

**THE NEW ZEALAND
INSTITUTION OF GAS ENGINEERS
(INCORPORATED)**

RULES

As adopted at the AGM – 21 October 2011



The New Zealand Institution of Gas Engineers (Incorporated)

R U L E S

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1. NAME

- 1.1 The name of the Association shall be **“The New Zealand Institution of Gas Engineers (Incorporated)”** (hereinafter referred to as “the Institution”).
- 1.2 The Institution is a technical group of the Institution of Professional Engineers New Zealand Inc (IPENZ).
- 1.3 The Institution is affiliated with the Institution of Gas Engineers & Managers (IGEM), with the name of the affiliation known as “New Zealand Institution of Gas Engineers & Managers” (also known as NZIGEM).

2. OBJECTS

- 2.1 The objects of the Institution are:
 - a) To promote and develop gas engineering and the technical administration of the gas industry in all its forms and activities.
 - b) To enable persons who are, or have been, engaged in technical administration in the gas industry or who have been educated as gas engineers or gas technicians, and others associated with gas technology to meet and correspond.
 - c) To facilitate the interchange of ideas and experience regarding existing or new gas technology as the Industry develops.
 - d) To improve and advance the technical training and general knowledge of members by organising meetings, seminars, lectures and classes on subjects of interest or importance and to award prizes and certificates where the performance of members is of merit.

3. MEMBERSHIP

- 3.1 The Institution shall consist of the following classes of members:
 - i. Life Fellow
 - ii. Fellow
 - iii. Member
 - iv. Honorary Fellow
 - v. Graduate
 - vi. Associate
 - vii. Student

3.2 Abbreviated Titles

Members of any class who wish to designate themselves otherwise than in full as belonging to the Institution shall use one of the following abbreviations only:

Life Fellow	Life F. NZIGE
Honorary Fellow	Hon F. NZIGE
Fellow	F. NZIGE
Member	M. NZIGE
Associate	Assoc. NZIGE
Graduate	Grad. NZIGE
Student	Stud. NZIGE

Note: Members granted retired status may choose to indicate this with the suffix (ret) after the abbreviated title. E.g.: M.NZIGE (ret)

3.3 Qualifications for Membership

(i) Life Fellow

A Life Fellow shall be a person who has retired from active participation in the affairs of the Institution and who has given outstanding service to the Institution and who the Institution desires to honour. Life Fellowship shall be conferred upon any past President of the Institution who retires from the gas industry.

(ii) Honorary Fellow

An Honorary Fellow shall be a person, who is distinguished by work in engineering, science or otherwise, whom the Institution desires to honour.

(iii) Fellow

Every candidate for election or transfer to the class of Fellow shall:

- a) have been a Member of the Institution for at least five years, or for such shorter period as the Council may in any particular case decide, and
- b) is recognised as having high standing in the gas industry, and
- c) have been engaged in a senior position of responsibility in the gas industry, and
- d) have given service to the profession or to the Institution, or have contributed to the objects of the Institution.

(iv) Member

Every candidate for election or transfer to the class of Member shall satisfy one of the following:

- a) hold a suitable degree in engineering, science or technology or equivalent academic qualification as may be approved by the Council, have relevant experience of at least three years, and be currently engaged in a position of responsibility in the gas industry, or
- b) have attained the standard of education and undergone training and received experience in an appropriate field which satisfies the requirements of a Registered Engineering Associate, and be currently engaged in a position of responsibility in the gas industry, or
- c) have at least ten years relevant experience, and be operating at a level equivalent to a professional engineer/technologist, and be currently engaged in a position of responsibility in the gas industry.

(v) Associate

Any person interested in the objects of the Institution may apply to become an Associate unless they qualify for another membership class.

(vi) Graduate

Every candidate for election or transfer to the class of Graduate shall:

- a) have attained the age of 21 years, and
- b) hold a suitable degree in engineering, science or technology or a technician's qualification as may be approved by the Council, and
- c) be receiving training and experience within the gas industry
- d) undertake to apply to transfer to the class of Member upon becoming eligible.

