*

*HG. Good discussion, resource concerns.*

### 5.1.3.2. Leadership

NZIOB is an enabler and forum-provider for industry thought leadership.

*MM. Industry does not need a new leadership group.*

*MF. Leadership not envisaged as the NZIOB leading via advocacy i.e., we are the leaders, rather pulling together forums that focus on solutions to current industry issues, whether that be via the NZIOB solely, or collaboratively with others.*

*GB. Doing what we do, though better than what we have.*

*SB. Is it a filter that we adopt?*

*GB. Identifying and talking about the big issues. Take a view, leading forums. Members expect us to*

*GE. Difficulty is our limited and general membership.*

*ND. The most benefit to our members was provided during COVID-19. Shaping content around the key issues and strategic goals i.e., diversity, wellbeing etc and roll out regularly i.e., a couple of events on each topic pa. Reciprocal events with NAWIC and others on topics where there are shared synergies.*

### 5.1.3.3. NZIOB Structure

Creating an organisational structure that will result in the NZIOB increasing its revenues (potentially doubling) to be able to resource NZIOB 2025

*ND. What are the resource requirements and profiles to deliver on strategic goals?*

*SD. What is it that a resource will need to support?*

*GE. Prioritising what we can do, collaboration space provides opportunities.*

*GB. Rebuild reserves, then start investing in the NZIOB as was occurring late 2019 (before COVID-19).*

*HG. Pre COVID-19 marketing proposal, still relevant, membership flows into leadership etc. and vice versa. Consider implementing the membership campaign.*

*GB. Keen to look at the membership campaign again. Use future profits (post reserves being replenished to agreed \$250K level) to invest in campaigns, resources etc.*

*HG. Paper to incoming Board on a refresh of the 2019 membership campaign.*

## Actions

- *MF to summarise the Board discussion and incorporate into the existing NZIOB 2025 paper.*

- *MF to refresh the Membership Campaign paper for the incoming board.*

## **6. CEO's Report** (Malcolm Fleming)

### **6.1. Overview**

Elections, sponsorship (national and events) and event logistics have been the main workstreams across the past two-months. Financially, we have made a significant step into the black with our 2021/2022 forecasting, while membership is starting to build again now that we have April's traditional batch of resignations (that follow members receiving their annual membership subscriptions) out of the way. The NZIOB has 634 financial members as of 31 May, parity with the 632 we had 31 March, and well ahead of the 567 we had in June 2020, with a month of membership up our sleeves.

Good progress with BIMinNZ and Building Legends across May, while sponsorship has been a game of snakes and ladders, though encouraging overall.

Niki has balanced the dual roles of membership and the awards well over the last two months, 16 new members and one re-join ratified in May was a significant demand, while the 58 entries we received can be attributed almost solely to her good efforts in approaching those on our awards database. There are now three of us emersed in the awards this year, which has meant that we are playing catch-up on some other workstreams. That the awards night has reverted to an Auckland venue only, has spiked the workload across June, though will lessen the July and August workloads.

### **6.2. New Zealand Building Industry Awards** (Friday 13 August)

#### 6.2.1. Sponsors

We had the unexpected withdrawal of Dahua as the Consultants category sponsor, though we have replaced them with Thermosash, as well as adding an additional two sponsors. Additions since April:

- Thermosash, Consultants' category.
- FC International, Cost-band category No 2 (\$3M - \$10M).
- Hirepool, Post-dinner Port & Cheese sponsorship.

We have the following categories vacant:

- Cost-band category No 5 (\$45M - \$75M)
- Entertainment sponsorship

#### *Action*

- *ND and SB to provide MF with Advance Flooring contact details.*

#### 6.2.2. Awards Financials

We are now detailing a \$156K net profit for the awards, though have yet to add-in the positive variations that will occur with the addition of Thermosash as a category sponsor (confirmed 8 June) and the removal of the \$6K cost of the AV platform. With those two changes factored in, the net profit will lift to \$175K. If table sales go well and we can fill the last two sponsorship spots, we will get close to the net profit levels we were achieving pre-COVID-19.

The table sale cost is kept at the 2020 rate of \$2,750 + GST.

### 6.2.3. Responses to decision to revert to Auckland venue only

The only feedback to the advisement of the change to a single Auckland venue from sponsors, is a couple of them confirming that they are looking forward to the event.

We heard from three judges, all of whom were supportive of the move:

- “Good call”.
- “The rationale for the changes mooted makes a lot of sense”.
- “Makes a lot of sense, although I have to say that you folks did incredibly well with the multi-venue event last year”.

I have updated the office of Hon Poto Williams, who was attending the Christchurch event, that the awards are now Auckland only. The Minister has subsequently confirmed that she will now attend the Auckland event.

#### *Discussion*

*GB. Lack of entries is an issue; we need to commit more energy to the marketing process. Need to go harder on in for 2022.*

*GE. Judging of awards needs to be looked to i.e. to avoid recognising those with bullying tendencies and who treat their sub-contractors poorly etc.*

*SB. Awards need to be about recognising what good looks like.*

*ND. Gender diversity needs to remain a focus.*

*MM/ND/GE, the regions let Niki down with the lack of local marketing of the awards.*

*GE. Potentially, develop a contract role for someone from industry to spend a week getting on the phone.*

#### *Action*

- *MF to facilitate an awards review that addresses judging (not recognising those who practice poor behaviors, diversity, an effective local awards marketing option (potentially employing a well-connected retiree who we employ on contract, perhaps one per region).*

## **6.3. Building Legends**

### 6.3.1. Building Legends No 3 (Financial Management)

We concluded the first (of two) Auckland and the one-off Christchurch workshops in April, both of which were captured in the 2020/2021 accounts.

To be captured in the 2021/2022 financial year, are the following three workshops:

1. The second Auckland Building Legends (Financial Management) workshop to be held in June; and
2. A Building Legends (Financial Management) workshop in Wellington, which 16 people have registered interest for.
3. Construction Planning in Auckland across July/August.

### 6.3.2. Building Legends (Construction Planning)

This one-off workshop in Auckland has sold out. The dates for the three-session workshop are: Thursday 8 July, Thursday 22 July, and Thursday 5 August. In addition:

- There are only two people who are on the waiting list for the event, so not enough to run a second workshop.
- There is only one person who is indicated an interest in attending a follow-on 'Picture Planning' workshop with Warren Hollings, so that will not be proceeding.

### 6.3.3. Future Building Legends workshops

A Building Legends Steering Group has been formed, the first meeting of which is scheduled for July. Out of that, it is hoped that a fourth Building legends workshop will be developed, which can be delivered prior to 31 March 2022.

#### *Discussion*

*GB. Next topic for Building Legends, what are the gaps?*

*MM. to provide some suggestions.*

*SB/HG. Design Coordination & Contract Management of NZS 3910*

*MF. Tie-in with updated NZS 3910 (likely late 2022)*

#### *Action*

- *MM to provide some suggestions for future Building Legends topics.*

### **6.4. BIMinNZ conference**

The BIMinNZ Steering Group has developed a draft programme, which apart from the keynote speaker, Shawn Achor, has a fully local practitioner speaker line-up. This makes the event considerably easier to run and should the attendance levels to the conference mirror 2019, the event should be rather profitable. A component of Shawn Achor's costs were expensed in the 2020/2021 year, which will contribute to the event's profitability also.

Once the programme is finalised, we move to the event sponsorship stage.

### **6.5 National Sponsorship**

As foreshadowed, Hirepool did not renew their National Sponsor agreement, which expired 31 March 2021. Hirepool have however, come back on-board for the New Zealand Building Industry Awards.

- Pink® Batts® are confirmed as a NZIOB National Sponsor for the three-year period, 1 July 2021 to 30 June 2024. It is an outcome of a two-year discussion with Tasman Insulation.
- Autodesk. I have meet with their Australia and New Zealand Marketing Manager, who is putting a Business Case together for their 'Autodesk Construction Cloud' brand to become a National Sponsor, effective 1 August 2021.

## 6.6. Government Submissions

These have been coming thick and fast of late. We have limited resource to attend to these, so must select wisely. A summary below of what we have contributed to, as well as what we plan to contribute to.

### 6.6.1. Completed Submissions and Feedback

- March 2021, COVID-19 Contract Guidance to MBIE in response to their targeted invitation to NZIOB. Circulated to Board and half a dozen members, a single response received from Chris Hunter that MBIE incorporated into their 'COVID-19 and Risk Management Guidelines'. MBIE have subsequently been back in touch to thank us for the feedback.
- May 2021, Licensed Building Practitioner submission. Production by CEO with alignment to NZCIC submission. Circulated to the board for feedback prior to submission.

### 6.6.2. Upcoming Submissions

- June 2021, MBIE's Building Amendment Bill Proposals for Regulations.
- June 2021, NZQA proposed changes to simplify qualifications framework.
- June 2021 Occupational Regulatory Regime for Engineers.

We ideally need to develop a pool of members that are happy to contribute to the putting together of government submissions. The irony is that after the current flurry, there may not be another submission to respond to until later in the year, with Building for Climate Change being signalled as a significant submission workstream around third-quarter 2021.

### *Discussion*

*MF to seek Expressions of Interest (EOI) from the membership to be involved in working with the CEO on future government submissions, with those expressing an interest to indicate their field of interest i.e., sustainability, contracts etc.*

### *Action*

- *MF to seek EOIs from the membership in being involved in government submission writing, via a story in an upcoming issue of News from the Source.*

## 6.7. NZIOB Elections & AGM

**7. Southern Region Update**

**8. Central Region Update**

**9. Northern Region Update**

**10. Young Professional Advisor's Report** (Adam Baxter)

**11. NZIOB Charitable Trust**

### 11.1. New Trust

The Trust Deed is completed, we are awaiting an Execution Copy to be provided by Duncan Cotterill, after which the new NZIOB Charitable Education Trust will be registered. The Establishment Board for the new entity is comprised of:

1. Andrew Marshall
2. Graeme Birkhead (NZIOB Board ex-officio)
3. Graeme Goss
4. Graham Stanage (Chair)
5. Phil Brosnan
6. Samir Govind
7. Sean McGuinness

Guy Cassidy of Wellington will be co-opted as a trustee post the Trust's registration.

Initial thoughts are that there will be five-six scholarships/prizes of different amounts focusing on people who have completed an apprenticeship and are wanting to step-up into management i.e. encouraging future leaders by sending trade qualified practitioners to University or an ITP for ongoing study. Another approach being considered is providing scholarships to send recipient to an international conference, in order that they return and share at NZIOB Charitable Education Trust events.

### *Discussion*

*Diversity of the trustee group should be an ongoing consideration.*

## **11.2. Events**

### 11.2.1. Wellington Rugby Lunch

The first event under the name of the NZIOB Charitable Education Trust, will be the annual Rugby Lunch in Wellington. The date is Friday 27 August, the day before the All Blacks play the Wallabies at Sky Stadium. The confirmed speaker is Kieran Reid.

### 11.2.2. Christchurch Summer Sporting Lunch

*Update on Christchurch summer lunch idea, the topic of which would likely change each year, potentially alternating between a Coast-to-Coast linkage and having the lunch a day before a Black Caps/White Ferns Cricket match. Idea is to make the summer lunch an established summer event for the local construction industry.*

## **12. Membership**

Summary is:

- Nine completed member applications.
- Three resignations.

## **13. Finance**

## **14. General Business**

*Meeting finished at 2.54pm.*

---

## Appendix 5: Expense reimbursement form

[< BACK TO CONTENTS PAGE](#)





---

## Appendix 6: Conflict of Interest form

[< BACK TO CONTENTS PAGE](#)





## DECLARATION OF INTERESTS

I ..... have the following Interests to declare:

Organisation	Nature of Interest <i>Director, Trustee, Chair etc</i>	Date advised of interest	Period of Involvement <i>(2009 – present; etc)</i>	Nature of potential conflict and estimated value (if known)	Action taken / recommendations

*Nature of Interest – Directorships, Trusteeships or other governance roles, Shareholdings or other financial interests, senior management roles currently held in enterprises whose interests conflict with or potentially conflict with those of the [Entity Name], or held in the past 5 years \**

Signature: ..... Date: .....

---

\* Include any such interests held by a family member where there is a reasonable foreseeable risk of any perceived influence upon your decision-making.

---

# Appendix 7:

## Constitution of New Zealand Institute of Building (Incorporated) 2019

[< BACK TO CONTENTS PAGE](#)





New Zealand  
Institute of  
**Building**

**KNOWLEDGE. EXPERTISE. EXPERIENCE.**

**CONSTITUTION OF**

**THE NEW ZEALAND INSTITUTE OF  
BUILDING INCORPORATED**

**TABLE OF CONTENTS**

PREAMBLE ..... 3

CONSTITUTION ..... 3

1 Definitions ..... 3

2 Name ..... 5

3 National Office ..... 5

4 Objects ..... 5

5 Powers ..... 6

6 Governance ..... 6

7 Bylaws ..... 7

8 Ethics and Conduct Bylaw ..... 7

9 Membership and Grading Bylaw ..... 9

10 Membership ..... 9

11 Resignation of Members ..... 10

12 Register of Members ..... 10

13 Regions and Branches Bylaw ..... 10

14 The Board ..... 10

15 Election of Chair, Membership Board members, and Regional Board members ..... 12

16 Deputy Chair ..... 13

17 Board Meetings ..... 13

18 General Meetings ..... 14

19 Proceedings at General Meetings of the NZIOB ..... 14

20 Voting and resolutions by electronic means ..... 16

21 Intellectual Property ..... 16

22 Accounts and Audit ..... 17

23 Indemnity ..... 17

24 Amendments to the Constitution ..... 18

25 Winding up ..... 18

SCHEDULE ..... 19

Powers of the NZIOB ..... 19

## PREAMBLE

- A. The following is the Constitution of the NZIOB.
- B. NZIOB was incorporated under section 4 of the Act on 24 June 1983.
- C. This Constitution contains the required matters that must be included in the rules of an incorporated society under the Act. It also contains additional clauses covering key issues specific to the administration of the NZIOB. It is an update of a previous constitution adopted in June 2006.
- D. This update is dated 11 April 2019.

## CONSTITUTION

### 1 Definitions

- 1.1 Unless the context requires otherwise:

“**Act**” means the Incorporated Societies Act 1908.

“**Annual General Meeting**” means the Annual General Meeting of the NZIOB under clause 18.1.

“**Annual Report**” means the annual report of the NZIOB detailing the NZIOB’s activities for the most recently completed Financial Year.

“**Board**” means the board of the NZIOB, which is the governing body of the NZIOB elected, or, in the case of co-opted board members, appointed, in accordance with the terms of this Constitution.

“**Board Meeting**” means a meeting of the Board.

“**Board Member**” means a Member elected in accordance with clause 14.1 or a person co-opted under clause 14.2, as the case may be.

“**Branch Committee**” means a Branch Committee established by a Branch in accordance with this Constitution and the Region and Branches Bylaw.

“**Bylaws**” means by-laws made under clause 7.

“**Chair**” means the Chair of the Board elected in accordance with clause 15.

“**CEO**” means the Chief Executive Officer of the NZIOB.

“**Constitution**” means this document and the Rules contained within it.

“**Deputy Chair**” means the Deputy Chair of the Board appointed in accordance with clause 16.

**"Disciplinary and Complaints Procedure"** means the discipline and complaints procedure set out in the Ethics and Conduct Bylaw.

