

THE ASSOCIATION OF LOCAL GOVERNMENT INFORMATION MANAGEMENT INCORPORATED (ALGIM)

Constitution and Rules

1. NAME, OFFICE AND STATUS

- 1.1 The name of the Society is the "Association of Local Government Information Management Incorporated". The name may be abbreviated to 'ALGIM'.
- 1.2 The registered office of ALGIM is the office of the Chief Executive of ALGIM.
- 1.3. ALGIM will have perpetual succession and a common seal and is able to do all the things that corporate bodies may do.

2. OBJECTIVES

2.1 The objectives of ALGIM are to:

- 2.1.1 Create a digitally transformed local government sector that benefits customers, ratepayers and communities;
- 2.1.2 Bring people and technology together to deliver better services;
- 2.1.3 Advance the understanding of Local Government information, communications and technology in New Zealand;
- 2.1.4 Advance the delivery of the customer experience in Local Government through education, conferences, workshops, awards, benchmarking and audits;
- 2.1.5 Facilitate, foster, and provide education, training, networking and awareness of the principles and practice of good Local Government information, communications and technology;
- 2.1.6 Facilitate, design, contribute and promote processes that assist Local Government to deliver better services through technology to customers, ratepayers and communities;
- 2.1.7 Facilitate, design, contribute and promote processes that improve access through technology to customers, ratepayers and communities to Local Government and Local Government services;
- 2.1.8 Sponsor and promote research, pilots and other initiatives to improve Local Government information, communication and technology systems;
- 2.1.9 Offer expertise to other organisations that have an interest in Local Government technology.

3. POWERS OF ALGIM

- 3.1 In addition to its statutory powers, ALGIM has all the powers of a natural person to advance its objectives, including the power to do anything considered desirable to that achieve this. By way of illustration only, ALGIM may:
- 3.1.1 Use its funds to pay the costs and expenses of furthering or carrying out its objectives and for that purpose may employ such people as necessary;
- 3.1.2 Purchase, lease, hire or otherwise acquire, exchange and sell, lease or otherwise dispose of property, rights or privileges to further or carry out its objectives;
- 3.1.3 Negotiate joint venture agreements or other contracts to achieve ALGIM's objectives;

3.1.4 Exercise the powers of financial management set out in rule 17;

3.1.5 Acquire or subscribe for shares or other equity securities in any company or other incorporated body to further or carry out its objectives;

3.1.6 Shall have the power to do all lawful acts and things incidental or conducive to achieving ALGIM's objectives.

4. DEFINITIONS AND INTERPRETATION

4.1 In these rules:

4.1.1 "Local Authority" means a "territorial authority" or "regional authority" as set out in the Local Government Act or Local Government Amendment Acts and includes a Council Controlled Organisation (CCO);

4.1.2 "Overseas Authority" means an entity or body constituted outside New Zealand, which carries out functions similar in its own jurisdiction to those of a Local Authority in New Zealand;

4.1.3 "Individual representing a member" means an individual exercising, or permitted to exercise, the rights and privileges of participating pursuant to rule 5.2 by virtue of that person's relationship with a member;

4.1.4 "Member Nominee" means a person authorised by a member in accordance with rule 14.1.4 to exercise, on behalf of a member, the voting and other rights of that member in the conduct of the Society;

4.1.5 References to 'writing' or 'written', for notices, records or communications, include (except as the context otherwise requires) any means of visible and tangible representation and any visible form or representation by electronic means that enables the content to be stored in permanent form, retrieved and read.

5. MEMBERSHIP

5.1 Classes of Membership

5.1.1 Local Authority Member

5.1.1.1 A Local Authority may become a Member upon payment of the annual subscription under rule 6.1.1. This form of membership covers the entire Local Authority with all its divisions and departments, but not any separate entity such as a CCO. Any such separate entity may itself become a Local Authority Member.

5.1.2 Overseas Authority Member

5.1.2.1 An Overseas Authority may become an Overseas Member with the prior approval of the Board, which may withhold that approval at its absolute discretion, and upon payment of the annual subscription set by the Board in respect of that class of member.

