

Previous registered version as at 19 April 2024

Amendments approved at AGM 3 October 2024

Infrastructure Asset Management Professionals Incorporated

Constitution

Incorporating amendments resolved at the AGM on 3 October 2024 to revise the 19 April 2024 registered Constitution:

1. Ensure compliance with the Incorporated Societies Act 2022.
2. Update the Purpose of the organisation.
3. Various consequential amendments and other drafting adjustments

Signed by: on 3 October 2024

Gary Porteous
President



Steve Browning
Vice President



Nicola Chisnall
Board Member



Table of Contents

Name, registered office, purpose and powers.....	3
Name.....	3
Registered office.....	3
Purpose.....	3
Powers of IAMP.....	4
Membership	4
Classes of membership	4
Life Members.....	5
Honorary Members.....	5
Corporate Members.....	5
Notice to Members	6
Application and admission	6
Member duties.....	6
Ceasing to be a Member	7
Suspension, sanctions, or expulsion.....	7
Subscriptions.....	7
Division into branches	8
Liability of Members.....	8
Professional Practice Accreditation.....	8
Accreditation applications	8
Board to set accreditation requirements	8
Complaints	8
The Board.....	9
Board composition.....	9
Term of appointment	9
Eligibility and election procedures.....	9
Eligibility for voting.....	11
Election irregularities	11
Vacation of office.....	11
Casual vacancies	11
Functions and powers of the Board.....	11
Board functions	11
Bylaws.....	11
Finance	12
Board meetings and decisions.....	12
Board special and emergency meetings	12
Irregularities.....	12
Vice President	12
Chief Executive	13
Committees	13
Indemnity and Insurance	13
General Meetings.....	13
Annual General Meetings and notice	13
Special General Meetings and notice	14
Notice of motion.....	14
Notice of business	14
Minutes.....	14
Chairperson.....	14
Quorum	14
Voting rights	15
Written resolutions.....	15
Irregularities.....	15
Special Interest Groups (SIGs)	16
Establishment of Special Interest Groups	16
SIG activities	16

SIG committee.....	16
Funds and audit.....	16
Financial year	16
Control of funds	16
Auditor.....	17
Accounts to Auditor	17
Honoraria	17
Dispute resolution	17
Meanings of dispute and complaint	17
How complaint is made.....	18
Person who makes complaint has right to be heard.....	18
Person who is subject of complaint has right to be heard	18
Investigating and determining dispute.....	19
IAMP may decide not to proceed further with complaint	19
IAMP may refer complaint	19
Decision makers.....	20
Miscellaneous.....	20
Alteration to Constitution.....	20
Conflicts of Interest.....	20
Personal pecuniary profit.....	21
Winding up	21
Distribution on winding up.....	21
Interpretation	21

INFRASTRUCTURE ASSET MANAGEMENT PROFESSIONALS INCORPORATED

Name, registered office, purpose and powers

Name

- 1 The name of the society is Infrastructure Asset Management Professionals Incorporated, in this Constitution referred to as 'IAMP'.

Registered office

- 2 The registered office of IAMP shall be at such place as the Board shall determine from time to time. Notice of every change in the registered office of IAMP shall be given to the Registrar of Incorporated Societies.

Purpose

- 3 The Purpose of IAMP is to enhance the capability of infrastructure asset management professionals for Aotearoa New Zealand, including by:
 - 3.1 Upholding and improving the status of infrastructure asset management in Aotearoa New Zealand.
 - 3.2 Promoting and encouraging appropriate asset management standards for all infrastructure assets.
 - 3.3 Advocating, on behalf of Members, to strive for asset management excellence.
 - 3.4 Administering professional practice accreditation for individuals and organisations.
 - 3.5 Fostering the sharing of knowledge among:
 - Members

- those working with infrastructure assets
 - local government elected members and officials, and central government officials and others with accountability for infrastructure assets
 - associations and organisations with similar objectives within Aotearoa New Zealand.
- 3.6 Aligning with and collaborating on infrastructure asset management knowledge, standards and practices with a worldwide community of peer organisations.
- 3.7 Encouraging, sponsor and promote research into all aspects of infrastructure asset management.
- 3.8 Providing benefits for Members, including opportunities for continuing professional development and networking.
- 3.9 Taking any other action which in the opinion of the Board will be to the benefit of the public of Aotearoa New Zealand, Members, local or central government, or infrastructure asset management generally.
- 4 The Purpose of IAMP shall be carried out in or to benefit people in Aotearoa New Zealand. IAMP may carry out activities outside Aotearoa New Zealand to further the Purpose of IAMP, but only if it is considered that such activities will advance the Purpose of IAMP or be of ultimate benefit to Members or the public of Aotearoa New Zealand.

Powers of IAMP

- 5 In addition to its statutory powers, IAMP shall have all the powers of a natural person to advance the Purpose of IAMP, including the power to do anything considered desirable to that end. By way of illustration only, IAMP:
- 5.1 May trade under any name and brand and secure related intellectual property rights.
- 5.2 May use its funds to pay the costs and expenses of furthering or carrying out its Purpose and may employ such people as necessary.
- 5.3 May, purchase, lease, hire or otherwise acquire, may exchange and may sell, lease or otherwise dispose of property, rights or privileges to further or carry out its Purpose as necessary.
- 5.4 May negotiate joint venture agreements or other contracts to achieve IAMP's Purpose.
- 5.5 May invest in any investment in which a trustee may invest.
- 5.6 Shall have the power to borrow or raise money by debenture, bonds, mortgage and other means with or without security. However, unless the borrowing is from a wholly owned subsidiary, this borrowing power shall only be exercised by a resolution at an Annual General Meeting or Special General Meeting.
- 5.7 May acquire or subscribe for shares or other equity securities in any company or other incorporated body to further or carry out its Purpose.
- 5.8 Shall have the power to do all lawful acts and things incidental or conducive to achieving IAMP's Purpose.

Membership

Classes of membership

- 6 Membership of IAMP shall be available in the following classes:
- 6.1 Full Member: Persons regularly employed in Aotearoa New Zealand in the provision of infrastructure asset management services.
- 6.2 Student Member: Persons undertaking study in Aotearoa New Zealand towards a tertiary qualification relevant to the provision of infrastructure asset

management services, provided they are not currently employed or contracted for more than 40 hours per month.