**"Elections Officer"** means the person appointed as Elections Officer by the Board in accordance with clause 15.1.1

**"Eligible Members"** means Members defined in the Bylaws as eligible to vote.

**"Employee"** means any employee of the NZIOB.

**"Ethics and Conduct Bylaw"** is defined in clause 7.2

**"Financial Year"** means the 12-month period as defined in the Bylaws.

**"Financial Statements"** means the financial statements of the NZIOB for the most recently completed Financial Year and shall include a statement of financial position and a statement of financial performance.

**"General Meeting"** means an Annual General Meeting or a Special General Meeting of the NZIOB.

**"Member"** means a person who is admitted to any grade of membership of the NZIOB. Specific grades of membership are identified in the Membership and Grading Bylaw.

**"Membership and Grading Bylaw"** is defined in clause 7.2

**"Membership Board Member"** means a Board Member elected to the Board from the membership at large, in accordance with clause 15.

**"Month"** means a calendar month.

**"NZIOB"** means the New Zealand Institute of Building Incorporated.

**"National Office"** means the Registered Office for the time being of the NZIOB, and the staff of that office, as the context requires.

**"Register"** is defined in clause 12.

**"Region"** means a body of Members residing in any particular area as specified in the Region and Branches Bylaw.

**"Regional Committee"** means a Regional Committee established by each Region in accordance with this Constitution.

**"Regional Board Member"** means a Board Member elected to the Board by a Region in accordance with clause 15.1. Regional Board Member positions are capped at one representative per Region.

**“Regions and Branches Bylaw”** is defined in clause 7.2.

**“Rules”** means the rules contained in this Constitution including its Schedules and any Bylaws adopted under clause 7.

**“Simple Majority”** means a majority of greater than half.

**“Special General Meeting”** means a meeting called in accordance with clause 18.4.

**“Special Majority”**, in respect of Board Meetings, means no less than a two thirds majority of the Board and, in respect of General Meetings, means no less than a two-thirds majority of the quorum of Eligible Members present at the General Meeting.

**“Year”** means any 12-month period.

1.2 In this Constitution, unless the context otherwise requires:

- 1.2.1 any reference to a clause, paragraph or schedule is a reference to a clause, paragraph or schedule of this Constitution.
- 1.2.2 expressions defined in the main body of this Constitution have the defined meaning in the whole of the Constitution, including the background.
- 1.2.3 section, clause and other headings are for convenience only and will not affect the interpretation of this Constitution.
- 1.2.4 one gender includes the other gender.
- 1.2.5 singular will include plural and vice versa.
- 1.2.6 where any term defined in this Constitution takes a different form for reasons of grammar, the different form has a corresponding meaning.
- 1.2.7 references to a statute include references to regulations, orders or notices made under or pursuant to such statute and references to a statute or regulation include references to all amendments to that statute or regulation whether by subsequent statute or otherwise and a statute or regulation passed in substitution for the statute or regulation referred to, or incorporating any of its provisions.
- 1.2.8 reference to any document includes reference to that document (and, where applicable, any of its provisions) as amended, novated, supplemented, or replaced from time to time.
- 1.2.9 if there is any ambiguity or inconsistency between a provision in this Constitution and any other document referred to in this Constitution, this Constitution shall prevail.

1.2.10 in the event of any conflict between the provisions of this Constitution and any schedule or appendix to this Constitution, the provisions of this Constitution shall prevail.

1.2.11 reference to **dollars** and **\$** refers to New Zealand dollars (NZ\$) unless specifically stated otherwise.

## **2 Name**

2.1 The legal name of the incorporated society is “**The New Zealand Institute of Building Incorporated**”.

## **3 National Office**

3.1 The National Office shall be maintained in a location in New Zealand, as determined from time to time by the Board. As at the date of this edition of the Constitution, the National Office is in Wellington.

## **4 Objects**

4.1 The objects of NZIOB are:

4.1.1 To promote and foster excellence in the building and construction industry.

4.1.2 To promote and foster the education, training and qualification of persons practising or intending to practise within the building and construction industry.

4.1.3 To promote and foster professionalism by granting qualifications and grades of membership to Members in recognition of their proficiency within the building and construction industry.

4.1.4 To promote best practice and foster professional conduct and set ethical standards for the building and construction industry.

4.1.5 To engage on matters of concern to the building and construction industry, including by making submissions to and / or advising central and local government and the building and construction sector.

4.1.6 To provide and foster a collegial environment to grow industry relationships, including networking and social opportunities for Members.

4.1.7 To promote and foster any other related activities that are, in the opinion of the NZIOB, in the interests of the building and construction industry.

## **5 Powers**

5.1 To advance the objects, the NZIOB may exercise the powers set out in the Schedule and detailed in this Constitution in addition to all other powers conferred on it by law.

- 5.2 Notwithstanding any other provision, the NZIOB shall only expend any money to further purposes recognised by law. The NZIOB shall not expend any money for the sole, personal or individual benefit of any Member.
- 5.3 Notwithstanding any other provision, any transactions between the NZIOB and any Member, or any associated persons or organisations, shall be at arms' length and in accordance with prevailing commercial terms on which the NZIOB would deal with third parties not associated with the NZIOB, and any payments made in respect of such transactions shall be limited to:
- 5.3.1 a fair and reasonable reward for services performed;
  - 5.3.2 reimbursement of expenses properly incurred;
  - 5.3.3 usual professional, business or trade charges; and
  - 5.3.4 interest at no more than current commercial rates.

## **6 Governance**

- 6.1 The Board will govern and provide strategic direction to the NZIOB. In governing the NZIOB, the Board may exercise any powers it considers necessary to achieve the objects of the NZIOB, including to:
- 6.1.1 seek assistance from the Regional Committees on specific regional issues, and Branch Committees, as appropriate;
  - 6.1.2 employ the CEO;
  - 6.1.3 appoint professional and other services;
  - 6.1.4 make, suspend, alter, amend, add to or revoke Bylaws; and
  - 6.1.5 oversee the operation of Regional Committees and Branch Committees.
- 6.2 The Board may, from time to time, authorise a Regional Committee, Branch Committee, the CEO, or establish a specific committee, sub-committee or working or advisory group, to perform any function or task of the Board or to otherwise assist the Board in its functions.
- 6.3 The limit of any authority given to any person or body identified in clause 6.2 must be adhered to by the relevant person or body, and the need for the continuance of any authority so given shall be reviewed at the discretion of the Board.
- 6.4 The Board will appoint an individual to be responsible for the NZIOB's compliance with all requirements of the Registrar of Incorporated Societies.
- 6.5 The role of the CEO is to carry out the strategic plans and policies as established by the Board, employ and manage the employees of NZIOB, and manage the activities of NZIOB in

accordance with the CEO's position description as adopted by the Board, supported by NZIOB employees as appropriate. The CEO reports, and is responsible to, the Board.

## **7 Bylaws**

- 7.1 The Board may, for the better administration of the NZIOB and by resolution passed by Special Majority only, make, suspend, alter, amend, add to or revoke any Bylaw, provided that no Bylaw conflicts with the terms of this Constitution.
- 7.2 The Board must take steps to make Bylaws covering the following matters:
  - 7.2.1 Ethics, conduct, and continuing education of Members (the "**Ethics and Conduct Bylaw**").
  - 7.2.2 Membership and grading (the "**Membership and Grading Bylaw**").
  - 7.2.3 Operation of regions and, if established, branches (the "**Region and Branches Bylaw**").
- 7.3 NZIOB, the Board, and all Members must comply with all Bylaws.

## **8 Ethics and Conduct Bylaw**

- 8.1 The Ethics and Conduct Bylaw must contain the following matters:
  - 8.1.1 rules of professional conduct of Members;
  - 8.1.2 rules for the conduct of Members between themselves and in relation to the NZIOB; and
  - 8.1.3 a Disciplinary and Complaints Procedure, setting out the procedure and powers of the NZIOB, the Board, any disciplinary committee established by the Board or under the Disciplinary and Complaints Procedure, and any other person, to deal with any complaint:
    - (a) against a Member:
      - (i) for any alleged breach by the Member of this Constitution or the Bylaws;
      - (ii) for any action or inaction of a Member that could bring into disrepute the standing and reputation of the NZIOB or compromise the achievement of its purposes; or
      - (iii) that the Member's membership was obtained through improper or deceitful means; and

- (b) against the Board, Regional Committee, Branch Committee, or any other committee, sub-committee or working or advisory group established by the Board, and the CEO:
  - (i) for any alleged breach (collectively or individually, as the case may be) of this Constitution or the Bylaws;
  - (ii) for any action or inaction (collectively or individually, as the case may be) that could bring into disrepute the standing and reputation of the NZIOB or compromise the achievement of its objects; or
  - (iii) for any alleged breach of fairness or natural justice (where those duties are owed).

8.2 A complaint against a Member under the Disciplinary and Complaints Procedure may be made by another Member, the Board or any other person.

8.3 A complaint against the Board, Regional Committee, Branch Committee, or any other committee, sub-committee or working or advisory group established by the Board, and the CEO, under the Disciplinary and Complaints Procedure may only be made by a Member.

8.4 The Code of Ethics Bylaw may deal with any other matter relating to the proper and ethical behaviour of Members, and professional standards expected of Members, consistent with the purposes of the NZIOB, including:

8.4.1 educational and professional requirements for Members;

8.4.2 ongoing educational requirements; and

8.4.3 means for the Board to verify those matters.

8.5 Breaches of this Constitution, any Bylaws, including the Ethics and Conduct Bylaw, and any other actions listed in clause 8.1.3 will be dealt with according to the procedure identified in the Disciplinary and Complaints Procedure.

8.6 Breaches of this Constitution and any Bylaws, including the Ethics and Conduct Bylaw, and any other actions listed in clause 8.1.3, may, in relation to a Member, result in the issue of a formal warning, forfeiture or suspension of membership, the issue of a fine of such amount as the Board decides but not exceeding any limit as specified in the Ethics and Conduct Bylaw, a requirement to pay compensation or costs or other appropriate disciplinary action as specified in the Ethics and Conduct Bylaw.

8.7 If a Member resigns or their membership is forfeited or suspended:

8.7.1 this Constitution and the Bylaws continue to apply to any action or inaction of the Member while a Member;

- 8.7.2 the Member must comply with the Disciplinary and Complaints Procedure in respect of any complaints or disciplinary proceedings against them in respect of any action or inaction of the Member while a Member;
  - 8.7.3 a failure by the Member to participate in any proceedings does not prevent a finding being made against them under the Disciplinary and Complaints Process; and
  - 8.7.4 any penalty or sanction provided for by the Disciplinary and Complaints procedure may be ordered against the Member to the extent such penalty or sanction can be effective despite the Member's membership having ceased or been suspended.
- 8.8 Any fine, order for compensation, or order for costs against a Member made in accordance with this Constitution and the Disciplinary and Complaints Procedure is recoverable as a debt against the Member.

## **9 Membership and Grading Bylaw**

- 9.1 The Membership and Grading Bylaw must contain the following matters:
- 9.1.1 eligibility, grades, criteria and conditions and process for entry into and continued membership of the NZIOB including continuing professional development requirements;
  - 9.1.2 privileges and obligations applying to each grade of membership;
  - 9.1.3 requirements relating to entrance fees, annual subscriptions, and any other payments by Members, including consequences of failure to pay any annual subscription or other amount in the time or manner provided; and
  - 9.1.4 the circumstances in which membership may be terminated or suspended, in addition to those set out in this Constitution or any other Bylaw.

## **10 Membership**

- 10.1 Subject to clause 10.2, a person will become a Member in accordance with the Membership and Grading Bylaw.
- 10.2 Despite any provisions of the Membership and Grading Bylaw, the Board may (at its discretion) elect to any grade of membership any person who is, in its opinion, a person of sufficient standing in the Construction Industry and suitably qualified by experience or by examination and reserves the right to transfer a Member to a different grade of membership for any reason, including but not limited to a Member no longer meeting the criteria for a particular grade of membership.
- 10.3 Before transferring a Member to a lower grade of membership, the Board will give reasonable notice to the Member and provide a fair opportunity for that Member to respond to the proposed new grade of membership.

- 10.4 The Board will determine the amounts of the entrance fees and annual subscriptions to be paid by members in accordance with the Membership and Grading Bylaw.
- 10.5 If a Member fails to pay an annual subscription or any other amount, in accordance with the Membership and Grading Bylaw, the Member's membership will lapse from the date set out in the Membership and Grading Bylaw.
- 10.6 The Board may, on such terms and conditions as it decides, reinstate a former member who has resigned or whose membership has lapsed or been terminated.

## **11 Resignation of Members**

- 11.1 Any Member wishing to resign their membership shall forward their written resignation to the Board.
- 11.2 A future application, by the same person to rejoin the NZIOB, may be treated as a new membership application, unless reinstated under Clause 10.6.

## **12 Register of Members**

- 12.1 The CEO shall keep, or cause to be kept, a register of all Members and their grading, containing such particulars as are required by the Act and any other particulars determined by the Board (**Register**).

## **13 Regions and Branches Bylaw**

- 13.1 The Regions and Branches Bylaw shall define the geographical area of each Region and, subject to the matters set out in this Constitution, shall address any other matters relating to a Region or membership within that Region as the Board sees fit, including:
- 13.1.1 the election or appointment of each Regional Committee;
- 13.1.2 the responsibilities of the Regional Committees; and
- 13.1.3 the process and procedure, and provisions relating to the working and responsibilities of Branches and Branch Committees (if any).

## **14 The Board**

- 14.1 The Board shall comprise the following persons:
- 14.1.1 the Chair;
- 14.1.2 three (3) Membership Board Members;
- 14.1.3 three (3) Regional Board Members; and
- 14.1.4 up to two (2) persons co-opted under clause 14.2.

- 14.2 If at any time the Board considers it appropriate in order to meet any need that the Board has identified, the Board may co-opt up to a total of a further two (2) persons in addition to those elected to serve on the Board, provided that:
- 14.2.1 the term of any co-opted person cannot extend beyond the term of the current Board; and
  - 14.2.2 a non-Member may only be co-opted if the Board has first considered whether it is possible to co-opt a Member to meet the need identified by the Board.
- 14.3 Board Members shall take office:
- 14.3.1 at the Annual General Meeting following their election; or
  - 14.3.2 at such earlier time as may be required if the Board Member taking office is doing so as a replacement in accordance with clauses 14.5 or 14.6; or
  - 14.3.3 in the case of a co-opted person, at the Board Meeting following their co-option.
- 14.4 A Board Member shall vacate their office if that Board Member:
- 14.4.1 is declared bankrupt, enters into a no-asset procedure, or enters into a proposal with creditors that is akin to bankruptcy;
  - 14.4.2 becomes an Employee of, contractor to, the NZIOB or otherwise receives payment for services in breach of the Ethics and Conduct Bylaw;
  - 14.4.3 is prohibited from being a director of a company pursuant to the provisions of the Companies Act 1993;
  - 14.4.4 resigns from their position as an Board Member in writing to the NZIOB or is otherwise unable to carry out his or her duties;
  - 14.4.5 is absent from three consecutive Board meetings without prior leave of absence granted by the Board, or without just cause being shown for absence;
  - 14.4.6 is removed from office at the discretion of the Board, following the process specified in the Ethics and Conduct Bylaw; or
  - 14.4.7 in the case of an elected Board Member, he or she ceases to be a Member.
- 14.5 In the event that the Chair has vacated their office in accordance with clause 14.4, the Board will continue to operate in accordance with this Constitution until a new Chair is elected, with the Board being required to hold an election process as soon as practicable after the Chair has vacated office. The Deputy Chair is to fill the role of Chair in the interim.
- 14.6 In the event that a Membership or Regional Board Member has vacated his or her office in accordance with clause 14.4, the Board shall hold an election process as soon as practicable

after the vacation of that office to appoint a replacement Membership or Regional Board Member, as relevant, to the Board.