5.1.3 Corporate Sponsor

5.1.3.1 Any vendor/supplier (excluding local authorities) approved by the Board.

5.1.4 Elite Partner or Premier Corporate Sponsor

5.1.4.3. Any vendor/supplier (excluding local authorities) approved as an Elite Partner or Premier Corporate sponsor by the Board and who commits to a fee for a minimum period fixed by the Board.

5.1.5 Associate Member

5.1.5.1 Any other associated organisation, government entity, student or other individual (excluding New Zealand local authorities) approved by the Board.

5.1.6 Life Member

5.1.6.1 The Board may elect any person to be a Life Member of ALGIM in recognition of distinguished service to ALGIM or any organisation that may have preceded it.

5.1.6.2 A Life Member is entitled to attend all Annual General Meetings and conferences with the right to take part in proceedings and vote on matters under consideration but is not liable for payment of annual subscriptions or levies.

5.2 ALGIM may include, in the rights and privileges of members, a right or privilege for any Individual, being an employee, officer or other person nominated by that member, to participate in the activities of ALGIM in accordance with the conditions set down by the Board for that participation and subject to these rules.

5.3 ALGIM may from time to time at an Annual General Meeting by resolution create amend or delete any categories of membership, including individuals or Overseas Authorities from outside New Zealand, and determine the extent of their rights and privileges.

6. SUBSCRIPTIONS AND LEVIES

6.1 Payment of Subscriptions and Levies

6.1.1 All members, other than Life Members, under rules 5.1.1 – 5.1.5 must pay such annual subscriptions, and such levies imposed for a specific purpose, as fixed by the Board from time to time.

6.2 Special Levies

6.2.1 In exceptional circumstances, the Board may, with the agreement of a majority of members entitled to vote, ascertained by way of an electronic ballot, impose a levy for a specific purpose.

6.3 Suspension for Non-payment

6.3.1 Any member, whose subscription and levies remain unpaid, after three months of any due date fixed by the Board, is deemed to be suspended from membership of ALGIM.

6.4 Liability to Continue During Suspension

6.4.1 Suspension of membership under this rule does not free any member from liability for payment of all money due to ALGIM.

6.5 Reinstatement Once Outstanding Fees Paid

Reinstatement of any member suspended under rule 6.3 shall be complete when:

6.5.1 Any fees outstanding have been paid, including any reinstatement fees as may be fixed by the Board from time to time; and

6.5.2 The member has been advised accordingly by the Chief Executive or officer under their

delegation.

7. CODE OF ETHICS AND CONDUCT

7.1 Issue of Code of Ethics and Conduct

7.1.1 The Board may, following consultation with all or any relevant classes of members, issue one or more Codes or Guidelines setting out standards of ethics and conduct to be followed by members, and others involved in Local Government, in relation to matters related to the purpose and objectives of ALGIM. Any Code or Guideline may include provision that any breach, by a member or Individual representing a member, may render the member or Individual concerned liable to disciplinary action as set out in rule 9.

8. RESIGNATION OF MEMBERSHIP

8.1 Resigning

8.1.1 Any member of ALGIM is entitled to resign, and such resignation will take effect upon receipt of written advice to that effect received at the office of the Chief Executive of ALGIM.

8.2 Remaining Liable

8.2.1 Such resignation will not relieve the member from any responsibility for the payment of outstanding subscriptions, levies or other liabilities.

9. MEMBERSHIP SUSPENSION OR FORFEITURE

9.1 Powers of Board

9.1.1 The Board may in respect of its members take any of the following actions:

- 9.1.1.1 Reprimand or censure a member or Individual representing a member;
- 9.1.1.2 Suspend a member or Individual representing a member from participating in the rights and privileges of membership;
- 9.1.1.3 Declare that member's membership is forfeited.

