

By-law 15

15. SPECIAL INTEREST SECTIONS

In accordance with Rule 85 of the EIANZ Rules of Association, this By-law is prescribed by the Board of the Association to give better effect to Rule 75; which provides for the establishment by the Board of Special Interest Sections.

15.1 Establishment and Purpose

- (1) The establishment of a Special Interest Section shall be approved by resolution of the Board.
- (2) The purposes of a Special Interest Section shall be directed towards:
 - (a) the development and promotion of knowledge about specialised areas of environmental practice; and
 - (b) the advancement of the professional standing and recognition of specialist environmental practitioners.
- (3) The Board shall only consider a proposal to establish a Special Interest Section where the proposal is accompanied by a business plan that includes as a minimum:
 - (a) a proposed name for the Section;
 - (b) a statement for the Section setting out its proposed purpose, function and activities;
 - (c) a statement of any eligibility criteria that may apply to membership of the Section;
 - (d) the names of a proposed Chair, a management committee, and at least ten (10) other Ordinary or Fellow members of the Institute who have committed, in writing, to actively support and promote the operation of the Special Interest Section;
 - (e) an estimate of the required budget for conducting the activities of the Special Interest Section over its first three (3) years of operation, and proposed sources of revenue to sustain the budget projections.

15.2 Names

- (1) The name of a Special Interest Section shall be consistent with its purpose and function, and as approved by resolution of the Board.

15.3 Functions

- (1) The functions of a Special Interest Section shall be consistent with its purpose, and as approved by resolution of the Board.

15.4 Membership and eligibility criteria

- (1) Membership of a Special Interest Section shall be open to any member of the Institute, having an interest in the activities of the Section, and satisfying the

eligibility criteria, if any, applying to membership of the Section.

- (2) The eligibility criteria for membership of a Special Interest Section shall be consistent with its purpose and function, not exclude participation by members who demonstrate a genuine interest in the activities of the a Section, and as approved by resolution of the Board.
- (3) In accordance with Rule 75(3), a class of persons who are members of a specified organisation, and who are non-members of the Institute, may be approved for membership of a Special Interest Section by resolution of the Board.
- (4) The membership of a Special Interest Section shall be a notation on the record of membership kept as part of the Register of Members in accordance with Rule 15(1)(a)(v).
- (5) The Board, with the advice of a Special Interest Section, may approve a special levy for membership of a Section.

15.5 Chair and office bearers

- (1) Each Special Interest Section shall have a Chair (or equivalent person) who shall be appointed by the Board.
- (2) The appointment of the Chair of a Special Interest Section is to be an open and transparent process that engages the members of the Institute.
 - (a) The application of this principle shall not prevent the Board from appointing an interim Chair for a Special Interest Section, for a period of one (1) year.
- (3) The Chair of a Special Interest Section shall, ex-officio, be a member of the Advisory Council.
- (4) The Chair shall be appointed for a term of two (2) years, and is eligible for re-appointment.
- (5) A Special Interest Section shall appoint a management committee consisting of the Chair, a Deputy Chair, a Secretary and up to six (6) other members to lead and manage the affairs of the Section.
- (6) The appointment of the management committee of a Special Interest Section is to be an open and transparent process that engages the members of the Institute.
 - (a) The application of this principle shall not prevent the Board from appointing an interim management committee for a Special Interest Section, for a period of one (1) year.
- (7) Where the Board appoints an interim Chair and/or management committee for a Special Interest Section for a period of one (1) year, it shall ensure that, before the elapse of that time, there is an open and transparent process that engages the members of the Institute for the selection and appointment of a Chair, and the members of the management committee.

15.6 Finances

- (1) The financial affairs of a Special Interest Section shall be conducted as part of the ordinary financial operations of the Institute.

- (2) The Institute shall, within its books of accounts, maintain a separate cost-centre for each Special Interest Section.
- (3) A Special Interest Section shall, three months prior to the commencement of each financial year, submit a business plan for its proposed activities and expenditure, for approval by the Board.
- (4) Expenditure by a Special Interest Section shall be authorised by the Chair and one other member, in accordance with delegated authority from the Board, and within the annual budget for the Section approved by the Board.
- (5) All income attributed to levies or the activities associated with a Special Interest Section shall be applied against the cost of the approved budgeted activities of the Section.
- (6) Surplus funds in any financial year associated with the activities of a Special Interest Section, are to be held in reserve and applied against the cost of the approved budgeted activities of the Section in the subsequent financial year.

15.7 Meetings, activities and reporting

- (1) A Special Interest Section may communicate and conduct business by such means as it sees fit, including written and electronic communications; teleconferences; and face to face meetings.
- (2) The management committee of a Special Interest Section shall keep records of its meetings and decisions, and shall publish them to the members of the Institute within fourteen (14) days of any meeting.
- (3) A Special Interest Section may, with the approval of the Board and subject to financial viability, publish material and conduct conferences or workshops.
- (4) All written communications, publications, conferences and workshops must clearly identify a Special Interest Section as part of the Institute, and be consistent with the Communications Strategy and standards of the Institute.
- (5) A Special Interest Section may give advice to and make recommendations directly to the Board, on matters to do with environmental policy and good practice environmental management.
- (6) At the conclusion of each financial year, the Chair of a Special Interest Section shall provide a written annual report to the Board, on the outcomes achieved through the activities of and approved expenditure by the Section.

15.8 Conflict of Interest

- (1) The Chair of a Special Interest Section, or any member of its management committee, who has a material personal or pecuniary interest in a matter being considered at a management committee meeting must disclose the nature and the extent of that interest to the management committee.
- (2) Subject to section 81(3) of the Act, the member:
 - (a) must not be present while the matter is being considered at the meeting; and
 - (b) must not vote on the matter.
- (3) This requirement does not apply to a material personal or pecuniary interest:
 - (a) that exists only because the member belongs to a class of persons for

- whose benefit the Special Interest Section is established; or
- (b) that the member has in common with all, or a substantial proportion of, the members of the Special Interest Section.

15.9 Termination

- (1) A Special Interest Section may be terminated by the Board:
 - (a) at the request of a majority of members of the Section; or
 - (b) if the Section ceases to have at least ten (10) active members; or
 - (c) if the Section has not prepared and had approved by the Board, a business plan consistent with the functions and purpose of the Section;
or
 - (d) if the Section has not reported to the Board on its activities for a period of not less than two (2) years.
 - (2) Any funds standing to the credit of the cost-centre for a Special Interest Section which is terminated, shall revert to the general funds of the Institute.
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