- 14.7 Notwithstanding clauses 14.5 and 14.6, if there is less than a Year left to run in the remaining term of the Board, the Board may resolve to not elect a replacement Chair or Board Member.
- 14.8 Any election process held pursuant to clauses 14.5 and 14.6 shall follow the process established in clause 15.1 with all necessary modifications, including truncation of timeframes adopted by the Board to ensure the replacement of the relevant position as soon as practicable.
- 14.9 The NZIOB shall meet the expenses of Board Members reasonably incurred in relation to their duties as Board Members. Travel, accommodation and associated expenses must be approved or confirmed by the Board before or after they are incurred. For the avoidance of doubt, the costs and expenses referred to in this clause do not include any cost or expense covered by the indemnity in clause 23.

## **15 Election of Chair, Membership Board Members, and Regional Board Members**

- 15.1 The Chair, Membership Board Members, and Regional Board Members shall be elected from Eligible Members every two (2) Years, by the following process:
  - 15.1.1 the Board shall appoint an Elections Officer, who shall not be the CEO, a Board Member or an employee of the NZIOB, no later than four (4) months before the Annual General Meeting from which the elected appointments are to take effect;
  - 15.1.2 the Elections Officer shall invite Members, no later than three (3) months before the Annual General Meeting from which the appointment is to take effect, to nominate, in writing or by electronic means, any Eligible Member who wishes to stand for the position(s) of Chair, Membership Board Members, and / or Regional Board Members;
  - 15.1.3 nominations for Chair must be supported by two (2) additional Members, and accompanied by the consent of the nominated Member in writing or by electronic means;
  - 15.1.4 nominations for Membership Board members and / or Regional Board members must be supported by an additional Member and accompanied by the consent of the nominated Member in writing or by electronic means;
  - 15.1.5 nominations for Chair, Membership Board Members, and / or Regional Board Members must be received by the Elections Officer, with the appropriate number of Members in support and the consent of the nominated Member in writing or by electronic means no later than two (2) months before the relevant Annual General Meeting;
  - 15.1.6 in the event that there is only one Member nominated for the office of Chair, then that Member shall be deemed elected as Chair;

- 15.1.7 in the event that three or fewer nominations for Membership Board Member, and / or three or fewer nominations for Regional Board Member are received, all nominated Members shall be deemed elected as Membership Board Members or Regional Board Members (as the case may be);
- 15.1.8 If more nominations are received than positions to fill, a ballot by electronic means for those positions must be held that meets the following requirements:
- i. the nominations for those positions must be circulated by the Elections Officer to all Eligible Members at least 28 days prior to the relevant Annual General Meeting;
  - ii. details must be provided by the Elections Officer to all Eligible Members as to how they may vote, with the closing date for any votes to be received no later than 7 days before the relevant Annual General Meeting;
  - iii. the electronic means used must be reasonably accessible by all Eligible Members and operate with integrity and a reasonable level of accuracy; and
  - iv. the NZIOB must retain a record of the processes followed for a period of at least two years in order to verify compliance with this clause.
- 15.2 The Chair is elected to office for a two (2) Year term, and, if that person continues to be a Member at the end of the term, that person is eligible for re-election to Chair for a consecutive second two (2) Year term, with a maximum continuous term of four (4) Years.
- 15.3 Membership Board Members and Regional Board Members (the latter being limited to one representative from each Region, elected by Eligible Members from the relevant Region only) are elected to office for an initial two (2) Year term, and, if the relevant person continues to be a Member at the end of the term, they are eligible for re-election for the positions of Membership Board Members and / or Regional Board Members for further consecutive two (2) Year terms, with a maximum continuous term of eight (8) Years.
- 15.4 For the avoidance of doubt, the maximum continuous term for any Board Member or Regional Board Member shall be eight (8) Years.
- 15.5 In the event a Member is nominated for more than one position on the Board, that person may stand for election for each position for which they are nominated but the following hierarchy of positions shall apply on the completion of the elections or for the purposes of clauses 15.1.6 and 15.1.7:
- 15.5.1 Chair;
  - 15.5.2 Regional Board Member positions;
  - 15.5.3 Membership Board Member positions.

To illustrate, if an Eligible Member is elected as Chair they shall not hold office as a Membership or Regional Board Member, and if an Eligible Member is elected as Regional Board Member they shall not hold office as a Membership Board Member (assuming they are nominated for all three positions).

- 15.6 A Member may hold office on the Board as well as on a Regional Committee, including as Regional Committee Chair.

## **16 Deputy Chair**

- 16.1 At the first Board meeting following the Annual General Meeting, the Board will appoint a Deputy Chair from among the Board Members, for a term of two (2) Years, unless the Board resolves to change the Deputy Chair during the course of that term.
- 16.2 In the absence of the Chair, the Chair's duties are to be discharged by the Deputy Chair. Should the Deputy Chair also be absent, any other Board Member as chosen by the Board, is to discharge the duties of the Chair.
- 16.3 If the Deputy Chair resigns or is otherwise unable to carry out his or her duties then the Board will appoint a replacement Deputy Chair from among the Board Members for the remainder of the outgoing Deputy Chair's term.
- 16.4 The Deputy Chair is eligible for election to the role of Chair at the end of the current Chair's term, through the process established in clause 15.

## **17 Board Meetings**

- 17.1 Board Meetings must be held at least bi-monthly (in person or by electronic means) at:
- 17.1.1 the call of the Chair; or
  - 17.1.2 in the Chair's absence, the Deputy Chair; or
  - 17.1.3 in response to a formal request lodged with the CEO and signed by not less than three Board Members.
- 17.2 At Board Meetings, five Board Members shall form a quorum and no business shall be transacted unless the requisite quorum is present. This quorum requirement applies whether the Board Meeting is held in person or by electronic means.
- 17.3 At every Board Meeting the Chair, if present, or in the Chair's absence the Deputy Chair, and in the Deputy Chair's absence, a Board Member chosen in accordance with clause 16.2, shall be the Chair. In the event that a decision on any matter cannot be reached by consensus, the Chair of the meeting shall have both a deliberative and a casting vote.
- 17.4 Minutes of all Board Meetings must be recorded in a permanent and storable form and must include:

17.4.1 the names of the Board Members present; and

17.4.2 all matters discussed and resolutions passed at the Board Meeting.

17.5 Any Board Member having any interest in any business of the NZIOB or matter considered by the Board (other than by virtue of being a Member of the NZIOB) shall declare that interest and shall not vote on any resolution relating to that business or matter, and unless the Board otherwise resolves, not remain present during discussion of that business or matter. Any such Board Member, if present, shall be counted for the purpose of determining the quorum for a Board Meeting.

17.6 The Board may conduct its Board Meetings as it wishes, subject to the above clause 17.

## **18 General Meetings**

18.1 An Annual General Meeting of Members will be held every calendar year on a date and at a time and place in New Zealand as determined by the Board.

18.2 Notice of every General Meeting will be sent to each Member's last recorded email or postal address no less than twenty eight (28) days prior to the General Meeting, but want of notice to any Member shall not invalidate the proceedings at any General Meeting.

18.3 Any Member wishing to bring before the Annual General Meeting any motion or business, not relating to the ordinary annual business of the Annual General Meeting, shall give notice in writing to the CEO fourteen (14) days' before the date of the Annual General Meeting. No motion or business, other than the business brought forward by the Board, shall come before the Annual General Meeting unless:

18.3.1 such notice has been given;

18.3.2 the motion or business is more than trivial; and

18.3.3 the same motion or business, or a motion or item of business that is substantially the same, has not been before an Annual General Meeting within the two Years preceding the date of the upcoming Annual General Meeting

18.4 The Board may, at any time, convene a Special General Meeting after receiving a written request to hold a Special General Meeting, signed by not less than ten Members, which states the purpose of the intended Special General Meeting. The purpose of the intended Special General Meeting must not be trivial, and must not be a purpose for which a Special General Meeting has been held within two Years of the date of the request to hold a Special General Meeting.

18.5 Notice for all General Meetings shall include the date, time and place of the General Meeting, and for:

18.5.1 the Annual General Meeting:

- (a) notice of the business to be conducted;
- (b) a copy of the Annual Report and the Financial Statements; and

18.5.2 a Special General Meeting, notice of the specific purpose for which the Special General Meeting has been called.

## **19 Proceedings at General Meetings of the NZIOB**

- 19.1 The business of the Annual General Meeting shall be to receive and consider the:
- 19.1.1 Financial Statements;
  - 19.1.2 Annual Report; and
  - 19.1.3 any other business a Member may have (having given the required notice of such business) or the Board may have.
- 19.2 At any General Meeting, each Eligible Member shall be entitled to one vote on any matter that requires a vote.
- 19.3 Eligible Members may vote personally or by proxy appointed in accordance with the requirements for appointing proxies as set out in a notice of General Meeting (including electronic proxies).
- 19.4 A proxy may be appointed for any General Meeting, for a specified period, or for a specified General Meeting only and any adjournments thereof.
- 19.5 No person shall be appointed a proxy of a Member who is not themselves an Eligible Member.
- 19.6 The instrument appointing a proxy shall be received at the address directed in the notice of meeting or, if no address is stated, it shall be received at the postal or electronic address of the National Office not less than three (3) working days before the time fixed for holding the meeting at which the person named in the instrument proposes to vote.
- 19.7 The NZIOB may accept electronic proxies in any manner prescribed by the NZIOB in the Notice of Meeting.
- 19.8 If, at any such General Meeting, no person so entitled to be Chair is present within 30 minutes after the time appointed for holding the General Meeting or, if all persons so entitled decline to be Chair, then the Members present shall choose one of the Eligible Members to be the Chair.
- 19.9 At any General Meeting twenty (20) Eligible Members shall form a quorum and no business shall be transacted at any General Meeting unless the requisite quorum is present.
- 19.10 If, within 45 minutes after the time appointed for holding a General Meeting a quorum is not made, that General Meeting shall be abandoned.

- 19.11 Voting at any General Meeting shall normally be by voice or, at the discretion of the Chair, by a show of hands or by written poll.
- 19.12 At any General Meeting, unless a written poll is demanded by at least two Eligible Members personally present, a declaration by the Chair that a resolution has been carried or lost and an entry in the minutes to that effect, shall be conclusive evidence of the resolution so made. If a poll is demanded, it shall be taken forthwith and the result of the poll shall determine the matter in question.
- 19.13 The demand for a poll shall not prevent the continuation of a General Meeting for the transaction of any business other than the matter in question on which a poll has been demanded. The demand for a poll may be withdrawn by the Eligible Members who made it.
- 19.14 Any poll duly demanded concerning the election of a Chair of a meeting or on any question of adjournment shall be taken at the meeting and without adjournment.
- 19.15 The General Meeting at which a written poll is demanded shall appoint two scrutineers, who will open the voting papers and report to the Chair the result of the voting. The Chair shall communicate the report to the meeting and this report shall be conclusive evidence of the result of the poll. In the event that the poll demanded is for the election of a Chair, the Member who was the Chair at the most recent preceding General Meeting shall communicate and report the result of the poll.
- 19.16 In the case of an equality of votes at any meeting, the Chair, both on a show of hands and at a poll, has the casting vote in addition to the vote to which the Chair entitled as an Eligible Member. Any resolution passed at a General Meeting shall be declared a resolution of the NZIOB and be binding on all Members.
- 19.17 The Chair may, with the consent of a Simple Majority of Eligible Members, adjourn the General Meeting but, at the resumption of the General Meeting, no business shall be transacted other than the business unfinished at the General Meeting from which the adjournment was made. When a General Meeting is adjourned, notice of the adjournment shall be provided to all Members with a proposed resumption date. Save as aforesaid, it shall not be necessary to give any notice of an adjournment of any General Meeting or of the business to be transacted at an adjourned General Meeting.
- 19.18 Minutes of all General Meetings shall be recorded in hard copy or electronic format and shall include:
- 19.18.1 the names of the Members present at the General Meeting; and
- 19.18.2 a record of all matters discussed and resolutions passed at the General Meeting.
- 19.19 The minutes of each General Meeting shall be signed by the Chair of the General Meeting, or by the Chair of a subsequent General Meeting. The signed minutes shall then be the agreed record of all resolutions passed at and the proceedings of the General Meeting to which they relate.

## **20 Voting and resolutions by electronic means**

- 20.1 Except where this Constitution or the Act requires a resolution to be passed at a General Meeting, a resolution of Members may be made by electronic means provided:
- 20.1.1 the electronic means used are reasonably accessible by all Members and operate with integrity and a reasonable level of accuracy;
  - 20.1.2 Members must be provided with a reasonable opportunity to make their vote;
  - 20.1.3 the NZIOB must retain a record of the processes followed for a period of at least two (2) Years in order to verify compliance;
  - 20.1.4 Members are provided with sufficient information as to the reasons for the resolution to make an informed decision and with the full text of the resolution at least 28 days' before the time for voting on the resolution closes; and
  - 20.1.5 there is a facility for Members to ask questions of the Board and for the questions and the response to be provided to or accessible by all Members.

## **21 Intellectual Property**

- 21.1 Any brand, mark, post nominal or insignia relating to the NZIOB, including any registered trademark is the sole and exclusive property of the NZIOB (**Intellectual Property**). All rights that arise through use of the Intellectual Property, including reputational based rights and goodwill, accrues to the NZIOB.
- 21.2 Members shall not dispute or assist others in disputing the NZIOB's ownership of the Intellectual Property.
- 21.3 Members shall not oppose or assist others to oppose any application for the protection of any Intellectual Property or file a competing application for the protection of any Intellectual Property.
- 21.4 The Board may, at its discretion, make Bylaws for and authorise Members, or Members of a particular grade of membership, to use any Intellectual Property on such conditions as it sees fit. Members may only use Intellectual Property in accordance with any such Bylaw or authorisation.
- 21.5 The Board may revoke any right to use any Intellectual Property granted to any Member or Members of a particular grade of membership at any time without giving reason for such revocation and may add to, revoke or amend any conditions on such use as it sees fit. If a right to use Intellectual Property is revoked, all Members must immediately cease to use that Intellectual Property, and will take all actions necessary to comply with this clause.

## **22 Accounts and Audit**

- 22.1 A copy of the Financial Statements shall be made available to Members prior to the Annual General Meeting and shall be approved by the Members at that Annual General Meeting.
- 22.2 The NZIOB shall deliver its approved Financial Statements annually to the Registrar in accordance with the Act together with a certificate signed by a Board Member to the effect that the Financial Statements have been submitted to and approved by Members at the Annual General Meeting.
- 22.3 If required to do so by law or authorised by resolution passed by Simple Majority at a General Meeting, the NZIOB will at its Annual General Meeting appoint auditors to audit the Financial Statements, provided that auditors shall be appointed to undertake an audit at least once every three years. Auditors will hold office until the next Annual General Meeting and are eligible for re appointment.
- 22.4 The qualifications required of the auditors to be appointed are to be determined by the Board. The auditors appointed must not also be Members.
- 22.5 If auditors have been appointed, a copy of the auditors' report shall be made available to Members with the Financial Statements and submitted at the Annual General Meeting.
- 22.6 The Board may fill any casual vacancy in the office of the auditors.