9.2 Grounds for Suspension, etc.

9.2.1 Such action as specified in rule 9.1 may be taken if, in the opinion of the Board, it is established after enquiry that the member or Individual is guilty of:

- 9.2.1.1 Any breach of any code of ethics or conduct which apply to that member or Individual;
- 9.2.1.2 Dishonourable practices or conduct or practices contrary to the purposes and objectives of ALGIM;
- 9.2.1.3 Any act of default discreditable as a member of ALGIM or as an Individual representing a member;
- 9.2.1.4 Obtaining admission to membership by improper means;

9.2.1.5 Failure to pay any subscription, levy or fine or other sum of money owing to ALGIM;

9.2.1.6 Conduct such as to render the exercise of the powers of the Board set out in rule 9.1 expedient in the interests of the public or ALGIM.

9.3 Hearing Procedure

9.3.1 The powers conferred on the Board by rule 9.1 must not be exercised until a meeting of the Board has been held for the purpose of considering such matters and of which meeting the member or Individual concerned has been given not less than 14 days previous notice in writing specifying the matter or matters to be considered, and at which such member or Individual shall be given opportunity of being heard either by a representative or by a lawyer or by some other person on the member's or Individual's behalf and of presenting such evidence as the member or Individual may desire.

9.3.2 The proceedings at every such meeting must be conducted in such manner as the Board may from time to time decide.

9.3.3 The Board may itself engage a lawyer or other representative to assist it at such meeting.

9.4 Board Decision Final

9.4.1 Any decision made by the Board in exercise of its power contained in rule 9.1 is final and is not subject to appeal.

9.5 Notice of Decision

9.5.1 The decision of the Board shall be communicated to the member or Individual in writing in electronic form by the President.

9.6 Reinstatement of Membership

9.6.1 Upon Suspension

9.6.1.1 Any member who has been suspended by the Board is deemed for all intents and purposes not to be a member of ALGIM, provided however, all rights and privileges as a member of ALGIM will revive forthwith on the day subsequent to the date of expiry of suspension.

9.6.1.2 Any Individual representing a member who has been suspended by the Board shall not be permitted to exercise any of the rights or privileges extended to representatives of members of ALGIM, provided however, all rights and privileges as an Individual representing a member of ALGIM will revive forthwith on the day subsequent to the date of expiry of suspension.

9.6.2 Upon Forfeiture

9.6.2.1 Any member (or Individual representing a member), whose membership of ALGIM has (or membership rights and privileges have) been forfeited, may apply to the Board after a reasonable time has elapsed for reinstatement which may be granted either with or without such conditions as the Board may impose, or be refused by the Board. Such decision is final and is not subject to appeal.

10. OFFICERS AND BOARD

10.1 Officers

10.1.1 The Officers of ALGIM will comprise:

10.1.1.1 A President and Vice President(s) as elected by the Board; and

10.1.1.2 Any other officers, which the Board decides should be elected from the Board.

10.1.2 All officers must be appointed in terms of rule 11.

10.1.3 The Board has the powers to co-opt additional members (subject to the maximum number in rule 10.2.1) or invite other advisory members as it sees fit.

10.2 Board

10.2.1 The Board will comprise:

10.2.1.1 A maximum of 10 eligible members appointed in accordance with rule 11, including the Officers named in rule 10.1 provided however that the Board may from time to time where it is in the best interests of the Society to do so, increase this number to 12 eligible members;

10.2.1.2 One member nominated by Audit NZ; and

10.2.1.3 A person will be eligible to serve as an appointed member of the Board in accordance with rule 10.2.1.1 or as a member appointed to fill a vacancy pursuant to rule 12.2.1 only while that person is an employee of a Local Authority or is a Life Member.

10.2.2 Term of office

10.2.2.1 The term of office for members of the Board shall be 3 years.

11. APPOINTMENT PROCEDURES FOR OFFICERS AND BOARD

11.1 The Chief Executive must, within 3 months of the date in which a vacancy to the Board occurs or is due to occur (being for example the conclusion of the member's term) give notice of the intention to call for nominations for appointment for membership of the Board, with such notice to include the date on which nominations shall close.

