

Royal Society of New Zealand

# General Rules

September 2016

Fostering science, technology and  
humanities to enrich New Zealand



*the* ROYAL  
SOCIETY *of*  
NEW ZEALAND  
TE APĀRANGI

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## Royal Society of New Zealand General Rules

Amended 15 August 2016 by the Council of the Royal Society of New Zealand.

These Rules are made pursuant to s32 of the Royal Society of New Zealand Act 1997 (“the Act”).

### Bi Cultural Commitment

In giving effect to the objects for which the Society is established, the Society shall encourage policies and practices that reflect New Zealand’s cultural diversity and shall, in particular, have due regard to the provisions of, and to the spirit and intent of, Te Tiriti o Waitangi (the Treaty of Waitangi).

## 1. Interpretation

### 1.1 General Provisions

**1.1.1** These Rules (the “General Rules”) are to be read and interpreted in conjunction with the Act, the Academy Bylaws (the “Bylaws”), the Code of Professional Standards and Ethics (“the Code”) and the Procedures for Handling Complaints (the “Complaints Procedures”).

**1.1.2** In cases where conflict arises, the Act takes precedence over the General Rules, and the General Rules take precedence over the Bylaws, Code and the Complaints Procedures.

**1.1.3** In these Rules, references made to sections are references to sections in the Act.

**1.1.4** The commencement date of these amended Rules shall be 1 October 2016.

### 1.2 Defined Terms

**1.2.1** In these Rules, unless the context requires otherwise, terms that are defined in s2 of the Act bear the same meaning ascribed to them in s2 of the Act.

**1.2.2** In addition to the terms defined in the Act, the following definitions are provided for the purpose of interpreting these Rules:

**Academy** means the group of members comprising all Fellows and Honorary Fellows;

**Ballot** means an election process including voting by postal and/or electronic means;

**Ballot form** includes a written document on which a vote may be cast and/or a display of information in association with an electronic voting mechanism;

**Branch** means an organisation declared to be a Regional Constituent Organisation under s14;

**Chair** means a chairperson of a Committee;

**Chief Executive** means the Chief Executive Officer appointed under the Schedule to s36 of the Act;

**Committee** means a committee appointed under Rule 8;

**Discipline-based grouping** means a group of disciplines with similar interests as may be defined by the Council from time to time;

**Employment context** means the different contexts in which Members undertake their activities, including but not limited to universities, Crown Research Institutes and independent research organisations;

**Individual Member** means any Member who is a Fellow, an Ordinary Member, a Companion, an Honorary Member or an Honorary Fellow;

**Officer of the Society** means a person who is employed by the Society;

**Organisational Member** means a Member which is one of a Constituent Organisation, Regional Constituent Organisation (Branch) or Affiliate Organisation;

**Panel** means a committee formed under Rule 9; and

**Written Notice** includes notice given by email or by completion of an electronic form designed for the purpose;

## **2. Members**

### **2.1 Admission of Ordinary Members [s11]**

**2.1.1** The following are the sub-classes of Ordinary Member:

- a. Professional Member (entitled to use the initials MRSNZ), and
- b. Associate Member, and
- c. Student Member.

**2.1.2** Admission as a Professional Member requires demonstration of the competence to undertake independent research practice. The Council shall define pathways and forms of evidence by which this level of competence may be demonstrated.

**2.1.3** Admission as an Associate Member requires demonstration of the competence to apply the established body of knowledge in a discipline. The Council shall define pathways and forms of evidence by which this level of competence may be demonstrated.

**2.1.4** Admission as a Student Member requires demonstration that the applicant is resident in New Zealand and currently enrolled in study at a New Zealand secondary school or tertiary educational institution.

**2.1.5** Each person applying for admission to be an Ordinary Member in any sub-class must complete an undertaking to abide by the Act, Rules, Code and Complaints Procedures.

**2.1.6** The Council may decline to admit any person who, in its sole opinion, is not a fit and proper person to be admitted as an Ordinary Member of the Society. It shall not be bound to give reasons for declining admission on this basis.