## **22 NZIOB Seal**

- 22.1 The NZIOB shall have a common seal (**Seal**), which shall be kept by the CEO at the National Office.
- 22.2 The Seal shall be affixed to any document only on the resolution of the Board and each impression of the Seal shall be valid if the document to which it is affixed is signed by two Board Members.
- 22.3 The CEO shall keep a record of all documents to which the Seal has been affixed.

## **23 Indemnity**

- 23.1 The NZIOB shall indemnify every Board Member, the Chief Executive and other NZIOB employees, and may indemnify Regional and Branch Committee Members and any persons having responsibilities duly delegated to them out of the property of the NZIOB against any and all costs, losses, damages or expenses incurred by such person in respect of any liability or potential liability of any such person arising from or in respect of:
  - 23.1.1 covenant, contract or agreement entered into by the NZIOB, including by a Board Member or Regional or Branch Committee Member on behalf of or in connection with the NZIOB;

- 23.1.2 instrument executed on behalf of or in connection with the NZIOB by a Board Member or Regional or Branch Committee Member;
  - 23.1.3 act or thing done in discharge of their duties or carrying into effect any object of the NZIOB, or purportedly for those objects; and
  - 23.1.4 action, suit, proceedings or other matter whatsoever connected with the NZIOB or its affairs.
- 23.2 The NZIOB shall make such payments as are necessary for the purpose of giving effect to the indemnity in clause 23.1
- 23.3 The indemnity in clause 23.1 shall not apply if the cost, loss, damage or expense arises from, or in connection with, the dishonesty, negligence, misfeasance or malfeasance of the relevant person concerned.

## **24 Amendments to the Constitution**

- 24.1 This Constitution, with the exception of this clause 24.1 and clauses 5.2, 24.2, 25.3 and 25.4, may be amended, altered, replaced or rescinded only by a Special Majority.
- 24.2 This clause 24.2 and clauses 5.2, 25.3 and 25.4, may only be amended, altered, replaced or rescinded by a resolution passed by a Special Majority if the proposed amendment, alteration, removal or replacement is first approved by Inland Revenue.
- 24.3 Nothing, whether contained in the Constitution or otherwise, shall be construed as implying or creating any privilege, priority or right in favour of any Member that limits the powers of the NZIOB to amend, alter, replace or rescind this Constitution.

## **25 Winding up**

- 25.1 The NZIOB may be wound up, in accordance with the Act, if authorised by resolution passed by Special Majority at a General Meeting.
- 25.2 Such a General Meeting shall be called by twenty eight (28) days' notice in writing specifying the intention to propose the resolution to dissolve the NZIOB.
- 25.3 On the winding-up of the NZIOB or on its dissolution by the Registrar, all surplus assets after the payment of costs, debts and liabilities must be given to the Public Trustee, or such other trustee as the Eligible Members shall resolve. The funds are to be held by the trustee upon trust for scholarships or otherwise for the education and further qualifications of persons involved in the Industry or such associated activities with the Industry, as the trustee shall from time to time determine.
- 25.4 On the winding-up of the NZIOB or on its dissolution by the Registrar, all surplus assets after the payment of costs, debts and liabilities must not be paid, transferred or distributed to Members.

## **SCHEDULE**

### **POWERS OF THE NZIOB**

#### **1. Powers of the NZIOB (Clause 5.1)**

- 1.1 Purchase, lease, exchange, hire or acquire, and to sell, surrender, mortgage, charge, manage, sub-divide, develop and deal with every kind of real and personal property.
- 1.2 Construct, maintain restore, repair and alter any buildings or structures.
- 1.3 To invest and deal with the moneys of the NZIOB in any manner authorised by the Board.
- 1.4 To set CPD requirements for any grade of membership.
- 1.5 To set the requirements for appointment of a proxy for any vote.
- 1.6 Authorise a Member's use of any Intellectual Property.
- 1.7 To borrow or raise money and to guarantee or secure repayment of money by mortgage or the entering into of security interests charged on any assets of the NZIOB or otherwise.
- 1.8 To accept any gift or transfer of property, whether or not subject to any trust, for any of the objects of the NZIOB.
- 1.9 Implement a disciplinary and complaints process.
- 1.10 To employ staff and engage such professional services as the Board shall think desirable.
- 1.11 To effect insurances in respect of any undertaking activity or assets of the NZIOB as the Board may think fit.
- 1.12 To indemnify any person or company against debts, liabilities, claims and proceedings incurred on behalf of or in the course of providing any services for the NZIOB and for this purpose to charge any of the assets of the NZIOB.
- 1.13 To do all or any of the above things or such other things as are incidental or conducive to advance the objects of the NZIOB.

#### **2. Powers that can only be exercised by a Special Majority at a General Meeting:**

- 2.1 Alteration of the Constitution (clause 24)
- 2.2 Winding up of the NZIOB (clause 25)

### **3. Powers that can be exercised by the Board.**

- 3.1 All powers of the NZIOB set out in clause 1 of this Schedule.
- 3.2 Enter into contracts on behalf of the NZIOB and expend the NZIOB's funds in carrying out its objects.
- 3.3 Appoint such committees as it considers necessary for the efficient administration of the NZIOB affairs.
- 3.4 Take or defend legal proceedings when necessary.
- 3.5 Appoint a CEO on such terms and conditions and at such remuneration as the Board may fix from time to time.
- 3.6 Set the annual subscription fees for each grade of Member.
- 3.7 Set the geographical boundaries of Regions and Branches.
- 3.8 Approve applications for membership.
- 3.9 Deal with the funds of the NZIOB by depositing such funds with a bank or by investing them in such manner as the Board shall determine.
- 3.10 Draw cheques and other bank withdrawal authorities, such instruments being valid only if signed by persons designated from time to time by the Board.
- 3.11 Reimburse Officers and Regional Committee/Branch Committee Members as the case may be for their reasonable travelling and accommodation expenses.
- 3.12 Reimburse any expenses incurred by a representative appointed by the NZIOB while engaged on the business of the NZIOB (at the discretion of the Board).
- 3.13 Make policies, which shall be binding on all Members or such grades of Members as specified by the Board, on any matter relevant to the objects of the NZIOB or specified in this Constitution which may require detailed elaboration.
- 3.14 Define the responsibilities of the Chair, Deputy Chair, Regional Committee Chair, Regional Committee Deputy Chair, and Branch Chair.
- 3.15 Establish or disestablish branches of any Region and determine the role of any such branch and the scope of any authority given to it by Bylaw made in accordance with clause 7.1.

---

## Appendix 8: Membership & Grading Bylaw (2019) v3

[< BACK TO CONTENTS PAGE](#)





New Zealand  
Institute of  
**Building**

KNOWLEDGE. EXPERTISE. EXPERIENCE

## **MEMBERSHIP AND GRADING BYLAW**

## **1 Preamble**

- 1.1 This Membership and Grading Bylaw (**Bylaw**) establishes the grades of membership, rights and responsibilities, and other matters relating to membership. It also includes and incorporates, as Schedule 1, the Membership and Grading Manual.
- 1.2 This Bylaw is made in accordance with the Constitution.

## **2 Interpretation**

- 2.1 Unless the context requires otherwise, terms defined in the Constitution have the same meaning in this Code, and:

“**Due Date**” has the meaning set out in clause 6.1 of this Bylaw.

“**Membership Grade**” means the grades of membership set out in clause 3 of this Bylaw with each grade of membership having the title set out in that clause.

“**AIB**” means the Australian Institute of Building.

“**AIB Member**” means a Member accepted for membership under clause 3.3.

## **3 Grades of Membership and criteria**

- 3.1 The following are the the grades of membership of the NZIOB:

3.1.1 **Honorary Fellow**, being a person who:

- (a) holds a position of eminence, distinction or authority in the building and construction industry and whom the members of the NZIOB wish to recognise;  
or
- (b) who has given outstanding service to the NZIOB as judged by their peers;

provided that the number of Honorary Members shall not at any time exceed ten or such other number as may be set by the Board from time to time, and not more than two Honorary Members shall be admitted in any one year.

Admission to the membership category of Honorary Fellow shall only be by invitation of the Board.

If a person was not a Member of the NZIOB prior to becoming an Honorary Member, that person automatically becomes a Member on the appointment to Honorary Fellow without needing to comply with any other requirement of the Constitution or this Bylaw.

3.1.2 **Fellow**, being a Full Member who:

- (a) is regarded as holding a position of significant eminence, distinction or authority in the building and construction industry;
- (b) contributes to the development of the building and construction industry;
- (c) has been a full Member of NZIOB for at least five years; and

- (d) will usually have in excess of twenty years' full-time equivalent experience in the building and construction industry with at least ten years of that experience in recognised senior positions.

Admission to the membership category of Fellow shall only be by invitation of the Board.

**3.1.3 Full Members**, being a Member who:

- (a) has a recognised degree (outlined in the NZIOB Processing Manual or equivalent) that relates to the building, construction and property sector, and has a minimum of five years' full-time equivalent experience in the building and construction industry; or
- (b) is currently engaged in the building and construction industry and will have at least seven years' experience in:
  - (i) a senior role within a consultancy practice (Architectural, Engineering, QS, PM firms etc);
  - (ii) a construction company; or
  - (iii) a 'responsible' position in a partnership or company trading as builders.

**3.1.4 Retired Members** (all grades), being a Member who:

- (a) was a Member (of the relevant grade); and
- (b) has retired from the building and construction industry and has applied for transfer to the grade of Associate (Retired), Member (Retired), or Fellow (Retired) as the case may be.

**3.1.5 Associate Members**, being a Member who:

- (a) is involved in the building and construction industry; and
- (b) has an interest in belonging to the NZIOB, and who commits to upholding the Constitution, Bylaws, or has otherwise agrees to support the interests and objects of NZIOB.

**3.1.6 Affiliate Members**, being a Member who:

- (a) has a degree other than those recognised or qualifying under the requirements for Full Member status, and has a minimum of ten years' full-time equivalent experience in the building and construction Industry; and
- (b) has an interest in belonging to the NZIOB, and who commits to upholding the Constitution, Bylaws, or has otherwise agrees to support the interests and objects of NZIOB.

- 3.1.7 **Graduate Members**, being any person who has:
- (a) graduated from a recognised building and construction industry qualification (including the completion of a recognised trade certificate); and
  - (b) is involved in the building and construction industry.

- 3.1.8 **Overseas Members** (all grades), being a Member who:
- (a) has their principal place of residence outside New Zealand; and
  - (b) wishes to retain their current membership grade attained in accordance with this Bylaw; and
  - (c) has paid any applicable Overseas Membership fee.

- 3.1.9 **Students:**
- (a) Any person studying for a recognised building and construction industry qualification.

- 3.1.10 **Chartered Building Professional**, being a Full Member or Fellow who has:
- (a) obtained and maintains the required 45 Continuing Professional Development (CPD) credits over the preceding three-year period;
  - (b) completes the relevant application form; and
  - (c) is ratified by the Board.

3.2 Previous grades:

- 3.2.1 Where a Member had attained a grade of Membership recognised in an earlier NZIOB Constitution, Rules, or Bylaws, but which is no longer recognised in the current Bylaws, they shall be awarded, at the Board's discretion, the closest defined grade that is provided for in the current Bylaws.

3.3 Australian Institute of Building's rights of reciprocal membership

- 3.3.1 A member of the AIB shall be entitled, on application and the payment of the relevant subscription fee, to be accepted to the same or equivalent membership grade of the NZIOB, subject to a professional interview at the Board's discretion.

## 4 **Application for Membership or Change of Membership Grade**

- 4.1 An individual may make application for admission or advancement to any grade of membership except that of Fellow or Honorary Fellow, admission to which is by invitation of the Board.

- 4.2 Any membership application received from a non-New Zealand resident, is required to be supported by two financial members of the NZIOB, whom are Member or Fellow category members.

4.3 Each application must follow the process outlined and/or contained on the NZIOB website and must be accompanied by the application fee set by the Board.

4.4 Each application must be accompanied by such documentary evidence as the process specifies.

## **5 Processing of applications for Membership**

5.1 The processing of applications for Membership shall follow the procedure established in the Membership Processing Manual set by the Board.

5.2 Any procedural error may be corrected or ratified, or otherwise resolved, at the discretion of the Board upon it becoming aware of any such procedural error.

## **6 Subscriptions**

6.1 Each Member must pay the annual subscription for their Membership Grade by 1 April in each year or such other date set by the Board (the **Due Date**) or by installment as set by or agreed with the Board.

6.2 The annual subscription is payable in full on an applicant being advised that the Board has ratified their membership application. The new Member will be invoiced on a pro-rated basis for the months that fall between the date of the Board meeting, at which their membership was ratified, and the end of the financial year (31 March). The new Member will receive their membership certificate upon the NZIOB receipting payment of the membership fee.

6.3 The NZIOB will invoice the annual subscription sufficiently in advance to allow for payment to be completed prior to the Due Date.

6.4 All subscriptions shall be paid in accordance with the payment arrangements set out in the invoice.

6.5 The amount of the annual subscription will be set by the Board from time to time and detailed on the NZIOB's website.

6.6 If a Member fails to pay the annual subscription by the Due Date or in accordance with any installment arrangements set by or agreed with the Board, their membership will lapse from the Due Date or the date by which the last installment payment was due.

## **7 Eligible Members**

7.1 An Eligible Member is any Member who has paid the annual subscription due for each Year, but does not include:

7.1.1 an Associate Member;

7.1.2 a Retired Associate Member;

7.1.3 a Graduate Member;

7.1.4 a Student Member;

7.1.5 an AIB Member with an equivalent grade of Membership to any of the grades above;

- 7.1.6 an Overseas Member (regardless of other membership grade); or
- 7.1.7 any other Member whose rights to vote have been suspended as the result of a disciplinary or complaints proceeding under the Disciplinary and Complaints Procedure.

## **8 Post Nominals**

- 8.1 Unless and until the Board by resolution shall otherwise determine:
  - 8.1.1 a Honorary Fellow shall be entitled to the exclusive use after their name of the abbreviated designation “FNZIOB (Honorary)”
  - 8.1.2 a Fellow shall be entitled to the exclusive use after their name of the abbreviated designation “FNZIOB”;
  - 8.1.3 a Member shall be entitled to the exclusive use after their name of the abbreviated designation “MNZIOB”;
  - 8.1.4 an Associate shall be entitled to the exclusive use after their name of the abbreviated designation of “ANZIOB”;
  - 8.1.5 an Affiliate shall be entitled to the exclusive use after their name of the abbreviated designation of “AffilNZIOB”;
  - 8.1.6 a Graduate shall be entitled to the exclusive use after their name of the abbreviated designation of “GradNZIOB”;
  - 8.1.7 in addition, Retired and Overseas Members must include those terms in brackets after the post nominals, eg “MNZIOB (Retired)”.
- 8.2 Members engaged in the building and construction industry shall not use their sub nominals after the title of any company or partnership, or who describe their company or partnership as members of the Institute. Members may only use the post nominals to which they are entitled.

## **9 Membership Certificates**

- 9.1 All Members other than Student Members will be issued with a NZIOB Membership Certificate, which states the grade and date of admission of their membership.
- 9.2 Each Membership Certificate shall be signed by the President and CEO and include the Seal of the Institute.

---

## Appendix 9: Ethics & Conduct Bylaw (2019) v2

[< BACK TO CONTENTS PAGE](#)





New Zealand  
Institute of  
**Building**

KNOWLEDGE. EXPERTISE. EXPERIENCE

## **ETHICS AND CONDUCT BYLAW**

## 1 Preamble

- 1.1 This Ethics and Conduct Bylaw (**Bylaw**) serves to promote the objects of the NZIOB by outlining the minimum standards that Members must observe at all times.
- 1.2 This Bylaw is made in accordance with the Constitution.