11.2 Nominations for Board

11.2.1 The Chief Executive must send out to every Local Authority Member and Life Member a nominations form prepared by the Chief Executive and approved by the Board calling for nominations for membership of the Board for each vacant position on the Board.

11.2.2 The Local Authority Member will seek circulate the nomination form to their employees seeking expressions of interest for appointment to the Board.

11.2.3 The expression of interest invitation will be prepared by the Office of the Chief Executive and approved by the Board and will contain the selection criteria for membership to the Board, such as the skills and experience and geographical spread desired for membership of the Board.

11.2.4 The Nominations for membership of the Board must be in writing, signed by the applicant, contain the information required by the nomination form and received by the Office of the Chief Executive by the date provided in the nomination form. Late nominations will not be accepted.

11.2.2 A Life member may nominate themselves.

11.3 Selection Process

- 11.3.1 The President of the Board must convene a panel comprising the President and Vice President of the Board and two independent members. One of the independent members must be appointed as the Chair of the panel and will have a casting vote.
- 11.3.2 Where the President and/or Vice President is an applicant, they must recuse themselves from the panel and the Board must appoint another member of the Board to sit on the panel in their place.
- 11.3.3 The panel will provide to the Board the names of applicants the panel recommends for appointment to fill the vacant membership position on the Board, provided however where the panel finds it necessary to do so the panel may conduct interviews. The panel may advise the Board that there are insufficient qualified applicants nominated to fill the vacant positions and, in such case, recommend a new nomination process take place. Where this occurs the current members of the Board will retain their positions until a suitable applicant(s) are appointed.
- 11.3.4 The Board will vote on the nominees recommended for membership of the Board by the panel and declare those applicants appointed at the next Annual General Meeting or at a special Board meeting held for that purpose. Any special meeting appointing new members may be held by audio, or audio, visual or electronic communication.
- 11.3.5 Where the Board declines to appoint an applicant recommended by the panel and/or appoints a candidate who has not been recommended by the panel, the Board must minute the reasons for this.
- 11.3.6 The Chief Executive or other person nominated by the Chief Executive will supervise the nomination process.

11.4 Voting for Officers

- 11.4.1 The election of President, Vice President(s) and the positions of other officers created under rule 10 must be voted on by the Board at the first meeting after the conclusion of their term.
- 11.4.2 The Chief Executive shall advise the election results, to the successful and unsuccessful applicants for all nominated positions and to the members

11.5 Taking Office

- 11.5.1 The members of the Board will take office following the expiry of the term of the members or members they will replace and shall hold office for 3 years until the end of their term of Office except to the extent that any vacancies arise earlier.

12. RESIGNATION AND VACANCIES FOR BOARD

12.1 Notice of Resignation

12.1.1 A member of the Board may resign an office by sending their resignation to the Chief Executive in writing and shall be effective on receipt of that resignation by the Chief Executive.

12.2 Filling of Vacancy - Elected Members of Board

12.2.1 If any vacancy occurs in the membership of the Board between nomination cycles that vacancy may be filled by resolution of the Board provided however the Board will use its best endeavours to use the nomination process set out in rule 11.

13. MANAGEMENT OF ALGIM AFFAIRS

13.1 Board to Manage

13.1.1 The affairs and business of ALGIM will be controlled and conducted by the Board established in accordance with rule 10, and to the extent that they are not otherwise provided for in these rules.

13.2 Individual and Collective duties of Board

13.2.1 Each member of the Board must do all things to achieve the objectives of ALGIM and at all times act in the best interests of ALGIM.

13.3 Duty to act independently

13.3.1 Members of the Board must not act in the interests of their member organisation (Local Authority) or any other member organisation where that interest does not align with the interests of ALGIM.

13.3.2 Board members must not accept or act on any instruction or direction of their member organisation or any other member organisation when they are acting in their role as a member of the Board.

13.4 Notice of Meetings

13.4.1 The Board will meet at the time and place to be decided upon by the Board. Notice of every meeting of the Board must be sent to every member of the Board at least 14 days prior to the meeting, but non-receipt of any such notice will not invalidate or prejudice any act, resolution or proceedings of the Board.