- 6.3 Emerging Member: Persons regularly employed in Aotearoa New Zealand who at the start of a financial year have been employed for less than five years in the provision of infrastructure asset management services.
 - 6.4 Senior Member: Persons in Aotearoa New Zealand who are 65 years of age and older at the start of a financial year and are no longer regularly employed or contracted for the provision of infrastructure asset management services.
 - 6.5 Life Member: Members elected at an Annual General Meeting or Special General Meeting as provided in rule 8.
 - 6.6 Honorary Member: Persons elected at an Annual General Meeting or Special General Meeting as provided in rule 10
 - 6.7 Corporate Member: Organisations in Aotearoa New Zealand involved in the provision of infrastructure asset management services, and their suppliers and advisors, as provided in rule 12.
 - 6.8 International Member: Persons not in Aotearoa New Zealand who support the Purpose of IAMP.
- 7 The Board may make changes to membership classes and eligibility criteria as determined by the Board from time to time.

Life Members

- 8 IAMP at any Annual General Meeting or Special General Meeting on the recommendation of the Board and on the approval by two thirds majority of those Members present and entitled to vote under rules 114 to 116, may elect to Life Membership any Member either practising or retired who by reason of their activities has rendered particularly outstanding and distinguished service to IAMP and its predecessors or to infrastructure asset management.
- 9 Life Members shall be exempt from annual subscription and shall have all the powers and privileges of Full Members.

Honorary Members

- 10 IAMP at any Annual General Meeting or Special General Meeting on the recommendation of the Board may elect to Honorary Membership any person who by reason of their activities has rendered outstanding service to IAMP and/or infrastructure asset management.
- 11 Honorary Members shall be exempt from annual subscriptions, shall be eligible to attend any meetings of IAMP and speak on any matters before the meeting but shall not be entitled to vote.

Corporate Members

- 12 The following corporate bodies are eligible for admission as Corporate Members of IAMP:
 - 12.1 Local authorities, Council Organisations and Council Controlled Organisations as defined in the Local Government Act 2002;
 - 12.2 Government Departments, Crown Entities, Crown Companies and State Owned Enterprises;
 - 12.3 Companies and other organisations.
- 13 A Corporate Member of IAMP may nominate specific people in Aotearoa New Zealand to be members of IAMP and / or a number of membership positions that it will be responsible for. This nomination must be made in writing to the Chief Executive.
- 14 Any specific person nominated by a Corporate Member to be a member of IAMP or a person utilising a membership position associated with that Corporate Member, must comply with the membership requirements set out in rules 6.1-6.4. If admitted, these members (as nominated by a Corporate Member) will have the same rights and responsibilities as any

other Member of IAMP. However, the Corporate Member shall be responsible for paying the subscriptions, levies and charges imposed under rule 33.

Additional information

- 15 Every Member is responsible for ensuring their email address recorded on their profile in the members' only area of the IAMP website is current and accessible by them to receive notices.
- 16 If a member is to be in the class of Senior Member it is their responsibility to ensure that their date of birth is recorded on their profile in the members' only area of the IAMP website.
- 17 If a member is to be in the class of International Member it is their responsibility to ensure that their non-Aotearoa New Zealand address is recorded on their profile in the members' only area of the IAMP website.
- 18 If a member is to be in the class of Student Member it is their responsibility to ensure that once achieved, the date of completing their tertiary qualification, relevant to the provision of infrastructure asset management services, is recorded on their profile in the members' only area of the IAMP website.

Notice to Members

- 19 All notices required by the Constitution to be given to Members shall be sent by electronic mail to the email address recorded on their profile in the members' only area of the IAMP website.

Application and admission

- 20 Applications for membership of IAMP shall be in such form as is presented on the IAMP website and shall be supported by whatever information the Board may require by way of general policy, or as it considers desirable in any particular case, and will include at least:
 - 20.1 The applicant's consent to becoming a Member:
 - 20.2 The applicant's acknowledgement they will be bound by this Constitution; and
 - 20.3 The applicant's name and contact details, including their email address and their primary workplace or residential address, and their phone number.
- 21 Applications for membership in classes Full Member, Student Member, Emerging Member, Senior Member, International Member or Corporate Member shall be considered by the Chief Executive for approval and admission. The Chief Executive must report all approved new Members to the Board and record the date of admission for each new Member with that Member's profile in the IAMP website.
- 22 Applicants may appeal to the Board in the event that their membership application is declined by the Chief Executive. All decisions made by the Board on the admission of new members in classes as Full Members, Student Members, Emerging Members, Senior Members, International Members or Corporate Members shall be final.

Member duties

- 23 All Members must:
 - 23.1 Comply with this Constitution and any Bylaws, and any later changes to them.
 - 23.2 Pay on time all fees, subscriptions, registrations, charges, penalties, or other amounts validly charged to them by IAMP.
 - 23.3 Conduct themselves at all times in a manner consistent with being a fit and proper Member of IAMP.
 - 23.4 Conduct themselves in a manner that does not damage the rights or interests of a Member or the rights or interests of Members generally.

Ceasing to be a Member

- 24 Subject to rule 47, any Member shall be entitled to resign, and such resignation shall take effect from receipt of written advice received by the Chief Executive. Such action shall not relieve the member from any responsibility for the payment of outstanding subscriptions and levies. No refund of any subscription or levy in relation to the financial year in which a member resigns shall be granted.
- 25 If a Corporate Member resigns its membership under rule 24, all Members nominated by that Corporate Member will be treated as having relinquished their membership as at the end of the financial year following receipt of the written advice of resignation.
- 26 A Member ceases to be a member on their death, or if a Corporate Member on liquidation or deregistration.
- 27 For each Member who ceased to be a Member within the previous 7 years, IAMP will maintain records of:
- 27.1 The former Member's name;
 - 27.2 The date the former Member was admitted as a Member (if known); and
 - 27.3 The date the former Member ceased to be a Member.

Suspension, sanctions, or expulsion

- 28 A Member may, at the discretion of the Board, have their membership and/or, in the case of an accredited Member, their accreditation, suspended if that Member is subject of a complaint or the Board has reasonable grounds to believe that the Member may have engaged in Serious Misconduct.
- 29 A Member may, at the discretion of the Board, be expelled from IAMP, reprimanded, or admonished if a complaint is upheld against the Member, or the Member is found to have engaged in Serious Misconduct.
- 30
- 31 Any appeal against suspension, reprimand, admonishment, or expulsion shall be heard by the Board as soon as is practicable when the Member or their representative may make submissions supporting the appeal and be questioned. Appeal decisions shall be made by a three-fourths majority of the Board present at the hearing and shall be final.
- 32 If a Corporate Member is expelled from membership under this rule all Members nominated by that Corporate Member will be treated as having relinquished their membership.