### **2.2 Admission of Honorary Members [s16]**

**2.2.1** Nomination of an Ordinary Member for Honorary Membership may be made by any Fellow, Companion or Professional Member of the Society at any time.

**2.2.2** Nominations for Honorary Members are to be made to the Chief Executive and shall include a statement of not more than 500 words setting out reasons against the criteria in s16(1) as to why the nominee is worthy of being granted Honorary Membership.

**2.2.3** The Council shall consider each nomination for an Honorary Member against the criteria in s16(1) and, if approval is given, the nominee shall be invited to accept Honorary Membership.

### **2.3 Admission of Companions [s12]**

**2.3.1** The Council shall publish annually to all Members a date by which nominations of persons to Companion must be made.

**2.3.2** Nominations for Companion must be made in the prescribed format to the Chief Executive and shall include a statement of not more than 500 words setting out reasons against the criteria in s12(1) as to why the nominee is worthy of being elected a Companion.

**2.3.3** Each nomination must be accompanied by at least two letters of support that demonstrate that the candidate is held in esteem and has broad support in the community or communities that are relevant to the nomination.

- 2.3.4** The Academy Executive Committee shall consider each nomination against the criteria in s12(1) and advise the Council on the suitability of each candidate.
- 2.3.5** The Council shall consider the advice of the Academy Executive Committee, and shall decide whether to approve or decline each nomination. If approval is given, the nominee shall be invited to accept Companion Membership.
- 2.3.6** A person is not rendered ineligible to be a Companion by virtue of election as a Fellow or Honorary Fellow.
- 2.3.7** Each person accepting to be a Companion must complete an undertaking to abide by the Act, Rules, Code and Complaints Procedures.
- 2.3.8** Companions are entitled to receive a certificate of membership.
- 2.3.9** Companions who are no longer able to contribute to the activities of the Society may apply to the Council for transfer to Honorary Membership.
- 2.3.10** A person may be both a Companion and a Fellow or Professional member, and if so, shall pay only the higher of the relevant subscription levies.
- 2.4 Admission of Fellows and Honorary Fellows [s10 and s17]**
- 2.4.1** The admission of Fellows and Honorary Fellows under s10 and s17 of the Act must be in accordance with the Academy Bylaws.
- 2.5 Admission of Branches [s14]**
- 2.5.1** Organisations may apply for admission as a Branch at any time. Applications must be made to the Chief Executive and shall include a statement of not more than 500 words setting out reasons for the application, and make the declarations set out in s14(1).
- 2.5.2** The Council shall consider each nomination against the criteria in s14(1) and, if approval is given, shall declare the applicant to be a Branch.
- 2.5.3** The RSNZ Council may identify an organisation for consideration to become a Branch, and in such circumstances may invite the organisation to apply.
- 2.6 Admission of Constituent Organisations [s13]**
- 2.6.1** The requirement to be declared to be a Constituent Organisations is to both meet the requirements set out in s13(1), but also to be demonstrably a nationally significant membership body undertaking learned society activities within either a particular discipline or in respect of a widely recognised body of knowledge that lies within science, technology and the humanities.
- 2.6.2** Organisations may apply for admission as a Constituent Organisation at any time. Applications must be made to the Chief Executive and shall include a statement of not more than 500 words setting out reasons for the application, and make the declarations set out in s13(1).
- 2.6.3** The Council shall consider each nomination against both the criteria in s14(1) and Rule 2.6.1and, if approval is given, shall declare the applicant to be a Constituent Organisation.
- 2.6.4** The Council may identify an organisation for consideration to become a Constituent Organisation, and in such circumstances may invite the organisation to apply.
- 2.7 Admission of Affiliate Organisations [s15]**
- 2.7.1** The requirement to be declared an Affiliate Organisation is to meet the requirements set out in s15(1), but also to normally be a non-profit body and have a demonstrable and unique

role within New Zealand supporting the public interest in relation to any of science, technology or the humanities.

**2.7.2** Organisations may apply for admission as an Affiliate Organisation at any time. Applications must be made to the Chief Executive and shall include a statement of not more than 500 words setting out reasons for the application, and make the declaration set out in s15(1).