13.5 Special and Emergency meetings

13.5.1 The Chief Executive, on request from the President or by 5 members of the Board made in writing, must give notice of a special or emergency meeting.

13.5.2 At least 10 working days' notice must be given of any special meeting provided that where this cannot be given; the meeting shall be styled an "Emergency Meeting" in which case not less than 3 working days' notice must be given.

13.5.3 The business to be conducted at any such meeting must be restricted to that stated in the notice unless all members entitled to vote are present and unanimously agree to consider any other business. Provided however that, at any meeting of the Board immediately following the Annual General Meeting, the provisions of rule 13.5.2 and 13.5.3 will not apply.

13.5.4 A resolution in writing, signed or agreed to by all members of the Board then entitled to receive notice of a meeting of the Board, will be as valid and effective as if it had been passed at a meeting of the Board duly convened and held.

13.6 Quorum

13.6.1 No less than half the number of positions on the Board as defined in rule 10.2 will comprise a quorum.

13.7 Meeting Procedure

13.7.1 The Chairperson of all meetings of ALGIM and its Board will be the President, or in that person's absence a Vice President. If neither of these officers are present, the meeting must elect a Chairperson.

13.7.2 A meeting of the Board may be held either:

13.7.2.1 By a number of the Board who constitute a quorum, being assembled together at the place, date, and time appointed for the meeting; or at the option of any member of the Board;

13.7.2.2 By means of audio, or audio and visual communication by which all members of the Board participating and constituting a quorum, can simultaneously hear each other throughout the meeting.

13.8 Committees

13.8.1 Subject to the provisions of these rules, the Board may appoint committees comprising representatives of 2 or more members of ALGIM. It may delegate any of its power to such committees excepting those contained in rule 9.1 and may lay down rules for regulating the proceedings of the committees. The President shall ex officio be a member.

13.9 Common Seal

13.9.1 The Common Seal of ALGIM must be held by the Chief Executive who will be responsible for its safe custody. The Seal must not be affixed to any document except by resolution of the Board, but the Chief Executive may with the consent of the President, or in the case of the President being unavailable, a Vice President, affix the Seal in an urgent case, in which case such action shall be reported to the Board at its next meeting for endorsement. Every sealing shall be signed by the President and the Chief Executive, or such other persons as may be designated by the Board.

14. MEETINGS

14.1 General Meetings

14.1.1 Annual General Meetings will be held at such places and times as may be decided at the Annual General Meeting or by the Board.

- 14.1.2 The business to be conducted at the Annual General Meetings must include ordinary annual business, annual accounts, report of the President and report of the Chief Executive to the end of the preceding financial year, election of Board if required, remits as may be submitted by the members, together with the Auditor's Report.
- 14.1.3 Procedure at general meetings must be as described by NZS Model Standing Orders for Meetings of Local Authorities and Community Boards, with appropriate modifications, unless express provision is made in these rules.
- 14.1.4 Each Local Authority Member may be represented at any general meeting or on any vote or ballot by one person (the Member Nominee) authorised in writing (including electronically) by a senior Board of that member but for the avoidance of doubt, is not be entitled to vote in respect to appointment for the Board under rule 11.
- 14.1.5 The Member Nominee can be changed at any time in writing, and if more than one person is authorised then the first to be named, who is present and wishes to participate, will be the Member Nominee for the purpose of that meeting or vote.
- 14.2 Special General Meetings
- 14.2.1 Special General Meetings of members may be convened by the Board at its discretion or called within 28 days of receipt by it of a requisition in writing forwarded to the Chief Executive signed by not less than 15% of financial members entitled to vote at general meetings (including life members) and stating the business to be transacted thereat.
- 14.3 Notice of Motion
- 14.3.1 A member wishing to bring before the Annual General Meeting any motion not relating to the ordinary annual business of ALGIM must give notice thereof in writing to the Office of the Chief Executive at least 30 working days before the meeting.
- 14.4 Notice of Meetings
- 14.4.1 The Chief Executive must, not less than 10 working days before such Annual General or Special General Meeting of the Society, send to each member, a notice stating the day, place and hours of meeting, and the business to be transacted at the meeting. In the case of the Annual General Meeting any motion of which notice has been given as aforesaid must be forwarded by the Chief Executive to each member, together with a copy of the President's Annual Report and accounts of the Society, with the Auditor's report thereon. The non-receipt of such notice by any member will not invalidate the proceedings of any meeting.
- 14.5 Quorum
- 14.5.1 At any General Meeting, ten financial Local Authority Members will constitute a quorum. No business will be transacted at any meeting of ALGIM unless a quorum of members is present throughout.
- 14.5.2 If after business of a meeting of ALGIM has commenced, a want of quorum occurs, the business must be suspended and if no quorum is present within 10 minutes thereafter the Chairperson must vacate the Chair and the meeting shall lapse.
- 14.5.3 The business remaining to be disposed of will stand adjourned to a time fixed by the President or the Chief Executive.