Subscriptions

- 33 Members (excluding Student Members, Life Members and Honorary Members) shall pay an annual membership subscription as determined by the Board.
- 34 Any Member, whose subscription remains unpaid after three months from the due date, shall, upon resolution of the Board, forfeit their membership and their name shall be removed from the register of Members.
- 35 The Chief Executive shall, as soon as practicable, after 1 October in each year advise the Board of those ceasing to be Members under rule 34.
- 36 Cessation of membership for any reason, except due to their death, will not free any former Member from liability to pay all money due to IAMP at the date their name was removed from the register of Members, unless they can prove extenuating circumstances to the satisfaction of the Board.
- 37 Reinstatement of membership shall be complete when:
- 37.1 Written application is made to the Board, and
 - 37.2 Any reinstatement fee prescribed by the Board has been paid, and
 - 37.3 The Board or any committee to which is delegated the appropriate authority has by resolution approved the reinstatement.

- 38 The reinstatement fee may however, in any individual case be waived by the Board, where in its opinion, such action is warranted, taking into account the circumstances pertaining to that case.
- 39 If a Corporate Member forfeits its membership under rule 34 all Members nominated by that Corporate Member will be treated as having relinquished their membership at that same date.

Division into branches

- 40 IAMP membership shall be divided into branches as set out in Appendix 1. An Annual General Meeting of IAMP must approve the formation of new branches, the dissolution of existing branches, or the alteration of boundaries between branches.
- 41 Each Member shall be a member of the branch in which either their primary work-place or their primary residence is situated, as nominated by the Member, except for International Members. An International Member is not a member of a branch.
- 42 Branch Chairs will;
- 42.1 represent at the Board the interests of their branch Members; and
 - 42.2 arrange events and activities in their branch to advance the Purpose of IAMP with the support of IAMP staff.

Liability of Members

- 43 No Member shall, by virtue of being a Member, be under any liability in respect of any contract or other obligation made or entered into on behalf IAMP.

Professional Practice Accreditation

Accreditation applications

- 44 Any Member, except a Corporate Member, may apply for accreditation as an:
- 44.1 Asset Management Associate and, if awarded, may use the post nominal AMA for the duration of their accreditation; or
 - 44.2 Asset Management Chartered Professional and, if awarded, may use the post nominal AMCP for the duration of their accreditation.
- 45 Any Corporate Member may apply for accreditation, and, if awarded, may refer to themselves as an Āpōpō Accredited Organisation for the duration of their accreditation.

Board to set accreditation requirements

- 46 The Board shall set:
- 46.1 a process for receiving, assessing and appealing any application under rules 44 and 45;
 - 46.2 the criteria met by any applicant awarded accreditation;
 - 46.3 the criteria to be met on an ongoing basis for any accredited Member to retain their accreditation;
 - 46.4 any fees, levies or penalties charged to a Member in relation to accreditation; and
 - 46.5 a process for receiving, investigating, resolving, and appealing any complaint regarding an accredited Member that is consistent with rules 143 to 164.

Complaints

- 47 Any accredited Member who is the subject of a complaint:
- 47.1 must fully participate in any investigation into the complaint;

- 47.2 may not resign their membership until the complaint is withdrawn, dismissed, or upheld and, if upheld, any penalty imposed is paid;
- 47.3 may, if the complaint is upheld, be required to relinquish their accreditation or comply with the directions of the Board;
- 47.4 will, if the complaint involves Serious Misconduct, have their accreditation suspended until the complaint is withdrawn, dismissed, or upheld;
- 47.5 must, if the complaint involves Serious Misconduct and is upheld, immediately relinquish their accreditation and pay any penalty imposed.

The Board

Board composition

- 48 The Board shall comprise the following (together the Board):
 - 48.1 The President.
 - 48.2 The five Branch Chairs.
 - 48.3 Six Members elected to the Board ('Elected Members').
 - 48.4 Any person co-opted onto the Board under rule 49.
- 49 The Board shall have power to co-opt any person onto the Board, to deal with specific issues. Any person co-opted under this rule shall retire from the Board at the next Annual General Meeting but shall be eligible for co-option by the newly elected Board.
- 50 All members of the Board must:
 - 50.1 be natural persons;
 - 50.2 have consented in writing to be a member of the Board; and
 - 50.3 have certified they are not disqualified by the Act from being elected or appointed as a member of the Board.
- 51 No Member shall fill more than one of the following positions concurrently:
 - 51.1 President
 - 51.2 Elected Member
 - 51.3 Branch Chair.

Term of appointment

- 52 The President shall, unless they resign earlier, be elected for a two year term concluding at the end of the Annual General Meeting in alternating years and not then being eligible for immediate re-election.
- 53 Elected Members shall, unless they resign earlier, be elected for a two-year term, with the three longest serving Elected Members (as measured from their last date of election) standing down at each Annual General Meeting but being eligible for re-election. If more than three Elected Members are elected at an Annual General Meeting then three of those elected shall serve a two year term and the remainder shall serve a one year term. From those elected, the person(s) to serve a one-year term will be determined by lot.
- 54 Branch Chairs shall, unless they resign earlier, be elected for a one-year term, standing down at each Annual General Meeting but being eligible for re-election.

Eligibility and election procedures

- 55 Candidates seeking election as a Board member must be either Full Members, Emerging Members, Senior Members or Life Members. Honorary Members, International Members, Corporate Members and IAMP staff are not eligible to be Board members.