**2.7.3** The Council shall consider each nomination against the criteria in s14(1) and Rule 2.7.1 and, if approval is given, shall admit the applicant as an Affiliate Organisation.

**2.7.4** The Council may identify an organisation for consideration to become an Affiliate Organisation, and in such circumstances may invite the organisation to apply.

## **2.8 Obligations on Members [s18, s34]**

**2.8.1** Obligations on a Member commence on admission as a Member and remain in place continuously until the Member's application for resignation is accepted or the Society revokes or terminates the Membership. Obligations remain in place for those Members in arrears of payment of their subscription levy.

**2.8.2** All Members are subject to the provisions of the Act, these Rules and the Complaints Procedure established under s32(1)(b)

**2.8.3** Members must act in a manner that is consistent with the Society's object and functions as set out in s18(1)(b) (the "membership obligation").

**2.8.4** All Members must conduct themselves in accordance with the Code established under s34 (the "professionalism and ethical obligation").

**2.8.5** Members must conduct themselves at all times in a manner consistent with being a fit and proper person to be a Member of the Society (the "good character obligation").

## **2.9 Rights of Members**

**2.9.1** Each Fellow (excluding those holding emeritus status), Companion, Professional Member and Associate Member shall be entitled to join one Discipline-based Electoral College and, after one year of Membership shall be entitled to cast a single vote within that College for the election of Councillors. Notice of selection or request for change of selected College must be by written notice to the Chief Executive and in a form prescribed by the Chief Executive. The Chief Executive may decline a requested change if in his or her opinion the Member is already joined to the Electoral College most appropriate to his or her discipline.

**2.9.2** Each Fellow (excluding those holding emeritus status), Companion, Professional Member and Associate Member shall be entitled to join the General Electoral College and to cast a single vote within that College for the election of Councillors.

**2.9.3** Each Constituent Organisation shall be entitled to join one Discipline-based Electoral College and shall be entitled to cast between one and ten votes within that College for the election of Councillors. Constituent Organisations whose activities are not largely encompassed by one College may apply to the Council to join more than one Electoral College. Each Constituent Organisation shall be assigned by the Council to the Electoral College or Colleges considered most appropriate to its discipline, taking into account any preference of the Constituent Organisation. Each Constituent Organisation is also a member of the Electoral College of Constituent Organisations. The Council must maintain a schedule that sets out the number of votes allocated in relation to the membership size of the Constituent Organisation.

**2.9.4** All Members are entitled to receive publications and newsletters setting out the work of the Society and matters considered to be of interest to Members.

**2.9.5** All Individual Members of the Society are entitled to receive preferential rights to attend Society events, if the Society chooses a preferential system of entry.

- 2.9.6** All members of Branches, who are not in other classes of Royal Society of New Zealand membership, shall be entitled to receive the same preferential rights of Membership as Friends of the Society for no additional charge.
- 2.9.7** Organisational Members are entitled to be represented at regular Forums as set out in Rule 8.
- 2.9.8** Each Constituent Organisation has the right to represent itself as a Constituent Organisation of the Royal Society of New Zealand, but in doing so must follow a format specified by the Council.
- 2.9.9** Each Branch has the right to represent itself as a Branch of the Royal Society of New Zealand, but in doing so must follow a format specified by the Council.
- 2.9.10** Each Affiliate Organisation has the right to represent itself as an Affiliate Organisation of the Royal Society of New Zealand, but in doing so must follow a format specified by the Council.
- 2.9.11** Other than as set out in s14(1)(b) in regard to Branches, no Member has the entitlement to claim to represent the Society unless expressly authorised by the Council, President or Chief Executive to do so on a particular matter.
- 2.9.12** Whilst only the Royal Society of New Zealand may use the term “President” together with the name “Royal Society of New Zealand” without further qualification, Branches may use the nomenclature “Branch President”.
- 2.10 Membership Statuses**
- 2.10.1** The Council may define statuses to apply within one or more classes of member such as emeritus or life status, part-time working or low-income status, retired status or early career researcher status.
- 2.11 Subscriptions [s26(2)(b)]**
- 2.11.1** The Council may set different annual subscription levies for each class of Member. Honorary Members and Honorary Fellows are exempted from payment of subscription levies under s16(2) and s17(2)(a).
- 2.11.2** Individual Members may have their subscription rebated according to their membership status.
- 2.11.3** Individual Members may apply to the Chief Executive for rebate of their subscription on the grounds of hardship. The Chief Executive shall, at his/her sole discretion, decide whether to grant a rebate and the size of that rebate. Any rebate granted shall apply to only the current subscription year.
- 2.11.4** Subscriptions shall apply to a year commencing 1 July, and notices for each year shall be issued by the Chief Executive on or about this date each year.
- 2.11.5** The Society may charge Members a part year subscription levy for the year during which they were admitted.
- 2.11.6** If the subscription levied on a Member remains unpaid ninety (90) days after the issue of the notice, the rights of the Member including voting rights are suspended until payment is received.
- 2.12 Termination and Reinstatement of Membership**
- 2.12.1** Members may apply to resign their membership at any time by written notice sent to the Chief Executive. For Organisational Members such notice must include evidence of the decision of the relevant governing body.
- 2.12.2** The Chief Executive may delay the acceptance of a resignation of a Member if either:

- a. that Member is in arrears in their levied subscription applicable to any previous year or years, or
- b. the hearing and determination of a complaint against that Member alleging a breach of the Code has not been completed.

- 2.12.3** The Chief Executive must, without undue delay, accept a resignation of a Member if Rule 2.12.2 does not apply.
- 2.12.4** Should the Chief Executive receive notice of the death of an Individual Member, or the dissolution or cessation of an Organisational Member, the Chief Executive shall treat that notice as if it were a resignation, but may not apply Rule 2.12.2.
- 2.12.5** Acceptance of a resignation cancels any outstanding obligation for payment of a subscription levy in the year in which the resignation was accepted.
- 2.12.6** Should the Council revoke or terminate a Membership under s18, it may require the Member to return any certificate of membership provided by the Society.
- 2.12.7** Should the subscription levied on a Member under Rule 2.11 remain unpaid at the expiry of six months from invoice date, the Council may terminate the Membership.
- 2.12.8** The Council may revoke the status of an Affiliate Organisation at any time under s15(3).
- 2.12.9** A former Member may apply for reinstatement. The Council may decide at its sole discretion whether to reinstate the Member to the class or sub-class of Membership previously held, whether to treat the request as a new application for admission, and whether any subscription arrears need to be paid.

**2.13 Register of Members [s19]**

- 2.13.1** The register shall be kept in electronic form and publicly available.

**2.14 Procedures and Delegation of Authority**

- 2.14.1** The Council may establish operating procedures and detailed criteria for the purpose of implementing Rule 2, and within those procedures may delegate authority to the Chief Executive to make decisions on matters other than the admission of Fellows, Honorary Fellows, Companions, Honorary Members and Organisational Members.
- 2.14.2** The Chief Executive may delegate responsibility for procedural actions required to implement Rule 2 to other officers of the Society.

**3. Friends of the Society**

- 3.1** Natural persons may be recognised as a Friend of the Society if they express an interest in the object of the Society. Admission as a Friend does not confer the rights or responsibilities of membership.
- 3.2** A Friend may be required to pay an annual levy to continue on the Roll of Friends of the Society. Failure to pay that levy within ninety (90) days shall lead to automatic removal of the person from the Roll.
- 3.3** The Council may, at its sole discretion provide services or privileges to Friends of the Society.
- 3.4** The Council may delegate responsibility for implementing Rule 3 to the Chief Executive.
- 3.5** The Chief Executive may delegate responsibility for procedural actions required to implement Rule 3 to other officers of the Society.