(vii) Student

Every candidate for election or transfer to the class of Student shall:

- a) be studying towards a qualification recognised for Graduate membership of the Institution, and
- b) undertake to apply to transfer to the class of Graduate upon becoming eligible.

3.4 Election and Transfer of Members

(i) Life Fellow or Honorary Fellow

A Life Fellow or an Honorary Fellow shall be elected by the unanimous vote of a meeting of the Council of the Institution at which not less than two thirds of the members of the Council are present. Each such election shall be announced at the next Annual General Meeting or Special General Meeting.

(ii) Fellow

A Fellow may be elected by the Council who shall review a proposal signed by at least two members (of whom at least one shall be a Fellow). Each such election shall be announced at the next Annual General Meeting or Special General Meeting.

(iii) Member, Associate, Graduate, or Student

Candidates for election or transfer to the classes of Member, Associate, Graduate, or Student shall apply to the Council using the designated printed form available from the Secretary. This form shall be signed by two Members or Fellows where the application relates to a proposed Member, or by two Fellows, Members or Associates where the application relates to Associate, Graduate, or Student membership. Such form will outline the candidates career and provide other appropriate evidence to support the application.

The Council shall consider all such applications and where appropriate sanction admission at the relevant level. Each such election shall be announced at the next Annual General Meeting or Special General Meeting.

Every person when elected shall receive due notice of such election in writing together with a copy of the Rules of the Institution and shall within one month from the receipt of such notice, pay the entrance fee (if applicable) and subscription, as per Rule 7. If such person fails to pay the entrance fee (if applicable) and subscription within such time the election of such person shall be absolutely void.

3.5 Exemptions

The Council may waive any or all of the above requirements for admission to any class of membership where formal recognition agreements exist or in any other case where the Council is satisfied that properly verified membership, qualifications and experience are sufficient for such admission.

3.6 Resignation of Members

Each member may by notice in writing to the Secretary accompanied by any certificate of membership issued to that member, resign from membership after payment of all sums due in respect of subscriptions or otherwise.

3.7 Termination of Membership

Any person shall on ceasing to be a member of the Institution forfeit all rights and claims in and against the Institution and its property and funds.

3.8 Register

The Secretary shall keep a register of members containing the names, addresses, and occupations of those members, and the dates at which they became members.

3.9 Certificate of Membership

Subject to such regulations and on payment of such fees as the Council from time to time prescribe, the Council may issue to any member of any class a certificate showing the class to which such member belongs. Every such certificate shall remain the property of, and shall on demand be returned to, the Institution.

3.10 NZ Institution of Gas Engineers & Managers (NZIGEM)

Members of any class of the Institution are eligible for supplementary membership of NZIGEM, the Institution's affiliation with the Institution of Gas Engineers & Managers (IGEM) based in the United Kingdom.

All Members of NZIGEM will be entered onto the IGEM central database and recognised as a member of NZIGEM. They will be issued with an IGEM membership number and will receive all identified benefits as a non-corporate member of IGEM.

3.11 Retired Members

Members of any class of the Institution, who have ceased active employment; and have been a member of the Institution for at least 10 years, or at the discretion of Council; and who will no longer receive income other than through superannuation, pensions, benefits or investments may apply for and be awarded retired status by the Council, and as such shall retain their Membership class, but be exempt from paying the annual subscription for the Institution in accordance with 7.1.

4. MANAGEMENT OF THE INSTITUTION

4.1 The affairs of the Institution shall be managed by a committee to be known as the Council.

4.2 Council

The Council shall consist of the President, Vice President and Immediate Past President, plus two councillors who shall be elected from the Fellows and Members, plus two councillors who shall be elected from the Associates, Graduates and Students, and plus the Honorary Secretary and Honorary Treasurer. All members are eligible to be elected to President, Vice President, Honorary Secretary and Honorary Treasurer.