- 56 Nominations for Board members must be made in writing by a separate proposer and seconder, and separately signed by the candidate, and received by the Chief Executive by the date specified in the notice sent under rule 59.
- 57 Only Full Members, Emerging Members, Senior Members and Life Members are able to propose or second the nomination of Board members.
- 58 Candidates seeking election as a Branch Chair must be a Member of that branch and be proposed or seconded by at least one Member of that branch.
- 59 Not later than one month before an Annual General Meeting, IAMP must call for nominations for election of Board members for vacant or vacated positions by notice sent to Full Members, Emerging Members, Senior Members and Life Members specifying:
- 59.1 the form which the nomination must take;
 - 59.2 the date by which nominations must be received by the Chief Executive; and
 - 59.3 the electronic address to which nominations must be sent.
- 60 By not later than 15 days before an Annual General Meeting, IAMP must send an email to each Member, setting out:
- 60.1 the biographical details of each candidate;
 - 60.2 on-line voting papers and details of the procedure for on-line voting in respect of the election, including the closing time for voting; and
 - 60.3 such other information as IAMP may determine.
- 61 Eligible Members may then vote on-line, using the on-line voting papers according to the procedure prescribed by IAMP.
- 62 A Corporate Member's representative must exercise that Corporate Members' votes in person, and all other votes must be exercised personally and not by proxy. Each Member entitled to vote is entitled to one vote only. If IAMP is satisfied that a Member has voted more than once, or the Member has not voted in accordance with the relevant prescribed procedures, or the Member is not eligible to vote, the Member's votes will be invalid.
- 63 IAMP may appoint one or more scrutineers to assist in respect of the election process.
- 64 The election will be on a 'first past the post' basis.
- 65 Where, after the closing date for nominations,
- 65.1 there is only one candidate for President, the candidate is declared elected as President;
 - 65.2 the number of candidates nominated to Elected Member positions is equal to or less than the number of positions available, the candidates are declared elected to the relevant positions;
 - 65.3 there is only one candidate for a Branch Chair position, the candidate is declared elected as Branch Chair for that Branch.
- 66 If a person is a candidate for election to more than one office, the result of the election must be declared in the order of: President; Elected Members, Branch Chair. If the candidate is successfully elected to one of the above offices then his or her candidatures for any remaining offices must be treated as withdrawn.
- 67 No election will be invalidated as a result of any Member eligible to vote not receiving either a notice calling for nominations or an on-line voting paper.
- 68 No election will be invalidated by reason of non-compliance with the time requirements set out in rules 59 and 60.
- 69 The results of an election must be declared at or before the Annual General Meeting in the year in which the election is held or as soon after as is reasonably practicable.
- 70 All newly elected Board members shall take office at the conclusion of the Annual General Meeting.

Eligibility for voting

- 71 All Members other than Student Members, International Members and Honorary Members are eligible to vote at an election of the President and Elected Members, unless the Member owes an amount to IAMP that is overdue as at 10 days prior to the closing time for voting. A Corporate Member's representative, appointed by the Corporate Member in writing, is eligible to cast the number of votes that are equivalent to the number of membership positions paid for by the Corporate Member minus any votes cast by Members who have been nominated by that Corporate Member as specific Members.
- 72 All Members of a branch other than Corporate Members, Student Members, International Members and Honorary Members are eligible to vote at an election of that branch's Branch Chair, unless the Member owes an amount to IAMP that is overdue as at 10 days prior to the closing time for voting.

Election irregularities

- 73 The Constitution or acts and decisions of the Board shall not be invalidated on the grounds that the number of members of the Board is incomplete or because of any error or irregularity in the election or appointment of any Board member.

Vacation of office

- 74 The office of a Board member shall be vacated if he or she:
- 74.1 ceases to be a Member, or
 - 74.2 resigns from office by sending their resignation to the Chief Executive in writing, and on receipt of that resignation by the Chief Executive it shall become effective; or
 - 74.3 is absent from three consecutive ordinary meetings of the Board without leave of absence being granted by the Board, or
 - 74.4 being a Branch Chair, moves permanently from the branch he or she represents; or
 - 74.5 following a fair process, is found by resolution of a 75 per cent majority of the Board to be in breach of their responsibilities of office, as set out in the Board Charter; or
 - 74.6 no longer meets the qualification requirements set out in the Act.

Casual vacancies

- 75 In the event of any vacancy occurring in the membership of the Board between Annual General Meetings of IAMP, that vacancy shall either:
- 75.1 remain unfilled until the next Annual General Meeting, or
 - 75.2 be filled by appointment by the Board for a term that concludes at the next Annual General Meeting.

Functions and powers of the Board

Board functions

- 76 The Board is responsible for the governance of IAMP and is accountable to Members for advancing IAMP's Purpose.
- 77 The Board may exercise all the powers of IAMP subject to the Act, except those powers that this Constitution requires to be exercised by an Annual General Meeting or Special General Meeting.

Bylaws

- 78 The Board may make and amend codes of conduct, bylaws, charters, terms of reference, policies and procedures for the conduct and control of IAMP activities applicable to the Board

or Members (together Bylaws), provided they are consistent with this Constitution, the Act, regulations made under the Act, and other legislation.

Finance

- 79 Control of IAMP's funds is vested in the Board. The Board may authorise any expenditure it considers necessary to further the Purpose, including (but not limited to) exercising all the powers set out in rule 5.
- 80 The Board will ensure the financial accounts are kept up to date and accurately capture all revenue and expenditure and the assets and liabilities of IAMP.

Board meetings and decisions

- 81 The Board shall meet as decided by the Board and not less than four times per year. Notice of every meeting of the Board shall be sent to each Board member at least 14 days prior to the meeting, but non-receipt of any such notice shall not invalidate or prejudice any act, resolution or proceedings of the Board.
- 82 The President is the Chair of any meeting of the Board. Where the President is unavailable to attend a Board meeting, the Vice President will act as Chair.
- 83 The quorum for Board meetings is seven and must include either the President or the Vice President. If a quorum is not achieved, the Board meeting will be deferred to another date.
- 84 Except as required in this Constitution, resolutions put to the Board will be decided by a majority vote. In the case of equal votes, the Chair has a second or casting vote.
- 85 Board meetings may be conducted in person, using voice calls, voice and video calls, or any combination that ensures all Board members and other attendees can clearly hear all other attendees and be heard by all other attendees.
- 86 Resolutions of the Board may be made by circular email provided that no more than two Board members dissent and a majority of Board members support the resolution, and the resolution is minuted with the next Board meeting.

Board special and emergency meetings

- 87 The Chief Executive on request from the President or by five Board members, made in writing, shall give notice of a special or emergency meeting of the Board.
- 88 At least 5 days' notice shall be given of any special meeting of the Board. Where this cannot be given the meeting shall be styled an "emergency meeting" in which case not less than 24 hours' notice must be given.
- 89 The business to be conducted at any special or emergency meeting of the Board shall be restricted to that stated in the notice, unless all members are present and unanimously agree to consider any other business.
- 90 Any meeting of the Board called immediately following the Annual General Meeting, is not required to meet the requirements in rules 88 and 89 as to the giving of notice, nor is there any restriction on business to be conducted.

Irregularities

- 91 Any inadvertent failure to comply with any procedural requirement for any Board meeting does not invalidate the Board meeting nor prevent the Board from considering the business of the Board meeting.

Vice President

- 92 The Vice President shall be appointed for a two-year term by the Board from the Elected Members and Branch Chairs, at the first Board meeting after a new President is elected, or at the first meeting of the Board following a vacancy in the position, in which case the appointment will be until the end of the term of the former Vice President.