14.6 Voting Rights

14.6.1 All Local Authority Members who have paid all current subscriptions and levies and all Life Members who are present at a general meeting of ALGIM in person or by proxy are eligible for one vote on any issue to be decided. The vote of a Local Authority Member may be exercised by a Member Nominee or proxy. Elite Partners/Premier Corporate Sponsors, Corporate Sponsors and Associate Members have no voting rights at any meeting or ballot of the Society.

14.6.2 Voting on all questions, other than as provided for in rule 11, will be by voices or show of hands, but a ballot must be held if demanded and supported by at least one-third of the Local Authority Members and Life Members present. [For the avoidance of doubt appointment to membership of the Board is carried out using the process outlined in rule 11 and is not subject to the voting right exercised under this rule.]

14.6.3 The Chairperson of any meeting has a casting vote as well as a deliberative vote.

15. CHIEF EXECUTIVE

15.1 Appointment of Chief Executive

15.1.1 The Board may from time to time, appoint a person to be the Chief Executive of ALGIM, either in a full time or part time capacity as it thinks fit, and fix remuneration and conditions of appointment accordingly.

15.2 Responsibilities

15.2.1 The Chief Executive is responsible to the Board for the efficient management of ALGIM's affairs and must keep minutes of all General and Board meetings, and generally perform all the duties appertaining to the office.

15.2.2 The Chief Executive has the right to employ staff and to delegate roles as they see fit in order to carry out the functions of ALGIM.

15.2.3 Subject to the direction from time to time of the Board, the Chief Executive will have custody of all deeds, papers, documents and correspondence of ALGIM.

15.2.4 The Chief Executive must publish an Annual Report and develop with the Board a Business Plan annually.

15.2.5 The Chief Executive must, except as otherwise directed by the Board, carry out the functions of the Secretary of ALGIM for the purposes of the Incorporated Societies Act 1908.

15.2.6 The Chief Executive must, except as otherwise directed by the Board, carry out the functions of the Treasurer of ALGIM.

15.3 Position May Be Combined

15.3.1 The Board may if they think fit combine the position of Secretary with any other position.

16. TREASURER

16.1 Appointment of Treasurer

16.1.1 The Board may from time to time, appoint a person to be the Treasurer of ALGIM, either as a sole position, or in conjunction with any other position, and fix remuneration and conditions of appointment accordingly.

16.2 Responsibilities

16.2.1 The Treasurer must submit audited accounts to the Chief Executive or to the President in the case that the Chief Executive also fills the position of Treasurer, 28 days before the Annual Meeting.

17. FINANCIAL MATTERS

17.1 Control of Funds

17.1.1 All funds of ALGIM must be paid into such bank as may from time to time be determined by the Chief Executive to the credit of ALGIM.

17.1.2 The President and Chief Executive jointly (or such other officers and / or staff and / or members of the Board as the Board determines) must operate on the account of ALGIM and jointly sign and / or electronically authorise withdrawal orders, payment requests or cheques.