## 2 Interpretation

- 2.1 Unless the context requires otherwise, terms defined in the Constitution have the same meaning in this Bylaw, and:

“**Committee**” has the meaning in clause 6.5.1.

“**Complaint Manager**” has the meaning in clause 6.6.3.

“**Complaints Procedure**” has the meaning in clause 6.3.

“**CPD**” has the meaning in clause 5.1.

## 3 Code of Ethics

- 3.1 The following are the fundamental ethical principles and expectations of all Members.
- 3.2 At all times Members must:
  - 3.2.1 **Good faith:** act at all times in good faith and shall not maliciously or recklessly injure or attempt to injure, whether directly or indirectly, the professional reputation, prospects or business of others.
  - 3.2.2 **NZIOB:** not undermine the interests, dignity, standing and reputation of the NZIOB, or through conduct or omission, bring the NZIOB into disrepute.
  - 3.2.3 **Public interest:** in fulfilling their responsibilities to the NZIOB, employer or client, have full regard to the public interest, and to the best interests of the building and construction industry.
  - 3.2.4 **Member interactions:** support and maintain a positive professional relationship with other Members and in all dealings between Members act in a fair, courteous and transparent manner and must not engage in behaviours or take actions that could damage the reputation of another Member or a positive professional relationship between Members.

## 4 Professional Conduct

- 4.1 The following are the principles and requirements for the professional conduct of all Members.
- 4.2 At all times Members must:
  - 4.2.1 **Competence:** keep themselves informed of new thought and development in building appropriate to the type and level of their responsibility, including meeting any CPD requirements of the NZIOB (refer clause 5 below), and, so far as it lies in their power, carry out their responsibilities in accordance with good practice.

- 4.2.2 **Compliance:** be familiar with and adhere to all relevant laws, regulations, codes of practice and standards relating to the building and construction industry, including the requirements of the Constitution and any Bylaws, and, where applicable, discharging any duty of care owed in the particular circumstances.
- 4.2.3 **Confidentiality:** not divulge to any person, firm or company any information of a confidential nature relating to the business activities or processes of their employer or client acquired during the course of their work.
- 4.2.4 **Conflicts:** discharge their duties to their employer, client, and to the NZIOB with complete fidelity and probity and shall not, without full disclosure and appropriate agreement, render any service with or without remuneration, or undertake any action, which would put that Member in a conflict of interest. Guidance is contained in the Schedule to this Bylaw, "Conflicts of Interest Protocols".
- 4.2.5 **Impartiality:** ensure that when providing a service which includes advice, such advice shall be fair and unbiased.
- 4.2.6 **Overseas conduct:** when involved with work in a country other than their own, order their conduct according to this Code so far as applicable.

## 5 CPD Requirements

### 5.1 Continuous Professional Development (CPD):

- 5.1.1 CPD credits are awarded on a credits-based system where Fellows, Members and Associate Members must achieve a 45 CPD credits over a rolling three-year average.
- 5.1.2 A Member who has not maintained their minimum CPD credits shall not, unless approved by the Board, be eligible to apply for a higher level of membership.
- 5.1.3 Repeated failure to maintain the minimum CPD credits is a breach of this Bylaw and may be subject to the Disciplinary and Complaints Process.

### 5.2 Activities recognised for CPD.

- 5.2.1 CPD credits shall be awarded for the following professional development activities on the basis of:
  - (a) 3 credits for any activity lasting up to three hours including any informal element of the activity (such as meals, refreshments and networking); and
  - (b) For activities lasting longer than three hours, 5 credits per full day or 3 credits per half day or part thereof subject to the activity limits set out in clause 5.2.2 below.
- 5.2.2 Professional development activities may include:
  - (a) Formal training, workshops, conferences, courses, presentations, events, trade presentations or other related activities up to a limit of 15 credits for any one activity. Such activities must be relevant to the professional development of the individual in the building and construction industry.

- (b) “On the job” training, where such training can be distinguished from standard work, to a maximum of 50% of annual CPD credits requirements.
  - (c) Professional reading including relevant academic journals, trade magazines or general building and construction industry publications related to the work of the individual up to a maximum of 50% of annual CPD credits requirements.
  - (d) Service on the Board, Chapter Boards, Branch Committees, or other similar formally constituted NZIOB group, up to a maximum of 25% of annual CPD credits requirements.
  - (e) Other activities which may be approved by the NZIOB from time to time.
- 5.2.3 Activities are as contained in the NZIOB CPD Activities and Accruable Credits 2016 Table, which is displayed on the NZIOB website.
- 5.2.4 The NZIOB may pre-approve specific activities and events for CPD and award a credit value for these events.
- 5.2.5 National Office shall ensure that the NZIOB website contains appropriate information about the CPD credit system and requirements.
- 5.2.6 Members must maintain a record of their CPD activities, sufficient to prove compliance with the requirements of this clause.
- 5.2.7 The Board may audit any Member’s CPD records at any time to verify compliance with the CPD requirements.

## **6 Complaints and Disciplinary Process**

- 6.1 Where a dispute arises between Members in the course and conduct of their memberships that cannot be resolved by the Members themselves, either Member may refer the matter to the Board, and in doing so, will communicate and cooperate fully with the Board in attempting to resolve the matter.
- 6.2 A complaint against a Member may also be made by the Board, or any other person, in accordance with the procedure set out below, with all necessary modifications.
- 6.3 The following Disciplinary and Complaints Procedure (**Complaints Procedure**) applies to all complaints against Members of the NZIOB where it is alleged that:
- 6.3.1 the Member has breached the Constitution or any Bylaw (including this Ethics and Conduct Bylaw); or
  - 6.3.2 the Member’s actions or inactions could bring into disrepute the standing and reputation of the NZIOB or compromise the achievement of its purposes; or
  - 6.3.3 the Member’s membership was obtained through improper or deceitful means.
- 6.4 The Complaints Procedure may also be invoked by a Member against the Board, Regional Committee, Branch Committee, or any other committee, sub-committee or working or advisory group established by the Board, and the CEO, with all necessary modifications.
- 6.5 Disciplinary and Complaints Committee

- 6.5.1 The Disciplinary and Complaints Committee (**Committee**) may be established as a permanent Committee or may be formed to consider a particular complaint or other disciplinary issue.
- 6.5.2 The Committee shall consist of three persons appointed by the Board, two of which shall be Members (and who may or may not be Board Members), and those persons shall appoint a Chair of their Committee. If there is no Committee at the time a complaint is received and to be advanced, the Board shall appoint the Committee as soon as practicable.
- 6.5.3 The Board may replace members on the Committee as it considers necessary, for example because a Committee member has resigned, is no longer able to fulfil their duties to the Committee, or who is subject to a conflict of interest.
- 6.5.4 The Committee has the power to:
- (a) investigate and/or hear complaints against any Member referred to it under this Complaints Procedure;
  - (b) determine whether:
    - (1) the Member has breached the Constitution and/or any Bylaws; or
    - (2) the Member's actions or inactions could bring into disrepute the standing and reputation of the NZIOB or compromise the achievement of its purposes; or
    - (3) the Member's membership was obtained through improper or deceitful means.
  - (c) make recommendations to the Board on whether to impose any disciplinary measures on a Member against whom a determination is made under subparagraph (b); and
  - (d) regulate its own procedures, subject to the requirements of this Bylaw and any directions from the Board.
- 6.5.5 The Committee shall recognise and provide for the need to maintain confidentiality and free from conflicts of interests, and shall adopt procedures appropriate to the circumstances to ensure that this occurs. If necessary, for example, to avoid a conflict, a member of the Committee may step aside from a particular complaint, in which case, the Committee shall be entitled to appoint a replacement, if it considers that necessary, to determine that complaint.

## 6.6 Complaints

- 6.6.1 A complaint must provide the following information:
- (a) complainant's name and contact details;
  - (b) name of the Member(s) against whom the complaint is made;
  - (c) a brief description of the conduct alleged to breach clause 6.3 above;

- (d) whether the Member has been formally notified of the complaint and any response(s); and
  - (e) whether the complaint has been referred to any other regulatory body or government authority or whether legal proceedings have been commenced.
- 6.6.2 Complaints must be in writing, addressed, and delivered to, any of the following:
- (a) The Chief Executive Officer:
  - (b) The Chair of the Board; or
  - (c) Any other Member of the Committee.
- 6.6.3 The person receiving the complaint must, as appropriate depending on the nature of the complaint and having particular regard to any potential conflict of interest, discuss with the other persons identified in clause 6.6.2, and resolve who will be responsible for acknowledging the complaint and managing the process by which it is to be resolved (**Complaint Manager**).
- 6.6.4 The Complaint Manager will:
- (a) acknowledge receipt of the complaint in writing to the complainant within 21 working days;
  - (b) request any further information from the complainant so the complaint satisfies clause 6.6.1 above;
  - (c) if the complainant fails to provide any of the information set out in clause 6.6.1 if requested, determine whether to refuse to accept the complaint for investigation, the decision in respect of which shall be at their sole discretion and shall be final;
  - (d) if the complaint is to be progressed, keep a record of progress of the complaint;
  - (e) subject to any conflict of interest issues, report to the Board (as a whole) that a complaint has been received, and, if there is a conflict of issue arising, to such of the Regional Committee Representatives as is appropriate;
  - (f) supply a copy of the complaint and supporting documentation to each Member who is the subject of the complaint, and request an explanation from them; and
  - (g) supply any response received to the complainant.
- 6.6.5 Upon receiving the information as provided in clause 6.6.1, and any further information provided under clause 6.6.4, the Complaint Manager shall review the information and providing they do not consider the complaint to be vexatious or malicious, the complaint shall be referred to the Committee for consideration.
- 6.6.6 If a complaint is considered vexatious or malicious, and is not to be referred to the Committee, the Complaint Manager must communicate the decision and reasons in writing to the parties to the complaint. In addition, subject to conflict of interest requirements, the Complaint Manager will report to the CEO, Board and the Committee on all complaints received, what action has been taken and where a case

is not referred, the reasons why. The Committee has the right to review the complaint and be provided with a copy of all correspondence and other relevant documentation and may take any necessary action as deemed appropriate.

- 6.6.7 The CEO may make a complaint against any Member in his or her own right (i.e. without receiving a complaint under clause 6.6.2 above) directly to the Committee. In those circumstances:
- (a) the CEO must ensure that the complaint includes all relevant information as would be required for a complaint under clause 6.6.1;
  - (b) the Committee will perform the actions required by clause 6.6.4, instead of the CEO, and the CEO will be deemed to be the complainant;
  - (c) the Committee may refuse to consider the complaint if insufficient information has been provided or it considers the complaint is vexatious or malicious; and
  - (d) if the Committee decides to consider the complaint, it will consider the complaint otherwise in accordance with this Complaints Procedure.

- 6.6.8 Additionally, the Board may on its own volition lodge complaints against any Member directly with the Committee. In those circumstances,
- (a) the Board must ensure that the complaint includes all relevant information as would be required for a complaint under clause 6.6.1;
  - (b) the Committee will perform the actions required by clause 6.6.4, instead of the CEO, and the Board will be deemed to be the complainant;
  - (c) the Committee may refuse to consider the complaint if insufficient information has been provided or it considers the complaint is vexatious or malicious; and
  - (d) if the Committee decides to consider the complaint, it will consider the complaint otherwise in accordance with this Complaints Procedure.

## 6.7 Formal Investigations

- 6.7.1 The Committee will undertake an investigation into each complaint referred to it by the Complaint Manager, CEO or the Board (as the case may be).
- 6.7.2 The Committee may carry out the investigation in any manner it sees fit (including obtaining evidence from third parties if appropriate).
- 6.7.3 All correspondence relating to the investigation shall, subject to any conflict of interest requirements, be kept strictly confidential between the parties to the complaint, the CEO, the Board and the Committee (and any party's professional advisers), including the identity of the parties involved, other than where it was necessary to obtain evidence from third parties as part of the investigation.
- 6.7.4 If the investigation shows that there are insufficient grounds for taking disciplinary action, the Committee must communicate the reasons for its decision not to take disciplinary action in writing to the parties to the complaint.

- 6.7.5 Alternatively, the Committee may delay making a decision on whether or not to formulate a charge or charges against a Member until any other regulatory or legal proceedings are completed. In that case, the Committee must communicate the reasons for its decision to delay making a decision in writing to the parties to the complaint.
- 6.7.6 If the investigation shows that there are sufficient grounds for taking disciplinary action then the Committee will formulate a charge or charges against a Member.
- 6.7.7 Any charges against a Member must be communicated to the parties to the complaint in writing by the Committee together with:
- (a) a copy of the evidence supporting the charges;
  - (b) the membership of the Committee;
  - (c) a proposed hearing date;
  - (d) the potential disciplinary measures that may be imposed on the Member if the charge or charges are upheld; and
  - (e) information for the Member regarding the procedure to be followed at the hearing, which includes a copy of this Complaints Procedure and details of:
    - i. the Member's to attend the hearing and state his/her/its defence to the charge or charges and any pleas in mitigation;
    - ii. the Member's right to be accompanied by a support person;
    - iii. the complainant's right to attend; and
    - iv. other attendees being able to attend at the absolute discretion of the Committee.

## 6.8 Hearings

- 6.8.1 Where charges are made by the Committee against a Member, the Member will be given the opportunity to attend a hearing before the Committee and state his/her/its defence against the charges and any pleas in mitigation.
- 6.8.2 The Committee may decide that the hearing will be held in person, by telephone conference, video conference or similar telecommunications or internet-based device. The Committee will decide how the hearing is to be held taking into account the seriousness of the allegation(s) contained in the complaint and the seriousness of the potential penalties to be imposed on the Member.
- 6.8.3 If the hearing is held by telephone conference, video conference or similar telecommunications or internet-based device:
- (a) each person taking part in such a hearing must be able to hear each of the other people taking part throughout the hearing;
  - (b) at the commencement of the hearing, each person must acknowledge his or her presence for the purpose of a hearing to the other people taking part; and

- (c) a person may not leave the hearing by disconnecting, unless he or she has previously obtained the consent of the Chair of the Committee. A person shall be conclusively presumed to have been present unless he or she has previously obtained the consent of the Chair of the Committee to leave the meeting. The hearing shall not be invalidated if the Member leaves the hearing without the consent of the Chair.
- 6.8.4 The complainant will be given an opportunity to attend the hearing before the Committee and the complainant's role will be restricted to giving evidence upon questioning by the Committee and/or the Member (if relevant).
- 6.8.5 The failure of a Member against whom charges are made to attend a hearing does not invalidate the hearing, prevent the Committee from holding the hearing, or prevent the Committee from making a provisional finding against the Member.
- 6.8.6 Attendees at any hearing will ordinarily be restricted to the Committee, any witnesses, the complainant and the relevant Member(s). The Member, and the complainant, shall be entitled to bring a support person. Additional attendees may be permitted at the absolute discretion of the Committee.
- 6.8.7 In the course of a hearing, without limitation to its powers or any other action the Committee may take, the Committee may:
- (a) temporarily suspend the hearing to enable the Committee to deliberate and consider any matter or to make a decision in private; and
  - (b) decide to investigate any matter arising in the hearing further and, for that purpose, may suspend the hearing and re-convene the hearing to another date and time; or
  - (c) decide to amend the charges against a Member and, if it does so, may suspend the hearing and re-convene the hearing to another date and time to allow the Member a proper opportunity to prepare a defence against the amended charges and any pleas in mitigation.
- 6.8.8 After considering all the evidence against a Member, the Committee may:
- (a) dismiss any or all charges against a Member; or
  - (b) provisionally uphold any or all charges against a Member.
- 6.8.9 The Committee may make its decision under clause 6.8.8 at the hearing or may reserve its decision. If the Committee makes its decision at the hearing, the Committee must provide the parties with the reasons for its decision in writing within 20 working days of the completion of the hearing or such longer time as set by the Committee at the hearing. If the Committee reserves its decision, the Committee must:
- (a) make its decision within 20 working days from the completion of the hearing or such longer period as advised to the parties at the hearing; and
  - (b) provide the parties with its decision at the time that it advises the parties of the decision.