Chief Executive

- 93 A Chief Executive employed by the Board is the principal executive officer of IAMP. The Board may delegate to the Chief Executive such authorities as it determines appropriate, including responsibility for.
- 93.1 preparation of financial records
 - 93.2 management of financial transactions and resources
 - 93.3 engagement with third parties to further the Purpose of IAMP
 - 93.4 management of IAMP staff appointed by the Chief Executive
 - 93.5 maintenance of Member records
 - 93.6 physical and electronic document maintenance; and.
 - 93.7 recording minutes of Board meetings, Committee meetings, and Annual General Meetings and Special General Meetings.
- 94 The Chief Executive is the Contact Person for IAMP as required under the Act.
- 95 The Chief Executive must consent in writing to be an Officer under the Act and certify they are not disqualified from being an Officer by the Act.

Committees

- 96 The Board may appoint committees of the Board. It may delegate any of its powers to such committees by way of a terms of reference. Committees shall only have the powers and duties that are conferred upon them by the Board in the Board Charter. The President shall, by virtue of this office, be an ex officio member of all committees.
- 97 The Board may appoint to any committee any person who is not a member of IAMP if in the opinion of the Board that person has knowledge that will assist the work of the committee.
- 98 At least two members of every committee must be Board members in addition to the President.

Indemnity and Insurance

- 99 Present and past Board members, members of Board committees and members of SIGS, the Chief Executive, all staff appointed by the Chief Executive and any other representative of IAMP (paid or unpaid) are indemnified by IAMP against all liabilities, losses and expenses incurred by them in good faith and without wilful neglect in the performance or intended performance of their functions and duties connected to their role with IAMP.
- 100 IAMP may take out an indemnity insurance policy or policies in relation to present and past Board members, Board committee members, SIG members, any person employed by IAMP, and any other representative of IAMP (paid or unpaid), and pay the premiums in respect of that policy or policies out of the funds of IAMP.

General Meetings

Annual General Meetings and notice

- 101 Annual General Meetings shall be held in each year within four months after 30 June at a time, date, place and method to be determined by the Board and notified to Members by the Chief Executive at least 42 days prior. Methods of conducting an Annual General Meeting include in person, via electronic means, including voice and video calling, or a combination.
- 102 The business of an Annual General Meeting shall be to—
- 102.1 confirm the minutes of the last Annual General Meeting and any Special General Meeting(s) held since the last Annual General Meeting,
 - 102.2 receive notice of any disclosures of conflicts of interest made by Officers during the period (including a summary of the matters, or types of matters, to which those disclosures relate)

- 102.3 receive the annual report on the operations and affairs of IAMP,
- 102.4 receive the annual financial statements,
- 102.5 consider any motions of which prior notice has been given to Members with notice of the Meeting, and
- 102.6 consider any general business the Chair allows discussion of.

Special General Meetings and notice

- 103 The Board may, by giving not less than 14 days prior written notice to all Members, call a Special General Meeting, and shall do so within 21 days from the receipt by it of a requisition in writing signed by not less than 30 Members, other than Student Members and Honorary Members, and stating the object of the proposed meeting. A Corporate Member's representative may sign on behalf of the number of Full Members that Corporate Member is responsible for. The signature of any Member who owes an amount to IAMP that is overdue as at the date of the requisition, shall not be counted.
- 104 The notice calling the meeting shall state the business to be transacted. Special General Meetings may be conducted in person, via electronic means, including voice and video calling, or a combination.

Notice of motion

- 105 A Member wishing to bring before the Annual General Meeting any motion, not relating to the ordinary annual business of IAMP, shall give notice in writing to the Chief Executive at least 42 days before the Annual General Meeting. No motion unrelated to the ordinary annual business of IAMP shall come before the meeting unless notice has been given in accordance with this rule.

Notice of business

- 106 The Chief Executive shall, not less than 14 days before an Annual General Meeting or Special General Meeting, send to each Member, a notice confirming the day, hour, method and place of meeting, and the business to be transacted at the meeting.
- 107 In the case of the Annual General Meeting any motion of which notice has been given shall be forwarded by the Chief Executive to each Member, together with:
 - 107.1 the draft minutes of the prior Annual General Meeting and any Special General Meeting held since that Annual General Meeting,
 - 107.2 the annual report and
 - 107.3 the annual financial statements.
- 108 The non-receipt of such notice by any Member shall not invalidate the proceedings of any meeting.

Minutes

- 109 Minutes must be kept of all Annual General Meetings and Special General Meetings.

Chairperson

- 110 The President, or in the President's absence the Vice President, shall chair each Annual General Meeting and Special General Meeting. In the absence of both the President and Vice President, the Board shall choose one of its number to chair the meeting.

Quorum

- 111 Thirty or two thirds, whichever is the less, of the Members entitled to vote, other than Student Members, International Members, Honorary Members or Corporate Members, shall constitute a quorum at an Annual General Meeting or Special General Meeting. In determining whether a quorum exists, any Member that owes an amount to IAMP that is

overdue as at 10 days prior to the meeting shall not be counted. Providing a Corporate Member's representative, appointed by the Corporate Member in writing, is present, the number of member positions paid for by the Corporate Member minus any Members who have been nominated by that Corporate Member as specific Members and who are in attendance, shall be counted in the quorum.

- 112 No business shall be transacted at any meeting of IAMP unless a quorum of Members entitled to vote is present throughout. If after the business of a meeting of IAMP has commenced, a want of quorum shall occur, the business shall be suspended and if no quorum is present within ten minutes thereafter the chairperson shall vacate the chair and the meeting shall lapse. The business remaining to be disposed of will stand adjourned to a time fixed by the President or the Chief Executive.
- 113 The quorum requirement applies to electronic meetings where members do not need to be physically present, but are able to attend electronically.

Voting rights

- 114 All Members except Student Members, International Members, Honorary Members and Corporate Members present at an Annual General Meeting or Special General Meeting shall be eligible to one vote, except that a Corporate Member's representative, appointed by the Corporate Member in writing by notice to the Chief Executive prior to the meeting, may cast the number of votes that are equivalent to the number of membership positions paid for by the Corporate Member minus any votes cast by Members who have been nominated by that Corporate Member as specific Members, unless that Member owes an amount to IAMP that is overdue as at 10 days prior to the vote.
- 115 A Corporate Member's representative must exercise that Corporate Members' votes in person, and all other votes must be exercised personally and not by proxy. Voting on all questions, other than as provided for in rule 61, shall be by voices or show of hands, or electronic means, but a ballot may be demanded provided that such a demand is supported by at least one third of the Members present and entitled to vote.
- 116 The Chairperson of any meeting shall have a deliberative as well as a casting vote.