The President and Vice President shall be nominated by the retiring Council and may hold their respective positions for a maximum of three consecutive years only.

The Immediate Past President shall hold office for the immediate period following the term as President until replaced by the next retiring President.

The two Fellow or Member councillors shall retire after two years and shall be eligible for re-election at an Annual General Meeting. They shall be nominated and elected by the Fellows and Members.

The two other elected councillors shall retire after two years and shall be eligible for re-election at the Annual General Meeting. They shall be nominated and elected by the Associates, Graduates and Students of the Institution.

It is desirable that membership of the Council is representative of all sectors of the gas industry.

The Honorary Secretary and Honorary Treasurer shall retire after two years and shall be eligible for re-election at the Annual General Meeting. The duties of the two Offices may be combined.

4.3 Election of Council

The Council shall, prior to the Annual General Meeting in each year, prepare a list of persons who it nominates as suitable for the offices of President, Vice President, Honorary Secretary, Honorary Treasurer, members of Council including members whose offices may become vacant by rotation, and an Auditor. It shall, however, be open to any two members to nominate any other members as an Office-Bearer or as a member of Council, subject to the consent in writing of such member having been first obtained.

The two Fellow or Member councillors shall be nominated and elected by the Fellows and Members. The two other elected councillors shall be nominated and elected by the Associates, Graduates and Students of the Institution.

Nominations by members must be made in writing and delivered to the Secretary, together with the written consent of the member proposed, not later than two weeks prior to the Annual General Meeting. If such proposal is received, the Council shall accept the nomination and add the name of the person to the balloting list. If insufficient nominations are received to the secretary then nominations can be received from the floor at the Annual General Meeting. The election shall take place by ballot at the Annual General Meeting in each year.

The candidates having the greatest number of votes shall be elected, and where in any case the votes are equal, the choice shall be determined by drawing of lots in such manner as the Chairperson may direct. Scrutineers shall be appointed at the meeting from amongst the members present.

The Auditor's appointment shall also be confirmed at the Annual General Meeting.

4.4 Vacancies

The Council may fill up any vacancy or vacancies caused by death, resignation, or otherwise, amongst the Office-Bearers and members of the Council. The person or persons appointed to fill such vacancy or vacancies shall retain such office, however, only for the term for which the person in whose place they are appointed would have held office. Any such person or persons shall be eligible for re-election.

5. POWERS AND DUTIES OF THE COUNCIL

- 5.1 The Council shall meet as often as the business of the Institution may require.
- 5.2 The Council shall be responsible to the members of the Institution for the policy and administration of the Institution and its powers shall include:
 - a) To arrange and subsidise the cost of seminars and workshops, and to contribute to the cost of participants when it is considered this will advance the objects of the Institution.
 - b) To conduct or promote investigation into any plant, process, invention or device or principle which may prove of technical or commercial value to the gas industry, to conduct tests or trials and to co-operate with any other body in such investigations and prepare reports on any findings or conclusions.
 - c) To accept gifts of property where subject to any special trust or not where the objects of the Institution can thereby be advanced.
 - d) To borrow money for objects of protection.
 - e) To invest funds.
 - f) To take any action or lawful steps to safeguard the interests and welfare of the members and to negotiate on their behalf with any other party.

- g) To commence, acquire, print, publish, issue and circulate if considered advisable, any publication incidental to the objects in the Institution.
 - h) To obtain power to grant legally, recognised certificates of proficiency provided that every certificate shall show on the face thereof that it is merely a certificate granted by the Institution, either upon the result of an examination approved by the Institution or in respect of qualifications approved by the Institution and provide for the registration of holders of certificates of the Institution.
 - i) To appoint members to serve on committees of the Institution and other bodies, and make changes as required.
 - j) To pay reasonable remuneration for services rendered.
- 5.3 The Institution acknowledges the provisions of Section 17 of the IPENZ rules governing technical groups of IPENZ.

