



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.