Written resolutions

- 117 Members may pass a written resolution in lieu of an Annual General Meeting or Special General Meeting, and a written resolution is as valid for the purposes of the Act and this Constitution as if it had been passed at an Annual General Meeting or Special General Meeting if it is approved by no less than 75 percent of the Members who are entitled to vote on the resolution. A Corporate Member's representative, appointed by the Corporate Member in writing by notice to the Chief Executive, may cast the number of votes that are equivalent to the number of membership positions paid for by the Corporate Member minus any votes cast by Members who have been nominated by that Corporate Member as specific Members, unless that Member owes an amount to IAMP that is overdue as at 10 days prior to the vote.
- 118 A written resolution may consist of one or more documents provided electronically that show the resolution has been proposed by or on behalf of one or more Members.
- 119 A Member may give their approval to a written resolution by electronic means.

Irregularities

- 120 An irregularity in the manner of calling an Annual General Meeting or Special General Meeting is waived if all Members entitled to attend and vote at the meeting attend the meeting without protest as to the irregularity, or if all such Members agree to the waiver.
- 121 An accidental omission to give notice of an Annual General Meeting or Special General Meeting to, or a failure to receive notice of such a meeting by a Member does not invalidate the meeting nor prevent the meeting from considering the business of the meeting.
- 122 Without limiting clauses 120 and 121, any inadvertent failure to comply with any other procedural requirement for any Annual General Meeting or Special General Meeting does

not invalidate the meeting nor prevent the meeting from considering the business of the meeting if:

- 122.1 the Chairperson in their discretion determines that it is still appropriate for the meeting to proceed despite the irregularity; and
- 122.2 a motion to proceed is put to the meeting and such motion is passed by the meeting.

Special Interest Groups (SIGs)

Establishment of Special Interest Groups

- 123 Subject to the Constitution, the Board may establish any number of Special Interest Groups (SIGs) of IAMP by approving for each a SIG Terms of Reference.
- 124 The Board shall review each SIG Terms of Reference annually. Such review may confirm, revise or withdraw the SIG Terms of Reference.
- 125 A SIG shall cease activity upon the withdrawal by the Board of its SIG Terms of Reference.

SIG activities

- 126 Each SIG shall only undertake activities that advance the Purpose of IAMP and any objectives set out in its Terms of Reference, which may include any strategic priorities determined by the Board.
- 127 SIGs shall only have the powers and duties that are conferred upon them by the Board in their Terms of Reference, which may include delegation of any of the Board's powers, except that a SIG shall not make any direct representation or request on policy matters to the media, any local government body, kindred association, government department, or to Parliament, except through or with the prior consent of the Board.
- 128 SIGs shall furnish to the Board minutes of each of their meetings, and may submit such matters as they deem fit for consideration by the Board.

SIG committee

- 129 A SIG will be organised by a committee that consists of Members, others with relevant interests in the activity of the SIG and a Board member appointed by the Board at its first meeting following an Annual General Meeting.
- 130 At its first meeting following an Annual General Meeting, the SIG committee shall confirm its membership and elect a chairperson from its members.
- 131 The President shall, by virtue of this office, be an ex officio member of all SIG committees.
- 132 If a SIG committee member is absent from three consecutive SIG committee meetings without leave, he or she shall vacate their position on the committee.
- 133 A SIG committee member may resign from the committee by sending their resignation to the Chief Executive in writing, and on receipt of that resignation by the Chief Executive it shall become effective.

Funds and audit

Financial year

- 134 The financial year of IAMP shall commence on 1 July or such other date as may be decided on by an Annual General Meeting.

Control of funds

- 135 All funds of IAMP shall be paid into such bank as may from time to time be determined by the Board in the name of IAMP.

- 136 The Chief Executive shall oversee the operation of the bank accounts of IAMP in accordance with sound financial management practices and any policy adopted by the Board.
- 137 The Board, through the Chief Executive, may pay out of the funds of IAMP:
- 137.1 reasonable remuneration for any employee or contractor; and
 - 137.2 reasonable expenses of any Board member Board committee member or SIG committee member on each occasion of such person being authoritatively engaged in the business of IAMP or for any purpose approved of by the Board.
- 138 A financial management report setting out a summary of all financial transactions for the financial year to the end of the month prior to a Board meeting shall be reported for confirmation at the next Board meeting.

Auditor

- 139 Members shall at the Annual General Meeting appoint an Auditor by resolution at such remuneration as is determined by the Board.
- 140 The Board must appoint an Auditor if the Member appointed auditor is unavailable and must report this at the next Annual General Meeting.

Accounts to Auditor

- 141 As soon as practicable in each financial year the Chief Executive shall deliver to the Auditor the accounts of the then last financial year, and the Auditor shall examine such accounts and the books of IAMP, and report thereon. The auditor's report shall be presented to the next Board meeting after receipt. Following this Board meeting all Members shall be advised that the auditor's report is available either by download from the IAMP website, or by email on request.

Honoraria

- 142 The President may receive such remuneration by way of honorarium as the Board may decide from time to time.

Dispute resolution

Meanings of dispute and complaint

- 143 A dispute is a disagreement or conflict involving IAMP and/or its Members in relation to specific allegations set out below.
- 144 The disagreement or conflict giving rise to a dispute may be between any of the following persons—
- 144.1 2 or more Members
 - 144.2 1 or more Members and IAMP
 - 144.3 1 or more Members and 1 or more Officers
 - 144.4 2 or more Officers
 - 144.5 1 or more Officers and IAMP
 - 144.6 1 or more Members or Officers and IAMP.
- 145 The disagreement or conflict giving rise to a dispute must relate to any of the following allegations—
- 145.1 a Member or the Chief Executive has engaged in misconduct or Serious Misconduct
 - 145.2 a Member or the Chief Executive has breached, or is likely to breach, a duty under IAMP's Constitution or bylaws or the Act
 - 145.3 IAMP has breached, or is likely to breach, a duty under IAMP's Constitution or Bylaws or the Act

- 145.4 a Member's rights or interests as a Member have been damaged or Member's rights or interests generally have been damaged.