6. ACCOUNTS

- 6.1 The financial year means the period commencing on 1 June and ending on 31 May of the following year.
- 6.2 The annual budget for the following financial year shall be determined by the Council and approved by the members at the Annual General Meeting of the Institution.
- 6.3 The Institution shall not incur any liability or expend any money without the specific or general approval of the Council, and unless otherwise approved or directed by the Council all financial transactions in respect of conferences, seminars, workshops, meetings, etc., shall be through the accounts of the Institution.
- 6.4 In order that the Institution may be accorded full charitable status by the Department of Inland Revenue no income, benefit or advantage of any link shall be derived by any member(s) of the group from any activity which the Institution may undertake.
- 6.5 The Treasurer shall be responsible for all financial dealings of the Institution, including the collection of subscriptions and shall keep a separate record of the income received and expenditure incurred by the Institution, and of the assets and liabilities of the Institution.
- 6.6 At the end of each financial year the Treasurer shall prepare an Annual Statement of Accounts which, after being certified by the auditor of the Institution, shall be laid before the Annual General Meeting of the Institution.

7. ANNUAL SUBSCRIPTIONS

- 7.1 Life Fellows, Honorary Fellows and those members who meet the retirement criteria specified in 3.11, are exempt from paying subscriptions for the Institution, but shall pay the annual subscription for NZIGEM and shall pay the IPENZ administration fee 7.4, should they choose to join NZIGEM. Annual subscriptions for other grades of membership (including NZIGEM) shall be determined by Council and approved by the members at the Annual General Meeting.

- 7.2 The subscription year means the period commencing on 1 June and ending on 31 May of the following year.
- 7.3 All annual subscriptions for members as at 1 June in each year shall be billed in June and become due on 1 July for the year beginning 1 June of that same year.
- 7.4 Annual subscriptions may include an administration fee payable directly to a third party organisation for providing administration services in accordance with Rule 5.2 (j), such fee to be approved by the members in accordance with Rule 7.1.
- 7.5 If any member fails to pay the annual subscription by due date, notice thereof in writing shall be sent to such member, calling attention thereto, and thereafter if such member does not pay the annual subscription by 1 August then ensuing, such member shall cease to have the privileges of membership, and shall receive no Notice of Meetings, nor be entitled to attend any General Meeting or Special General Meeting of the Institution. Thereafter if the Council thinks fit, a letter shall be sent to such defaulting member, notifying the Council's intention to cancel such persons membership in the event of such subscriptions not being paid by 1 September.
- 7.6 Every member shall be liable for the payment of the annual subscription until resignation of membership by letter addressed to the Secretary, or until such member has forfeited the right to remain in, or be attached to, the Institution.

8. MEETINGS

8.1 Notice of Meetings

At least seven clear day's notice shall be given of any meetings of the Council, and at least fourteen clear days' notice of any General Meeting of the members, subject nevertheless that where any special resolution is to be submitted at such meeting involving any alteration of or addition of these Rules at least three weeks' notice shall be given thereof.

Notices shall in all cases be given either by letter posted to the member at such member's postal address as advised to the Secretary from time to time, or by electronic means to such member's email address as advised to the Secretary from time to time.

8.2 Quorum

Twelve members present at the Annual General Meeting or at any General Meeting or Special General Meeting of the Institution, and four members present at any meeting of the Council shall respectively constitute a quorum.

8.3 Voting

At all meetings of the Institution, its Council and Committees, questions shall be decided by a majority of votes by a show of hands, unless a ballot be demanded by five members present at a meeting of the Institution or by a majority of the members present at a meeting of the Council or of any Committee.

At any meeting any member may vote as proxy for the election of Office-Bearers, by first lodging with the Secretary, forty-eight hours before the time of such meeting an authority in writing, specifying the date of the meeting at which the proxy is to be used, and signed by such member.

Each member shall have the right to exercise one vote only on each motion at any meeting of the Institution, except that in the case of equality of voting the Chairperson may exercise an additional casting vote.