17.1.3 The current financial reports of ALGIM must be presented for approval at every meeting of the Board.

17.2 So far as it may be necessary to do so, for or incidental to the purposes of ALGIM it is duly authorised:

17.2.1 To make, draw, accept, endorse, or negotiate cheques, promissory notes, bills of exchange, or other negotiable instruments;

17.2.2 To borrow or raise money in any such manner as ALGIM may think fit, and in particular by mortgage or debentures or other securities, with power if need be to charge such mortgages, debentures, or other securities upon all or any of the property of ALGIM present or future.

17.3 Financial Year

17.3.1 The financial year of ALGIM commences on 1 July.

17.4 Investment

17.4.1 All funds of ALGIM not needed immediately for the ordinary purposes of ALGIM may be invested in the name of ALGIM in trust in any securities in which trustees are for the time being authorised to invest trust monies, or by leaving the same upon deposit with any bank or by lending the same to any local authority.

17.5 Presenters, Prizes, Research and Grants

17.5.1 The Board may employ any part of the funds of ALGIM in the payment of presenters, or the foundation of prizes, or study grants, or research and development, or events conducted or held by ALGIM, or in partnership with any kindred organisation, as well as for any other purposes of ALGIM including travelling allowances or study tours.

17.6 Travelling Expenses

17.6.1 The Board may at its discretion pay out of the funds of ALGIM the reasonable travelling and accommodation expenses of any member, officer or employee on each occasion of such person

attending a meeting of the Board, or of any Committee thereof or attending any conference or convention or being otherwise authoritatively engaged in the business of ALGIM or for any other purpose approved of by the Board.

17.7 Auditor

17.7.1 ALGIM must at the Annual General Meeting appoint an auditor at such remuneration as may be fixed.

17.7.2 The Chief Executive must deliver to the auditor the accounts of the then last financial year and the auditor must examine such accounts and the books of ALGIM.

17.8 Honoraria

17.8.1 The President and/or such other officer as the Annual General Meeting may decide, must receive such remuneration or allowance by way of honorarium as ALGIM may decide by resolution passed at any Annual General Meeting.

18. GENERAL

18.1. Members Bound by Rules

18.1.1 Every member must be sent a website link to the Constitution and Rules in force at the time of admission or appointment of the Board and will be bound by those rules and any subsequent amendment made to them.

18.2 Alteration of Rules

18.2.1 The rules of ALGIM must not be added to or altered or rescinded except by means of an electronic ballot of members entitled to vote and will be carried by a simple majority of those votes returned.

18.2.2 The electronic ballot may take place at any time.

18.2.3 Where any amendment is proposed, such amendment must be forwarded to the Chief Executive for consideration by the Board.

18.2.4 Proposed amendments may be put forward by:

18.2.4.1 The Board; or

18.2.4.2 Any Local Authority Member or Life Member if supported by a written request from 15% of all members of the Society entitled to vote under rule 14.6.1.

18.2.5 Notice of any proposed alteration or addition to the rules must be forwarded by the Chief Executive or appointed returning officer to each member along with electronic voting instructions and form, and details of when the voting form should be returned or the vote cast.

18.2.6 An official count must be undertaken by a person to be appointed by the Chief Executive in the presence of scrutineers previously appointed by the Board and the results announced at the Annual General Meeting or notified to each member by the Chief Executive.

18.3 Winding Up

18.3.1 ALGIM may be wound up voluntarily if, at a general meeting of members a resolution is passed requiring ALGIM to be wound up, and the resolution is confirmed at a subsequent general meeting of members qualified to vote and held not earlier than 30 days after the date on which

the resolution so to be confirmed was passed.

18.4 Distribution on Winding Up

18.4.1 In the event of the voluntary winding up of ALGIM or its dissolution by the Registrar of Incorporated Societies, the property thereof shall be distributed to an organisation in New Zealand approved by a meeting of the members and having a charitable purpose or purposes as defined in section 5(1) of the Charities Act 2005, provided that no member is able to receive any pecuniary gain from the surplus assets when winding up.

18.4.2 In default of such agreement by members, a neutral body or person, such as the President of the New Zealand Law Society, shall nominate an appropriate organisation.