How complaint is made

- 146 A Member or the Chief Executive may make a complaint by giving to the Board a notice in writing that—
- 146.1 states that the Member or the Chief Executive is starting a procedure for resolving a dispute in accordance with IAMP's Constitution; and
 - 146.2 sets out the allegation or allegations to which the dispute relates and whom the allegation is against; and
 - 146.3 sets out any other information reasonably required by IAMP.
- 147 IAMP may make a complaint involving an allegation or allegations against a Member or the Chief Executive by giving to the Member the Chief Executive a notice in writing that—
- 147.1 states that IAMP is starting a procedure for resolving a dispute in accordance with IAMP's Constitution; and
 - 147.2 sets out the allegation to which the dispute relates.
- 148 The information setting out the allegations must be sufficiently detailed to ensure that a person against whom an allegation is made is fairly advised of the allegation or allegations concerning them, with sufficient details given to enable that person to prepare a response.
- 149 A complaint may be made in any other reasonable manner.

Person who makes complaint has right to be heard

- 150 A Member or the Chief Executive who makes a complaint has a right to be heard before the complaint is resolved or any outcome is determined.
- 151 If IAMP makes a complaint—
- 151.1 IAMP has a right to be heard before the complaint is resolved or any outcome is determined; and
 - 151.2 the Chief Executive may exercise that right on behalf of IAMP.
- 152 Without limiting the manner in which the Member, the Chief Executive, or IAMP may be given the right to be heard, they must be taken to have been given the right if—
- 152.1 they have a reasonable opportunity to be heard in writing or at an oral hearing (if one is held); and
 - 152.2 an oral hearing is held if the decision maker considers that an oral hearing is needed to ensure an adequate hearing; and
 - 152.3 an oral hearing (if any) is held before the decision maker; and
 - 152.4 the Member's, the Chief Executive's, or IAMP's written or verbal statement or submissions (if any) are considered by the decision maker.

Person who is subject of complaint has right to be heard

- 153 This clause applies if a complaint involves an allegation that a Member, the Chief Executive, or IAMP (the 'respondent')—
- 153.1 has engaged in misconduct; or
 - 153.2 has breached, or is likely to breach, a duty under IAMP's Constitution or bylaws or this Act; or
 - 153.3 has damaged the rights or interests of a Member or the rights or interests of Members generally.
- 154 The respondent has a right to be heard before the complaint is resolved or any outcome is determined.

- 155 If the respondent is IAMP, the Chief Executive may exercise the right on behalf of IAMP.
- 156 Without limiting the manner in which a respondent may be given a right to be heard, a respondent must be taken to have been given the right if—
- 156.1 the respondent is fairly advised of all allegations concerning the respondent, with sufficient details and time given to enable the respondent to prepare a response; and
 - 156.2 the respondent has a reasonable opportunity to be heard in writing or at an oral hearing (if one is held); and
 - 156.3 an oral hearing is held if the decision maker considers that an oral hearing is needed to ensure an adequate hearing; and
 - 156.4 an oral hearing (if any) is held before the decision maker; and
 - 156.5 the respondent's written statement or submissions (if any) are considered by the decision maker.

Investigating and determining dispute

- 157 IAMP must, as soon as is reasonably practicable after receiving or becoming aware of a complaint made in accordance with its Constitution, ensure that the dispute is investigated and determined.
- 158 Disputes must be dealt with under the Constitution in a fair, efficient, and effective manner and in accordance with the provisions of the Act.
- 159 All Members (including the Board) and the Chief Executive are obliged to cooperate to resolve disputes efficiently, fairly, and with minimum disruption to IAMP's activities.
- 160 The complainant raising a dispute, and the Board, must consider and discuss whether a dispute may best be resolved through informal discussions, mediation, arbitration, or a tikanga-based practice. Where mediation or arbitration is agreed on, the parties will sign a suitable mediation or arbitration agreement.

IAMP may decide not to proceed further with complaint

- 161 Despite the 'Investigating and determining dispute' rule above, IAMP may decide not to proceed further with a complaint if—
- 161.1 the complaint is considered to be trivial or vexatious; or
 - 161.2 the complaint does not appear to disclose or involve any allegation of the following kind:
 - a. that a Member or the Chief Executive has engaged in material misconduct;
 - b. that a Member, the Chief Executive, or IAMP has materially breached, or is likely to materially breach, a duty under IAMP's Constitution or Bylaws or the Act;
 - c. that a Member's rights or interests or Members' rights or interests generally have been materially damaged;
 - 161.3 the complaint appears to be without foundation or there is no apparent evidence to support it; or
 - 161.4 the person who makes the complaint has an insignificant interest in the matter; or
 - 161.5 the conduct, incident, event, or issue giving rise to the complaint has already been investigated and dealt with under the Constitution; or
 - 161.6 there has been an undue delay in making the complaint.

IAMP may refer complaint

- 162 IAMP may refer a complaint to—
- 162.1 a subcommittee or an external person to investigate and report; or

- 162.2 a subcommittee, an arbitral tribunal, or an external person to investigate and make a decision.
- 163 IAMP may, with the consent of all parties to a complaint, refer the complaint to any type of consensual dispute resolution (for example, mediation, facilitation, or a tikanga-based practice).

Decision makers

- 164 A person may not act as a decision maker in relation to a complaint if 2 or more members of the Board consider that there are reasonable grounds to believe that the person may not be—
- 164.1 impartial; or
- 164.2 able to consider the matter without a predetermined view.

Miscellaneous

Alteration to Constitution

- 165 This Constitution shall not be added to or altered or rescinded except on the approval by two thirds majority of those present and entitled to vote under rule 114 at an Annual General Meeting or a Special General Meeting called for the purpose. Where any Member proposes any amendment, such amendment shall be forwarded to the Chief Executive at least 42 days before an Annual General Meeting, or any Special General Meeting called for the consideration of such amendment.
- 166 Notice of any proposed alteration or addition to the Constitution must be forwarded by the Chief Executive to each Member entitled to vote at least 14 days before the date of the meeting at which such proposed alteration or additions is to be considered.
- 167 No alteration to the Constitution is to be permitted which would in any way detract from IAMP's not-for-profit status.
- 168 Notwithstanding rule 165, the Board may resolve to amend the Constitution where the amendment has no more than a minor effect or corrects errors or makes technical alterations only. Within seven days of making such an amendment, the Board must notify members of the amendment and provide members with 20 days to raise an objection to the amendment. Either:
- 168.1 Where there are no objections to the amendment within 20 days, the amendment will be taken as approved and will come into effect; or
- 168.2 Where an objection to the amendment is raised by a Member, the Board will attempt to resolve the objection with the Member(s). Where the objection is unable to be resolved, the amendment will be put to an Annual General Meeting or Special General Meeting for approval in accordance with rule 165.
- 169 Notwithstanding rule 165, if the Board decides there are provisions in this Constitution that are contrary to law, it may amend the Constitution to remove that conflict. Any amendment for this purpose will be notified for endorsement at IAMP's next Annual General Meeting.