## 6.9 Decisions

- 6.9.1 If the Committee provisionally upholds any or all charges against a Member, the Committee must as soon as possible:
- (a) refer the matter to the Board for a decision with the Committee's recommendations on what disciplinary measures should be imposed; and
  - (b) advise the Member complained against of the provisional decision and the recommendations.
- 6.9.2 When a matter has been referred to the Board by the Committee, the Board may in its absolute discretion:
- (a) dismiss the charges against the Member; or
  - (b) uphold any or all of the charges against the Member, in which case the Board may:
    - i. determine that no disciplinary measures are necessary;
    - ii. a formal warning to the Member;
    - iii. the imposing of conditions on the membership of a Member;
    - iv. forfeiture or suspension of membership or other status (including, but not limited to certified status) of the Member;
    - v. a requirement on the Member to pay compensation to any person who has suffered loss as a result of the actions or inactions of the Member;
    - vi. a requirement on the member to take other remedial actions (such as, for example, further training or rectification work);
    - vii. a requirement on the Member to reimburse NZIOB for its costs in investigation, considering and deciding on the complaint; and
    - viii. a fine in such amount as the Board decides but not exceeding \$5,000, or other disciplinary action the Board may deem appropriate.
- 6.9.3 When the decision has been made by the Board, the Board may advise all Members, professional associations, industry professionals, and/or the public of the decision and any disciplinary measures taken against a Member in any manner the Board see fit, unless the Board is satisfied that there are compelling reasons against publication of the outcome. If the Board determines not to publish the outcome, the Board may publish a summary of the decision that does not identify the Member or provide information that enables the Member to be readily identified.

## 6.10 Compliance With Timeframes

- 6.10.1 Failure to comply with a timeframe specified in this Complaint Procedure does not automatically invalidate a complaint, the investigation of a complaint or the consideration of a complaint by the Committee or the Board. If a timeframe is not

complied with, the Committee will report to the Board on that non-compliance and the Board will:

- (a) determine whether the failure to comply has caused unfairness to the Member complained against; and
- (b) whether any such unfairness is of such a level that the investigation or consideration of the complaint should be discontinued and, if so, will discontinue the complaint.

## **7 No restriction on civil or criminal proceedings**

- 7.1 Nothing in this Bylaw shall preclude a complainant or others taking civil or criminal proceedings against a Member, and this process should not be seen as an alternative to doing so if appropriate.

## Schedule

### Conflicts of Interest Protocols

#### 1 Introduction

- 1.1 A conflict of interest arises when a single individual has at least two personal or professional roles, whether or not involving a contractual relationship with a third party, and where an appropriate action or non-action in one role may not be appropriate in the other.
- 1.2 Recognition of role conflict requires constant vigilance and identifying actual, perceived or potential conflicts of interest should be regarded as a duty by all NZIOB members in order to maintain only the highest ethical and professional standards.
- 1.3 While it is not always possible to avoid conflicts of interest, particularly in relation to the Board, Board committees, Regional Committees and Working Groups, it is important that these actual, perceived or potential risks are managed.

#### 2 Assumptions

- 2.1 The role that the individual holds within the NZIOB predominates, when dealing with NZIOB business in any capacity.
- 2.2 All potential members of any NZIOB group will examine their activities for actual, perceived or potential conflicts of interest especially when undertaking new roles.
- 2.3 The individual considers carefully all knowledge gained in their NZIOB role and its relevance to personal and business interests.
- 2.4 For the avoidance of doubt, any decision about the commercial sensitivity of actual, perceived or potential conflicts is in relation to the business of the NZIOB made only by the Board.
- 2.5 Any member becoming aware of any actual, perceived or potential conflicts of interest in relation to NZIOB business will immediately declare it as provided below.
- 2.6 Individual members will bring to the attention of the relevant member any real or perceived conflict of interest in relation to NZIOB business that does not appear to be identified by that member.
- 2.7 Decisions about management of conflicts of interest in relation to NZIOB business will be fair and seen to be fair.

#### 3 Procedures

- 3.1 All members or non-members serving the NZIOB in any capacity or on any Board or Committee will complete a Conflict of Interest Declaration annually and otherwise as required.
- 3.2 All potential members of any NZIOB group must, prior to being admitted to a NZIOB group, as and when any new perceived conflict of interest arises, and thereafter annually, complete the Conflict of Interest Declaration Form available from the CEO, who shall hold it on a register of conflicts of interest available to all other members of the Board and any relevant Committees.

- 3.3 Unless the matter is urgent, the Board shall determine the importance of any conflict in relation to NZIOB business to the matter in question and the actions to be taken about the declaration.
- 3.4 In the case of the Board, the Board is the sole arbiter as to whether any action or vote has been influenced by conflict of interest and sole determiner of any remedial action required.
- 3.5 In the case of the Board or referred matters, the Board will determine the relevance of any actual, perceived or potential conflict of interest and determine appropriate actions for each situation, which may include determinations relating to a quorum or exclusion from participation, discussion, meeting attendance and/or voting. These determinations will be documented in the relevant Board minutes.
- 3.6 The keeping of the confidentiality of all conflict of interest declarations is delegated to the CEO and such declarations are to be kept on the conflicts of interest register, available to the Board at any time.

---

# Appendix 10:

## Regions & Branches Bylaw (2019) v2

[< BACK TO CONTENTS PAGE](#)





New Zealand  
Institute of  
**Building**

KNOWLEDGE. EXPERTISE. EXPERIENCE

## **REGIONS AND BRANCHES BYLAW**

**terms**

**TABLE OF CONTENTS**

1 Preamble..... 4

2 Membership ..... 4

3 Regions and Branches ..... 4

4 Regional Committees ..... 5

5 Code of Conduct for Regional Committee Members ..... 6

6 Election of Regional Members ..... 7

7 Vacancies ..... 9

8 Finance ..... 9

9 Regional Committee meetings..... 10

10 Specific Committees ..... 10

11 National Committees..... 10

12 Annual Meeting for Members of a Region ..... 10

13 Special Meeting for Members of a Region ..... 12

14 Voting ..... 12

15 Branch committees ..... 12

Appendix 1. Region boundaries ..... 15

## PREAMBLE

- A. This Regions and Branches Bylaw (**Bylaw**) establishes and manages the expectations of the Regions and Branches of the NZIOB, and how they are to operate and function to support the work of the Board and the NZIOB more generally.
- B. This bylaw is made in accordance with the Constitution.
- C. Terms defined in clause 1 of the Constitution, or in any other Bylaws, have the same meaning in this Bylaw as set out in the Constitution or any other Bylaw unless the context otherwise requires.

## REGION AND BRANCHES BYLAW

### 1 Definitions

- 1.1 Unless the context requires otherwise:

**“Annual Regional Meeting”** means a meeting called in accordance with clause 12.1.

**“Branch”** means a body of Members residing in any particular area as specified in this Bylaw.

**“Branch Committee Chair”** means the Chair of the Branch Committee appointed in accordance with clause 15.6.

**“National Committee”** means a National Committee established under clause 6.2 of the Constitution

**“Regional Annual Report”** means the annual report of the relevant Region detailing the Region’s activities for the most recently completed Financial Year.

**“Regional Committee Chair”** means the Chair of the Regional Committee appointed in accordance with clause 6.1.

**“Regional Committee Deputy Chair”** means the Regional Committee Deputy Chair appointed in accordance with clause 7.1.

**“Regional Committee Member”** means a Regional Member defined in clause 4.3

**“Regional Eligible Member”** means Regional Members defined in the Bylaws as eligible to vote within their Region.

**“Regional Member”** means a Member in accordance with clause 2.1.

**“Regional Ordinary Meeting”** means a meeting called in accordance with clause 9.1.7.1

**“Regional Special Meeting”** means a meeting called in accordance with clause 9.2

### 2 Membership

- 2.1 Every Member must belong to a Region, but each Member shall belong to one Region only. Where there are multiple Branches in a Region, a member may only belong to one Branch within that Region.

- 2.2 A Member shall be assigned to a Region and a Branch (if relevant) based on their residential address, evidence of which must be provided to the NZIOB upon request.
- 2.3 A Member may transfer from one Region or Branch to another Region or Branch after providing the NZIOB with evidence of a change in their residential address to a location within another Region or Branch, as the case may be.
- 2.4 A Member residing outside New Zealand will continue to be assigned to the Region and Branch (if relevant) to which they last belonged.
- 2.5 Applications for appointment to NZIOB or to another grade of Membership shall be undertaken in accordance with the Constitution, and the Membership and Grading Bylaw.
- 2.6 The register of Members maintained by the CEO must record which Region, and, if applicable, Branch within a Region, each Member is attached to, as well as their grades of Membership, addresses and such other particulars required under the Act or as considered necessary by the CEO, together with a policy regarding the use of that information to meet privacy and other legal requirements.
- 2.7 Information relevant to each Region, any Branches with a Region, and any Member will be provided by National Office on request to each Regional Committee Chair or Branch Chair.

### **3 Regions and Branches**

- 3.1 The Regions and Branches of the NZIOB are comprised of the Members of the NZIOB in each of the following regions or areas:
- 3.1.1 **Northern Region** – North of Taupo in the North Island:
- (a) Incorporating the northern half of the North Island of New Zealand including all areas to the north of approximately the southern end of Lake Taupo. This includes Taupo and Gisborne but does not include New Plymouth or Napier.
  - (b) A Northland Branch, based in Whangarei, exists within the Northern Region at the time of this Bylaw being adopted.
- 3.1.2 **Central Region** - South of Taupo in the North Island
- (a) Incorporating the southern half of the North Island of New Zealand including all areas to the south of approximately the southern end of Lake Taupo. This includes New Plymouth and Napier but does not include Taupo or Gisborne.
  - (b) There are no current Branches within the Central Region at the time of this bylaw being adopted.
- 3.1.3 **Southern Region** - South Island
- (a) Incorporating the entire South Island of New Zealand and the Chatham Islands.
  - (b) There are no current Branches within the Southern Region at the time of this Bylaw being adopted.

(Refer map Appendix 1).

- 3.2 Additional Branches may be established in accordance with this Bylaw.
- 3.3 The name of each Region shall be in the form “The New Zealand Institute of Building (A) Region” wherein for (A) shall be substituted the name of the Region.
- 3.4 The name of each Branch shall be in the form “The New Zealand Institute of Building (B) Branch” wherein for (B) shall be substituted the name of the Branch.
- 3.5 Each Region, and Branch, shall use the address of the National office of the NZIOB for all formal communications, unless otherwise approved by the Board.
- 3.6 For the avoidance of doubt, the body of members in each Region and Branch is an unincorporated body and remain wholly part of the membership of NZIOB at all times.

#### **4 Regional Committees**

- 4.1 The purpose of the Regional Committees is to:
  - 4.1.1 represent the NZIOB to the Members in their region;
  - 4.1.2 liaise with and assist the Board on regional matters;
  - 4.1.3 facilitate coordination between any Branch Committees, including to collaborate and consider regional development within each Region.
- 4.2 Each Regional Committee shall have responsibility for the management and direction of the affairs of the Region and shall do all such acts as appear to it necessary or desirable for the purpose of carrying into effect within the Region the objects of the NZIOB, subject to the provisions of the Constitution and this Bylaw.
- 4.3 Each Regional Committee shall consist of:
  - 4.3.1 the Regional Committee Chair as elected in accordance with clause 6;
  - 4.3.2 no more than seven (7) other elected Regional Committee Members as elected in accordance with clause 6 or appointed under clause 4.3.3;
  - 4.3.3 where there is a Branch or Branches within a Region, the Chair of each Branch, if that person wishes to join the Regional Committee and is not already the Regional Committee Chair or a Regional Committee Member and who shall sit as an additional elected Regional Committee Member; and
  - 4.3.4 up to two Regional Eligible Members co-opted at the Regional Committee’s discretion to fill any need identified by the Regional Committee.
- 4.4 Any Regional Eligible Members, Graduate and/or Licentiate and/or Student Members attached to the Region shall be eligible for election, appointment or co-option to the Regional Committee provided that:
  - 4.4.1 The Regional Committee Chair shall be a Fellow, Member or Affiliate
  - 4.4.2 Not more than one half of the Regional Committee Members (including co-opted members) shall be Graduate and/or Licentiate and/or Student Members.

- 4.5 To ensure the requirement in clause 4.4.2 is met, if more than one half of the Regional Committee Members (including co-opted members) will be Graduate and/or Licentiate and/or Student Members, then:
- 4.5.1 if the Regional Committee Members were deemed elected pursuant to clause 6.1.7, then the last nominated Graduate, Licentiate or Student Members shall be removed from the Regional Committee until no more than half of the Regional Committee Members are Graduate and/or Licentiate and/or Student Members; or
  - 4.5.2 if the Regional Committee Members were elected pursuant to clause 6.1.8, then the lowest polling Graduate, Licentiate or Student Members shall be removed from the Regional Committee and replaced with the next highest polling non Graduate and/or Licentiate and/or Student Members that were not elected to the Regional Committee until no more than half of the Regional Committee Members are Graduate and/or Licentiate and/or Student Members.
- 4.6 Each Regional Committee shall take office at the first meeting of the relevant Regional Committee following confirmation of the election results at the Annual General Meeting of the NZIOB. At the first Meeting of the Regional Committee for the relevant term following confirmation of the election results at the Annual General Meeting of the NZIOB, the Regional Committee will appoint a Regional Committee Deputy Chair and a Region Membership Officer (who shall be responsible for membership assessment and grading within the Region, reporting to and supported by National Office and the Board) from among the Regional Committee Members (provided the person appointed is a Fellow, Member or Affiliate), for a term of one Year.
- 4.7 Each Regional Committee shall:
- 4.7.1 Meet as necessary to conduct the affairs of the Region, but should generally meet at least every month, with that meeting diarised good time in advance. At any Committee meeting, over one half of the Regional Committee shall constitute a quorum.
  - 4.7.2 Make and keep minutes of each meeting, recording the decisions and actions agreed and assigned to individuals. These must be maintained by the Regional Committee and a copy provided to the National Office.
  - 4.7.3 Consider Health and Safety compliance requirements for events and other activities, with the assistance of any guidance from the National Office.
- 4.8 The Regional Committee shall exercise such powers of the Board as the Board may from time to time delegate to it.