8.4 Council Meetings

The Council may meet for the dispatch of business, adjourn, and otherwise regulate its meetings and proceedings as it thinks fit. The President or Secretary may at any time convene a meeting of the Council, or the Secretary shall at the request in writing of two members of the Council call a meeting, and in the event of failing to do so within seven days, three members of the Council themselves may call a meeting. The President or in his absence the Vice President or failing him the Immediate Past President shall be the Chairperson of all meetings of the Council.

8.5 Annual General Meeting

The Annual General Meeting of the Institution shall be held in the period between 1 September and 31 October each year at which meeting an Annual Report and Statement of Accounts (duly audited) shall be submitted, all Office-Bearers and members of Council as necessary elected, an Auditor appointed, and any other business transacted of which due notice shall have been given.

At all meetings, in the absence of the President, the Chair shall be taken by the Vice-President, or failing him then by such Corporate member as the meeting shall choose as its Chairperson for the time being.

Any member, with the permission of the Chairperson previously obtained, shall have the privilege of admitting a visitor to the Annual General Meeting, but such visitor shall take no part in any discussion unless invited to do so by the Chairperson of the meeting.

8.6 Special General Meeting

The Council may at any time for any special purpose call a Special General Meeting of the Institution and it shall do so forthwith, as prescribed in Rule 8.1, upon the requisition in writing of any six members of the Institution stating the purpose for which the meeting is required.

9. PROFESSIONAL CONDUCT AND DISCIPLINE

9.1 Each candidate when elected to any class of membership shall abide by the Rules of the Institution.

9.2 Each member shall at all times act so as to uphold the dignity, standing and reputation of the Institution and of the profession and with due regard to the public interest, especially in matters of health and safety. Each member shall exercise his judgement to the best of such member's ability and shall discharge all professional or technical responsibilities with integrity.

- 9.3 Should any member deem it such member's duty to make a complaint that another member is acting in breach of these Rules, such complaint together with supporting evidence shall be sent in writing to the Secretary and the Secretary shall initiate action to deal with the complaint at the next Council meeting.
- 9.4 Before considering the complaint the Council may invite the member whose conduct is the subject of the complaint to offer an explanation of such member's conduct verbally or in writing.
- 9.5 If the Council decides that the member whose conduct is the subject of the investigation has acted in an improper or unprofessional manner, the Council may resolve to make one or more of the following orders:
- (i) that such member be reprimanded or admonished
 - (ii) that such member be expelled from membership

10. ALTERATIONS TO RULES

No Rule of the Institution shall be altered or repealed or any new rule adopted, except at the Annual General Meeting, after due notice has been given as prescribed in Rule 8.1.

No addition to or alteration or rescission of the rules shall be approved if it in any way affects the winding-up rule.

No addition to or alteration of the winding-up rule shall be approved without the approval of the Inland Revenue Department.

No alteration, addition, rescission or substitution which would alter the charitable status of the Institution shall be permitted.

11. WINDING UP

If at any General Meeting a Resolution for the Winding Up of the Institution shall be passed by a majority of the members present, and such Resolution shall at a Special General Meeting, held not less than one calendar month, nor more than three calendar months thereafter, at which not less than one-half of the members shall be present, be confirmed by a Resolution passed by a simple majority of the members voting thereon, the Council shall thereupon or at such future date as shall be specified in such Resolution proceed to realise the property of the Institution, and after discharge of all liabilities shall transfer any funds to the Kennedy Educational Scholarship Trust, administered through the Gas Association at time of promulgation of these Rules, or if that is no longer in existence, to some similar Educational Trust Fund associated with the gas energy industry, as nominated by members at the time of the wind up.

The Council of the Institution shall make recommendations to the IPENZ Board on the distribution of the Institution assets provided no member of the Institution shall in any way benefit from the distribution of the Institution's assets, and, those assets must be distributed for charitable purposes within New Zealand.

October 2011