Conflicts of Interest

- 170 IAMP shall maintain and update the Interests Register as necessary, recording the interests disclosed by Interested Officers.
- 171 An Officer who is an Interested Officer in respect of any matter being considered by the IAMP, must disclose details of the nature and extent of the interest (including any monetary value of the interest if it can be quantified):
- 171.1 to the Board; and
- 171.2 to the Chief Executive (to record in the Interests Register).

- 172 Disclosure must be made as soon as practicable after the Officer becomes aware that they are interested in the matter.
- 173 An Officer who is an Interested Officer regarding a matter:
- 173.1 must not vote or take part in the decision of the Board relating to the matter; and
 - 173.2 must not sign any document relating to the matter; and
 - 173.3 may take part in any discussion of the Board relating to the matter and be present at the time of the decision of the Board (unless the Board decides otherwise).
- 174 However, an Officer who is prevented from voting on a matter may still be counted for the purpose of determining whether there is a quorum for Board meetings at which the matter is considered.
- 175 Where 50% or more of Officers are prevented from voting on a matter because they are an Interested Officer, a Special General Meeting must be called to consider and determine the matter, unless all Officers who are not Interested Officers agree otherwise.

Personal pecuniary profit

- 176 No person who has control within IAMP shall be able to direct or divert, to their own benefit or advantage, any right, title, or interest (legal or equitable) in the property of IAMP, or an amount otherwise derived from IAMP. For the purpose of this rule, a person is treated as having control and as being able to divert and direct amounts to their own benefit or advantage, if they are a Member, a Board member, a member of a Board committee or SIG (or an associate of a Member, a Board member, a member of a Board committee or SIG) and they are able to (directly or indirectly) materially influence:
- 176.1 the nature or extent of a relevant benefit or advantage; or
 - 176.2 the circumstances in which a relevant benefit or advantage is or may be given or received.
- 177 A person will not be regarded as having control merely because they provide services in the course of and as part of carrying on, as a business, a professional practice.
- 178 For the purpose of this provision, a benefit or advantage includes something that may not be convertible to money and all amounts that would be gross income for tax purposes. However, a benefit or advantage would not include a loan made at commercial rates.

Winding up

- 179 IAMP may be wound up voluntarily if, at an Annual General Meeting, a resolution is passed requiring IAMP so to be wound up, and the resolution is confirmed at a subsequent Special General Meeting of all members entitled to vote and held not earlier than 30 days after the date on which the resolution so to be confirmed was passed. Proxy voting is to be allowed at the subsequent Special General Meeting.

Distribution on winding up

- 180 In the event of the voluntary winding up of IAMP or its dissolution by the Registrar of Incorporated Societies, the property of IAMP shall be realised and, after payment of all debts and liabilities of IAMP, the surplus, if any, shall be disposed of by donation to a charitable organisation within Aotearoa New Zealand for the purpose of furthering scientific knowledge, provision of bursaries, or any other similar purpose.

Interpretation

- 181 In the interpretation of this document (unless the context requires a different construction):

Act means the Incorporated Societies Act 2022 or any Act which replaces it (including amendments to it from time to time), and any regulations made under the Act or under any Act which replaces it.

Annual General Meeting means the annual meeting of IAMP held in accordance with rule 101.

Auditor means a person appointed in accordance with rule 139.

Board means the President, Branch Chairs, Elected Members and Co-opted Members whose role is to manage IAMP.

Branch Chair means the person elected in accordance with Rules 48 to 70.

Bylaws has the meaning set out in rule 78

Chief Executive means any person employed by the Board to undertake the role of Chief Executive in accordance with rule 93.

Committee means any committee set up by the Board in accordance with rules 96 to 98.

Co-opted Member means a person co-opted by the Board under rule 49.

Corporate Member means a Member under rule 12 and includes people nominated under rule 13, to whom rule 14 applies.

Elected Member means the six Members elected to the Board under rules 48 to 70.

Full Member means a Member under rule 6.1.

Honorary Member means a Member under rule 10.

IAMP means Infrastructure Asset Management Professionals Incorporated.

Interested Officer means an Officer who is interested in a matter for any of the reasons set out in section 62 of the Act.

Interests Register means the register of interests of Officers maintained by the IAMP under rule 170.

International Member means a Member under rule 6.8

Life Member means a Member under rule 8.

Member means a person admitted to the membership of IAMP, whether as a Full Member, Student Member, Emerging Member, International Member, Senior Member, Life Member, Honorary Member or Corporate Member, as the context requires.

Officer means Board members and the Chief Executive.

President means the person elected to that role in accordance with rules 48 to 70.

Purpose means the not-for-profit purposes of IAMP as set out in rule 3.

Serious Misconduct means

- Material breach of this Constitution
- Theft, dishonesty or fraud

- Engaging in inappropriate contact, behaviours, communication, sexual or psychological abuse
- Gross negligence in asset management practise
- Any act or omission that could be the subject of a prosecution for an offence with a maximum penalty of three or more months imprisonment
- Any act, omission, and/or pattern of behaviour that is likely to bring discredit to the asset management profession or to the reputation of IAMP

Special General Meeting means a meeting of IAMP called under rule 103 and conducted in accordance with rules 103 and 104.

Vice President means the person elected to that role under rule 92.

182 Words importing the singular number shall include the plural number and vice versa.

183 Reference to a rule is to the relevant provisions of this document as amended from time to time.

184 Nothing in this Constitution authorises IAMP to do anything which contravenes or is inconsistent with the Act, any regulations made under the Act, or any other legislation.

Appendix 1 BRANCHES

Northern Branch

The area covered by the following regional councils: Northland, Auckland, and Waikato; plus the area covered by the Ruapehu District Council. Includes the area covered by the Taupo District Council.

Bay of Plenty / East Coast Branch

The area covered by the Hawkes Bay and Bay of Plenty Regional Councils and the Gisborne District Council. Excludes the area covered by the Taupo District Council.

Wellington/Taranaki Branch

The area covered by the following regional councils: Wellington, Manawatu-Wanganui, and Taranaki, but excluding the area covered by the Ruapehu District Council.

Upper South Island Branch

The area covered by the Canterbury Regional Council, West Coast Regional Council, Tasman District Council, Nelson City Council and Marlborough District Council. Excludes the area covered by the Waitaki District Council.

Otago Southland Branch

The area covered by the following regional councils: Otago, and Southland. Includes the area covered by the Waitaki District Council.