## **5 Code of Conduct for Regional Committee Members**

- 5.1 Regional Committee Members are expected to:
- 5.1.1 maintain payment of their membership fee in good time;
  - 5.1.2 meet or exceed their CPD requirements;
  - 5.1.3 attend all Regional Committee meetings as far as is practicable, given this is a voluntary role within the NZIOB organisation;

- 5.1.4 undertake and complete any tasks delegated by the Regional Committee in a professional manner;
- 5.1.5 self-monitor performance against NZIOB policies, procedures and protocols;
- 5.1.6 align their activities with the operation, management and direction of the affairs of the Board;
- 5.1.7 align their activities with NZIOB's objects, strategic intent and values;
- 5.1.8 observe the confidentiality of non-public information acquired in their role as a Regional Committee Member, and not disclose such information to other persons in a manner that may be injurious to the NZIOB;
- 5.1.9 declare any conflicts of interest as appropriate in a timely manner;
- 5.1.10 in making decisions as Regional Committee Members, as far as reasonably possible, put the interests of the membership above the interests of their own or those of their employer; and
- 5.1.11 refer calls for "Official Comment" on behalf of the NZIOB to the CEO.

5.2 A Regional Committee Member who has ceased to be attached to the relevant Region shall cease to hold office on that Regional Committee, and shall also vacate their office if that Regional Committee Member:

- 5.2.1 is declared bankrupt, enters into a no-asset procedure, or enters into a proposal with creditors that is akin to bankruptcy;
- 5.2.2 becomes an Employee of, Contractor to, the NZIOB or otherwise receives payment for services in breach of the Ethics and Conduct Bylaw;
- 5.2.3 is prohibited from being a director of a company pursuant to the provisions of the Companies Act 1993;
- 5.2.4 resigns from their position as a Regional Committee Member in writing to the NZIOB;
- 5.2.5 is absent from three consecutive Regional Committee meetings without prior approved leave of absence granted by the Regional Committee, or without just cause being shown for absence;
- 5.2.6 is removed from office at the discretion of the Board, following the process specified in the Ethics and Conduct Bylaw; or
- 5.2.7 ceases to be a Member.

## **6 Election of Regional Committee Members**

6.1 The Chair, and up to seven (7) elected Regional Committee Members shall be elected every two (2) Years, by the following process:

- 6.1.1 the Board shall appoint a Regional Elections Officer (who may be the same person as the Elections Officer appointed in respect of elections for the Board), no later than four

(4) months before the NZIOB's Annual General Meeting at which the results of the elections to each Regional Committee are to be announced;

- 6.1.2 the Regional Elections Officer shall invite all Regional Eligible Members, no later than three (3) months before the NZIOB Annual General Meeting at which the elections to the Regional Committees are to be announced, to nominate, in writing or by electronic means, any Regional Member within the respective Region who wishes to stand for the position of the relevant Regional Committee Chair (provided that person meets the requirements of clause 4.4) and/or Regional Committee Member;
- 6.1.3 nominations for a Regional Committee Chair must be supported by two (2) additional Regional Eligible Members, and accompanied by the consent of the nominated Member in writing or by electronic means;
- 6.1.4 nominations for Regional Committee Member must be supported by one (1) additional Regional Eligible Member and accompanied by the consent of the nominated Member in writing or by electronic means;
- 6.1.5 nominations for Regional Committee Chair and / or Regional Committee Members must be received by the Regional Elections Officer, with the appropriate number of nominations from Regional Eligible Members in support and the consent of the nominated Member in writing or by electronic means no later than two (2) months before the relevant NZIOB Annual General Meeting;
- 6.1.6 in the event that there is, in respect of each Region, only one (1) Member nominated for the office of Regional Committee Chair, then that Member shall be deemed elected as Regional Committee Chair;
- 6.1.7 in the event that there are, in respect of each Region, seven (7) or fewer nominations for Regional Committee Members received, all nominated candidates shall be deemed elected as Regional Committee Members;
- 6.1.8 if more nominations in respect of a Region are received than positions to fill, a ballot by electronic means for those positions must be held for that Region that meets the following requirements:
  - i. nominations for those positions must be circulated by the Regional Elections Officer to all Regional Eligible Members within the relevant Region at least twenty eight (28) days prior to the relevant NZIOB Annual General Meeting;
  - ii. details must be provided by the Regional Elections Officer to all Regional Eligible Members as to how they may vote, with the closing date for any votes to be received no later than seven (7) days before the relevant NZIOB Annual General Meeting;
  - iii. the electronic means used must be reasonably accessible by all Regional Eligible Members and operate with integrity and a reasonable level of accuracy; and
  - iv. the NZIOB must retain a record of the processes followed for a period of at least two (2) years in order to verify compliance with this clause.

- 6.1.9 in the absence of a nomination for the role of Chair being received, the new Regional Committee is to elect its Chair from within the elected Regional Committee Members. This is to be supported by a two-thirds majority of the newly elected Regional Committee.
- 6.1.10 Regional Committees should have a maximum size of ten (includes Chair, though excludes Student and YPA representatives). Following the nomination/election process, should there be a Regional Committee that is too small to be effective, the committee can co-opt members to achieve a maximum committee size of ten members (excluding Student and YHA representatives).
- 6.2 In the event a Regional Member is nominated for more than one (1) position on a Regional Committee, that person may stand for election for each position for which they are nominated but the following hierarchy of election shall apply on the completion of the elections or for the purposes of clauses 6.1.6 and 6.1.7:
- 6.2.1 Regional Committee Chair;
- 6.2.2 Regional Committee Member.
- 6.3 Each Regional Committee Chair is elected to office for a two (2) Year term, and, if that person continues to be a Member at the end of that term, that person is eligible for re-election to Regional Committee Chair for a consecutive second two (2) Year term, with a maximum continuous term of four (4) Years.
- 6.4 Regional Committee Members are elected to office for an initial two (2) Year term, and, if the relevant person continues to be a Member at the end of the term, they are eligible for re-election for the position of Regional Committee Member for further consecutive two (2) Year terms, with a maximum continuous term of eight (8) Years.

For the avoidance of doubt, the maximum continuous term for any person on the same Regional Committee shall be eight (8) Years.

- 6.5 A Regional Member may hold office on a Regional Committee, as well as on the Board.

## **7 Vacancies**

- 7.1 If the Regional Committee Chair resigns or is otherwise unable to carry out his or her duties then:
- 7.1.1 the Regional Committee Deputy Chair shall carry out the role of Regional Committee Chair for the time being; and
- 7.1.2 an election for Regional Committee Chair shall occur as soon as practicable. and the replacement Regional Committee Chair will become Regional Committee Chair immediately upon election;
- 7.1.3 an election process held pursuant to clause 7.1.2 shall follow the process established in clause 6.1 with all necessary modifications, including truncation of timeframes adopted by the Board to ensure the replacement of the relevant position as soon as practicable, provided that if there is less than one (1) Year left to run in the remaining term of the Regional Committee, the Regional Committee may resolve to not seek election of a replacement Regional Committee Chair; in which case the Deputy Chair

shall become the Regional Committee Chair and a new Deputy Chair shall be appointed by the Regional Committee.

- 7.2 In the absence of the Regional Committee Chair, the Regional Committee Chair's duties are to be discharged by the Regional Committee Deputy Chair. Should the Regional Committee Deputy Chair also be absent, any other Regional Member as chosen by the Board, or Regional Committee, is to discharge the duties of the Regional Committee Chair.
- 7.3 If the Regional Committee Deputy Chair resigns or is otherwise unable to carry out their duties, then the Regional Committee shall appoint a replacement Regional Committee Deputy Chair from within their number.
- 7.4 If a Regional Committee Member resigns or is otherwise unable to carry out their duties, then the Regional Committee may co-opt a replacement, at its discretion.

## **8 Finance**

- 8.1 The financial accounts of each Regional Committee will be integrated with those of NZIOB and form part of NZIOB's accounts. The National Office of NZIOB will provide relevant cost centre reporting.
- 8.2 The expenditure of each Regional Committee shall be in accordance with the annual budget of the NZIOB set by the Board or as otherwise approved by the Board. The Board will make provision for the activities of each Region and each Regional Committee in the budget.
- 8.3 All funds relating to the Region and a Regional Committee shall be managed by the National Office under the NZIOB's Constitution and Bylaws as part of the NZIOB's funds.

## **9 Regional Committee meetings**

- 9.1 Ordinary Meetings of the Regional Committee shall usually be held monthly.
- 9.2 Special Meetings of the Regional Committee may be convened at the request of the Regional Committee Chair and shall be convened upon the requisition in writing of three (3) Regional Committee Members, or on the request of the Board or at the request of a majority of any Branch Committee.
- 9.3 The Regional Committee Chair shall preside at any meetings of the Regional Committee at which they are present, failing that the Regional Committee Deputy Chair, and in their absence the Regional Committee Members present shall choose one of their number to chair the meeting.
- 9.4 In respect of Regional Committee meetings:
- 9.4.1 Notice of Meeting: At least ten (10) days' notice in writing shall be given of each Ordinary and Special Meeting and the nature of the business to be carried out at the meeting, unless there is a compelling reason for a Special Meeting to be held urgently.
  - 9.4.2 Quorum: At meetings of the Regional Committee a minimum of over one half or five (whichever is the greater) of the Regional Committee personally present shall form a quorum.

- 9.4.3 Business at a Special Meeting: At a Special Meeting, no business other than that for which it has been convened shall be transacted.

## **10 Specific Committees**

- 10.1 A Regional Committee may appoint any sub-committees it or the Board considers necessary or desirable, all of which shall perform their duties under the supervision of the Regional Committee and Board (as appropriate) and keep adequate records of their proceedings.
- 10.2 All sub-committees shall report to their relevant Regional Committee, or if requested by the Board, to the Board.

## **11 National Committees**

- 11.1 The Regional Committee will appoint as directed by the Board any representative required for National Committees.

## **12 Annual Regional Meeting**

- 12.1 Each year, the Regional Committee must give notice of an Annual Regional Meeting for Regional Members, to all Regional Members.
- 12.2 The Annual Regional Meeting of each Region shall be held in each year, at such time and place as the relevant Regional Committee shall determine, provided that the meeting be held within one (1) month of the NZIOB Annual General Meeting being held.
- 12.3 The business of the Regional Annual Meeting shall be:
- 12.3.1 Confirmation of the minutes of the previous Regional Annual Meeting.
  - 12.3.2 Presentation and adoption of a Regional Annual Report, summarising the key activities and issues as relevant to the Region.
  - 12.3.3 Confirmation of the persons holding office in the Regional Committee for that year.
  - 12.3.4 Business of which notice to Regional Members has been given.
  - 12.3.5 General business.
- 12.4 Such business shall include any matter of which notice has been given to the Regional Committee not less than thirty (30) days before the meeting, by any six (6) or more Regional Eligible Members.
- 12.5 Notice of any Regional Annual Meeting shall:
- 12.5.1 be given by the forwarding of a notice paper to Regional Members, including by electronic means, not less than fourteen days before the Regional Annual Meeting is to occur; and
  - 12.5.2 state the date, place and hour of the meeting, and the business to be considered, but the non-receipt of such notice by any Regional Member or the accidental omission to give notice to any Regional Member shall not invalidate the proceedings of the Regional Annual Meeting.

12.6 The following procedures apply at any Regional Annual Meeting:

- 12.6.1 The Regional Committee Chair shall preside at any Regional Annual Meeting at which he or she is present. In the absence of the Regional Committee Chair, the Regional Committee Deputy Chair shall preside. In the absence of the Regional Committee Chair and Regional Committee Deputy Chair, the Regional Members present shall choose one of their number to chair the Regional Annual Meeting.
- 12.6.2 If the membership of a Region is fifty (50) or more Eligible Members, then ten (10) of those Members shall constitute a quorum at a Regional Annual Meeting duly convened. If the membership of a Region is less than fifty (50) Eligible Members, then eight (8) of such Eligible Members present personally at a Regional Annual Meeting duly convened, shall constitute a quorum.
- 12.6.3 If within half an hour from the time appointed for a Regional Annual Meeting, a quorum is not present, the meeting shall lapse and be adjourned to such time and place as the Regional Members present shall determine. At such a postponed meeting, the business shall be transacted by the Regional Members present, who shall be deemed a quorum whatever their number.
- 12.6.4 The Regional Committee Chair of a meeting may, with the consent of a majority of those present and entitled to vote, adjourn that meeting and re-convene it at a different time, day and/or place. At any such reconvened meeting, no business other than the business left unfinished at the meeting from which the adjournment was made shall be transacted.
- 12.6.5 Subject to the approval of the Regional Committee Chair, any Regional Member shall have the privilege of introducing visitors at any Regional Annual Meeting . The Regional Committee may also invite visitors.

### **13 Special Meeting for Members of a Region**

- 13.1 A Special Meeting may be convened by the Regional Committee at its discretion, and must be convened within one (1) month of the receipt of a requisition signed by at least six (6) Regional Eligible Members, and specifying the business to be brought forward.
- 13.2 At such meeting, no business other than that for which it has been convened shall be transacted.
- 13.3 The same procedures shall apply at any Special Meeting as those apply for an Annual Meeting, with all necessary modifications.

### **14 Voting**

- 14.1 All Regional Eligible Members shall be entitled to receive notice of and be present at and to vote on any matters raised at a Regional Annual Meeting or Special Meeting, or in postal ballots conducted by or for the Region.

## **15 Branch committees**

15.1 The purpose of the Branch Committees is to:

- 15.1.1 represent NZIOB to local industry and others within the area of the Branch;
- 15.1.2 liaise with, and assist the Regional Committee on local and regional issues;
- 15.1.3 be the local liaison to the NZIOB;
- 15.1.4 coordinate and assist with local NZIOB events;
- 15.1.5 promote and advance NZIOB activities and initiatives;
- 15.1.6 raise awareness of NZIOB as an organisation;
- 15.1.7 feed the needs of local industry and profession back to the Regional Committee and the Board; and
- 15.1.8 support the growth of the NZIOB Membership.

15.2 Each Branch Committee shall:

- 15.2.1 Meet as necessary to conduct the affairs of the Branch, but should generally meet at least every two (2) months, with that meeting diarised good time in advance. At any Branch Committee meeting, two thirds of the Branch Committee shall constitute a quorum.
- 15.2.2 Make and keep minutes of each meeting, recording the decisions and actions agreed and assigned to individuals. These must be maintained by the Branch Committee but provided in copy to the relevant Regional Committee and National Office.
- 15.2.3 Consider Health and Safety compliance requirements for events and other activities as per guidance from the Board.

15.3 In addition to any Branch identified in clause 3.1, a Branch, and Branch Committee, may be established on application by prospective Branch Members to the Board for recognition as a Branch within a Region, provided that the prospective Branch and its proposed Branch Committee can demonstrate, to the satisfaction of the Board that:

- 15.3.1 the proposed Branch comprises Members from an appropriately distinct geographical area, usually around a city within a Region, and number at least ten (10);
- 15.3.2 the proposed Branch can identify at least four (4) Members within that geographic area who will constitute the proposed Branch Committee for that Branch; and
- 15.3.3 the proposed Branch has consulted with:
  - (a) the Branch, if any, to which the Members of the proposed Branch currently belong;
  - (b) any neighbouring Branches; and

(c) the Regional Committee to which the proposed Branch will belong.

15.3.4 the proposed Branch and its Branch Committee undertake to be bound by the Constitution, Bylaws and to promote the interests and objects of the NZIOB.

15.4 Branches may, through their Branch Committees, regulate their own procedures and adopt additional rules as they see fit, provided they are not in conflict with the NZIOB Constitution and Bylaws, including this Bylaw.

15.5 The structure of the Branch Committees must be as follows:

15.5.1 a Branch Committee Chair, decided upon by the Branch Committee members (the Branch Committee Chair can at his or her election also join the Regional Committee); and

15.5.2 up to six (6) other Members belonging to the Branch .

15.6 The appointment of Branch Committee Members:

15.6.1 may be by:

(a) informal nomination and confirmation by a majority of the Members of the Branch ; or

(b) a more formal process at the election of the relevant Branch Committee, or direction of the relevant Regional Committee or the Board; and

15.6.2 shall be timed to broadly coincide with the election cycle of the Regional Committees and Board; but

15.6.3 provided that any and all appointments to a Branch Committee must be ratified by the relevant Regional Committee.

**Appendix 1. Region boundaries**



---

# Appendix 11:

## NZIOB Brand Guidelines (2016)

[< BACK TO CONTENTS PAGE](#)





# Brand Guidelines 2016

## Logo

Use the logo with tagline when possible, or when the tagline is not being used as a design feature elsewhere.

Logo with tagline on white background



Logo without tagline on white background



Use version without tagline if tagline becomes too small to read easily



When the logo is on a black background the text is reversed into white.

Logo with tagline on white background



Logo without tagline on white background



## Logo

Do not place the logo against other items or stretch the logo to fit a space, always scale proportionately.

Always leave a clear area around the logo

- at least 1 x 'B' above and below
- at least 2 x 'B' on each side



Never stretch the logo to fit, or anyone else's logo.



## Colours

Use the following colours for graphics used online, for print or when matching to Pantone colours.

RGB  
(Online)

	R0	G0	B0
	R210	G35	B42
	R38	G142	B205
	R255	G236	B0

CYMK  
(Print)

	C20	M20	Y20	K100
	C15	M100	Y100	K0
	C77	M33	Y0	K0
	C0	M2	Y100	K0

PMS  
(Pantone)

	Pantone Black C
	Pantone 186 C
	Pantone 299 C
	Pantone Yellow C



KNOWLEDGE. EXPERTISE. EXPERIENCE.

## Fonts

The aim here is for consistency across communications from the NZIOB and using the same font will help do this

This font has been selected as everyone can use it, and everyone can view it at the receiving end.

Arial also visually connects to the font in the logo.

---

### In-house font:

**Arial**

**Arial Regular**

**Arial Bold**

*Arial Italic*

***Arial Bold Italic***

Aa Bb Cc Dd Ee Ff Gg Hh Ii Jj Kk Ll  
Mm Nn Oo Pp Qq Rr Ss Tt Uu Vv Ww  
Xx Yy Zz

**Aa Bb Cc Dd Ee Ff Gg Hh Ii Jj Kk  
Ll Mm Nn Oo Pp Qq Rr Ss Tt Uu Vv  
Ww Xx Yy Zz**

New Zealand's steadfast nuclear policy foreign minister, Manouchehr Mottaki nuclear reactor in Tehran creates tension. Labour surges in governmental polls while the Queen offers £60,000 for information reward ten Kiloton mass detected in food storage revolutionary 1967 experimental exposé.

New Zealand's steadfast nuclear policy foreign minister, Manouchehr Mottaki nuclear reactor in Tehran creates tension. Labour surges in governmental polls while the Queen offers £60,000 for information reward ten Kiloton mass detected in food storage revolutionary 1967 experimental exposé.

## Fonts

For items such as advertisements, banners, posters, promotions and printing done by designers or not in-house the NZIOB uses Helvetica Neue.

Helvetica Neue provides a few more weights and options than Arial which is used in-house.

Helvetica Neue is used for the NZIOB logo.

---

Design font:

Helvetica Neue

Helvetica Neue 55 Roman

**Helvetica Neue 75 Bold**

*Helvetica Neue 55 Italic*

**Helvetica Neue 75 Bold**

Aa Bb Cc Dd Ee Ff Gg Hh Ii Jj Kk Ll

Mm Nn Oo Pp Qq Rr Ss Tt Uu Vv Ww

Xx Yy Zz

**Aa Bb Cc Dd Ee Ff Gg Hh Ii Jj Kk**

**Ll Mm Nn Oo Pp Qq Rr Ss Tt Uu Vv**

**Ww Xx Yy Zz**

New Zealand's steadfast nuclear policy foreign minister, Manouchehr Mottaki nuclear reactor in Tehran creates tension. Labour surges in governmental polls while the Queen offers £60,000 for information reward ten Kiloton mass detected in food storage revolutionary 1967 experimental exposé.

New Zealand's steadfast nuclear policy foreign minister, Manouchehr Mottaki nuclear reactor in Tehran creates tension. Labour surges in governmental polls while the Queen offers £60,000 for information reward ten Kiloton mass detected in food storage revolutionary 1967 experimental exposé.

## Business Cards

Public Eye has the master file for business cards.

We can create new staff members business cards and print, or supply print files for your printer.

Cards are sized 90 x 55 mm

Printed on 400gsm paper with matte micro-laminate on both sides.

Please supply all details for new cards

- Name
- Job title
- Qualifications
- Office phone
- Mobile phone
- Email address
- Office address



## A4 Letterhead

NZIOB and Public Eye have the master file for the A4 Letterhead, Word Document.

Public Eye can make amends if needed to the header and footer of the document.

Text should be set in Arial at 10.5pt with 1,25 line spacing.



**New Zealand  
Institute of  
Building**  
KNOWLEDGE. EXPERTISE. EXPERIENCE.

04 282 1484  
Info@nzio.org.nz  
8/108 The Terrace  
PO Box 10 814  
Wellington 6143

---

20 October 2015

Mr / Mrs Smith  
PO Box 123 456  
Thorndon  
Wellington

Dear Mr Smith,

This is the A4 letterhead template for the NZIOB from October 2015 onwards. Text is set in the front Arial at the size of 10.5pt with a line spacing of 1.15.

The first page has the full header and follow on pages will automatically have a more minimal header.

Pita sumquod ioribus sanis est, sum voluptatet dolectio qui doluptamus evento explit idipis sum idi quid estrum volorio ratur. Et explabo reptatem dollabores earuptatia nis paribus et experibus volupta quiatem ius volorum qui ut rae. Nulla vel into quaturi cone nullecturiam faceaque sim nobitat usdant haribusant et, te modit quatur sum, underum ratemporibus si quame aut dolorepro moluptate lautemp orporep edipidebitae a pa que ex es magnien diorrov itibus dolupta musciis a pa nus di te eum quias inctum fugit, aceruptur ressum amustio nsenimpos aboria corepediosam quae vel magnim nimporehenet volectore verspic tem quosam, alit ullibea corit quam que consed et et, corumque cusae nis es adis expel incipsa ndandis ma niendi qui con eaquis sequatum endicie necabor enectot amendae. Ut id quo oditatibus ullore alignatur? At vollaboresti omnin et quia posa apitiatur re doluptat et as et, omnime et facull ictat.

Icid ex explacatias in corrorenet quam quas quibust, quat volesto tatempo reratur, susapiet ut porum auda voluptium sus, omni omnimintiam hiilgent evel maiorest, quiata sitioriorero volupta tecus, simi, omnimi, ex estem vent hillatium lam erectenest quis dolorent debis simagnam fuga. Ut vellore mporem re parchicto volupta quibus, ommolor epudam, consecot otatusa ectatecto odit, utaecab oreicil iusanihitem aut porro et ipsunt hilliquas es as di cus maximin vendam est, si ratemol umquate derum fugiamenias enis re nim consecotis dellaborero omnim non re velignia simetur?

Ant harum eos alibus, sint.

Sa plant escitatur as abo. Itatet ut aperfernate id molupti oreseque pe inulla dolupta tibusap ienisque voluptas reribusa vidi ut la ium ut laborrorest, omniae consequo ma sequatu riandam, aut quaerovid et occupatquia dolore cum acesequo bea sequam nonsed quatat quod estist quantem delessumqui ad eum licipsu ndipsa si comnis et perrum voluptur alitis etus, iunti intibus esequi niamenimus.

Sandiste nimus est que parum quiatatio ipsant aut voluptat.

Ab inimin rest dolores tiuntem. Tatist audis everrum, accust eate cusandit reicum sunt, odit ad et magnat. Nis aces exceatiunt et alia nimolendam facerum qui sundi raernat et era in non parchiciet ut lam ium sequi coratusam sectiam velibust, sint ut qui diosim perciisto imusam, si inti alis excea que voluptae nosa et vellore stotate molorpor rendelique as aut mod quunt.

Aliquatibus. Buscpienda nos et repudio nsedit velecae nonsequae susaperiae. Itamendis dolupta quosand ellupta volor reprenati a consendia voluptur, sapero ipsant arcilla borpor mos sintio. Nam veleseque pores dolorum ut voluptate aliquate eum re pererum vit etur, simporpore providunt odita que et volut qui omniatur

---

[www.nzio.org.nz](http://www.nzio.org.nz)

s ad quas re es iduci odis abor sitae  
struptae nitis molorum eos doluptia  
us raes seque dolupta volorer  
volupta epudit aut re voluptae as ea

facessequo molectem et,  
quam inus experit atiu?  
simosseque exceate velenih  
erferia doluptatem faccumqui  
lab ipsam illit eum dolupis si dipsus  
que eum ea ape simin natum faceat  
aspero conest, tem. Ut ut plictat id ut  
perit ionsed mi, sim es explab  
tenima dem sin nitinis de  
im im nulpa experunt etus, cus illa  
cius ut et andam venda quam

officim volorum qui con consequas  
m inisti officipsanto id et, quiam  
mmolectam, qui utem quatis ea  
diatem. Ut dolupta temolup tatione

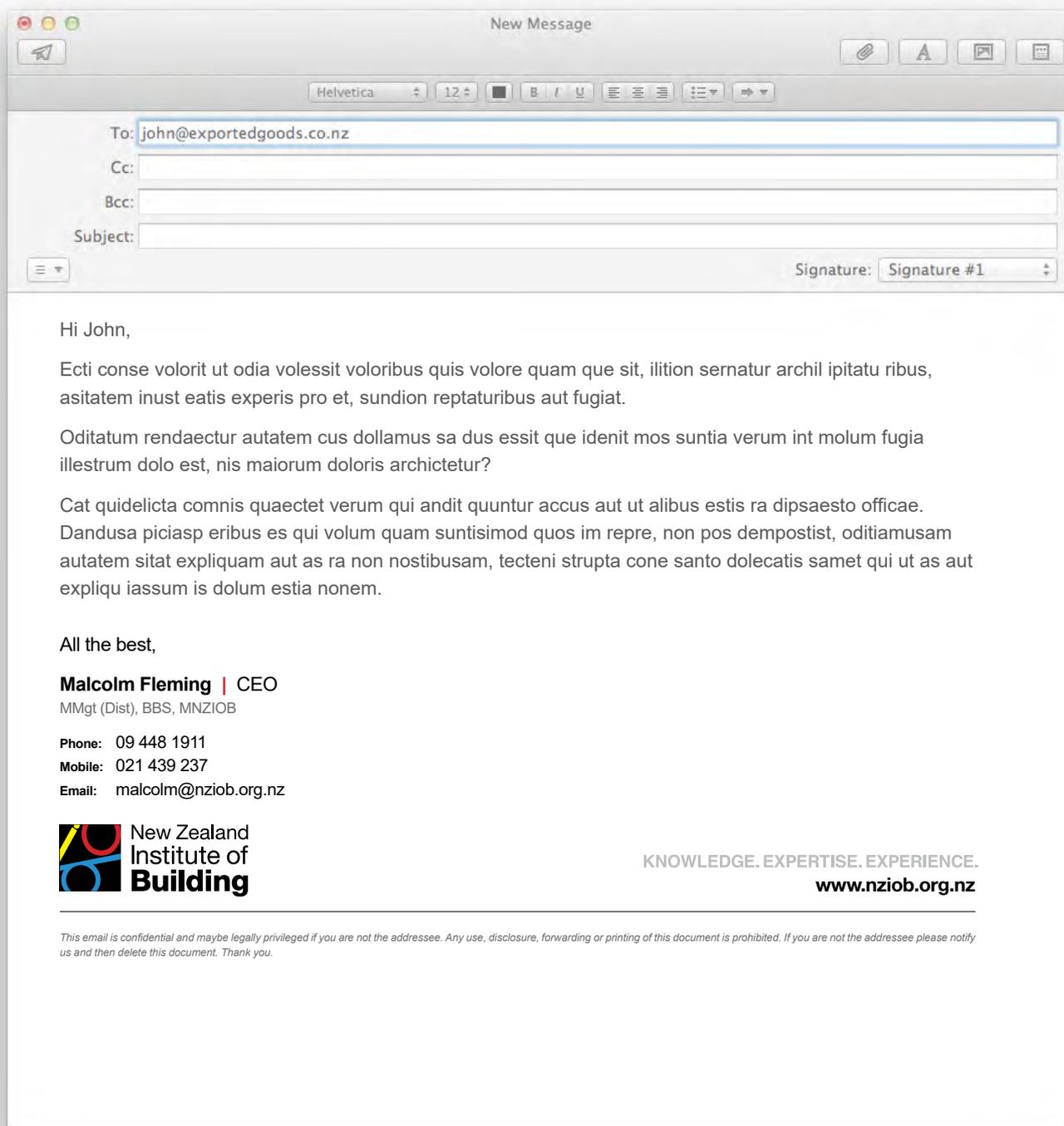
od eium eum inveni nonectur? Vitiis

## Email Signatures

NZIOB has the template for the NZIOB email signatures.

Email text should always be set in Arial at 12 to 14 pt.

Make sure the logo links to [nziob.org.nz](http://nziob.org.nz) when clicked.



---

# Appendix 12:

## Regional Committee Role Description (2019)

[< BACK TO CONTENTS PAGE](#)



---

## NZIOB 'Regional Committee' Role Description

The role of the NZIOB Regional Committees is to:

- Align with and support the National Board Strategic Plan initiatives & outcomes;
- Align with and support the Constitution, By-laws and Policies of the NZIOB;
- Act professionally and in line with the expectations of leadership of a professional organisation, as outlined in Ethics and Conduct Bylaw;
- Follow the guidelines of the Governance Manual;
- Arrange events within their Region that provide CPD and networking opportunities for the membership;
- Arrange for sponsorship of Regional events, liaising with the National Office to ensure there is no conflict with the National Sponsorship Agreements;
- Attend Region events wherever possible;
- Maintain their individual CPD points as an example to the membership;
- Show commitment to increasing and maintaining membership (including students) in their Region;
- Support the National Office with completing the membership process;
- Assist with setting the annual budget for the Region;
- Act within the budget parameters that the National Board has approved;
- Provide feedback to the National Office and National Board with regard to areas of success or where changes or improvements could be made;
- Actively support the establishment and ongoing operations of the Region's Branch Committee(s) and the activities that occur in the Branch locations;
- Recommend Chapter Awards;
- When requested, provide advice to the National Board with regard to other Awards;
- Arrange a handover process/event following the election of a new Regional Committee; and
- Support the National Office with the following:
  - Encouraging entries into the New Zealand Building Awards (and Awards project database);
  - National events organised by the National Office to be held in your Region;
  - AGM's when they are held your Region;
  - Material for NZIOB publications and newsletters; and
  - Award nominations.



---

The NZIOB National Office will provide the Regional Committees with the following support:

- Remote administrative support;
- Advertising and registrations for Regional events;
- Regional event updates on social media;
- Monthly financial reports (Region's Profit & Loss, Outstanding Membership Fees, Aged Debtors);
- Receipt and initial vetting of Membership applications;
- Management of the Membership process;
- Support in sourcing sponsors where appropriate;
- Management of the election processes;
- 'Lite' Minutes from National Board Meetings; and
- Communication on National strategies, areas of focus and events.