## **4. RSNZ Council**

### **4.1 Composition of the RSNZ Council [s20]**

#### **4.1.1** The RSNZ Council shall be constituted as follows:

- a. One (1) President elected according to s25;
- b. President-elect elected by the Electoral College of Council [s21,22];
- c. Three (3) Vice-Presidents elected by Electoral Colleges based on discipline-based groupings:
  - Biological and Life Sciences;
  - Physical and Mathematical Sciences, Technology and Engineering;
  - Humanities; and Social Sciences [s21, 22];
- d. Three (3) Councillors elected by the General Electoral College [s21, 22];
- e. One (1) Councillor elected by the College of Constituent Organisations [s21, s22];
- f. One (1) Councillor appointed by the Branches [s23]; and
- g. Up to three (3) Councillors co-opted under s24.

#### **4.1.2** The following positions in the RSNZ Council may only be occupied by Members who are Fellows:

- a. Vice-President (Biological and Life Sciences);
- b. Vice-President (Physical and Mathematical Sciences, Technology and Engineering);
- c. Vice-President (Humanities and Social Sciences).

#### **4.1.3** All other positions on the Council may only be occupied by people who are Members.

### **4.2 Tenure and Terms of Council**

- 4.2.1** The tenure of the President shall normally be three consecutive terms of one year. At the end of the first and second terms the Council shall confirm the continuation of the President in the subsequent term. [s25]
- 4.2.2** The tenure of the President-elect shall be no more than one year, this being the remaining time from his or her election until completion of the tenure of the President. Should the President-elect already be a Councillor he or she shall continue to hold both the existing Councillor role and that of President-elect, but is entitled to only a single vote in such circumstances.
- 4.2.3** The term for each Vice-President shall be three (3) years, and Vice-Presidents shall be eligible for immediate re-election to a second consecutive term of three (3) years.
- 4.2.4** The terms of the Vice-Presidents shall be staggered so that one of the Vice-Presidents is elected each year.
- 4.2.5** The term for each elected Councillor shall be three years. Elected Councillors are eligible for election to a second consecutive term of three years [s22(4)].
- 4.2.6** The terms of the Councillors elected by the General Electoral College shall be staggered so that one of the Councillors is elected each year.
- 4.2.7** The term for the appointed Councillor shall be three years [s23(4)]. The appointed Councillor is eligible for re-appointment for a further term.

- 4.2.8** The term for each co-opted Councillors shall be one year [s24(3)]. In co-opting a Councillor, the Council may decide whether that co-option shall be for a tenure of one, two or three terms. At the end of each term within the tenure, the Council shall confirm the continuation of the co-opted Councillor in the subsequent term.
- 4.2.9** No other Rule limits the ability of the Council to apply s30(3) and s31(3).
- 4.2.10** A Councillor who resigns his or her membership of the Society, or has his or her membership terminated under Rule 2.12 shall be deemed to have resigned from the Council under s30(1).
- 4.2.11** Any Councillor who fails to attend Council meetings for three consecutive meetings without a written apology being accepted by the Council, or without seeking and receiving leave of absence from the Council, shall be deemed to have resigned from the Council.
- 4.2.12** In the event that a Councillor is appointed or elected to fill a vacancy created under s30, that Councillor shall complete the existing tenure for the role in which the vacancy arose.
- 4.2.13** In the event that a person is elected to the role of President to fill a vacancy created under s31, unless the Council otherwise decides, that person shall complete the existing tenure for the role.
- 4.2.14** Service on the Council to fill a vacancy created under s30 or s31 shall be counted towards determining future eligibility to serve under s25(3) or s22(4).

### **4.3 Electoral Colleges [s21]**

- 4.3.1** The Electoral College of Council shall comprise all members of the Council in the year preceding the commencement of the tenure of each new President;
- 4.3.2** The Discipline-based Electoral Colleges shall be:
  - a. Biological and Life Sciences;
  - b. Physical and Mathematical Sciences, Technology and Engineering;
  - c. Humanities and Social Sciences;

The eligibility to vote in each such Electoral College is determined by Rules 2.9.1 and 2.9.3. The RSNZ Council, may from time to time, change the definitions of disciplines within each College to achieve approximate voting equity within these Colleges.

- 4.3.3** Each Constituent Organisation is eligible to vote in the College of Constituent Organisations as set out in Rule 2.9.3.
- 4.3.4** The eligibility to vote in the General Electoral College is determined by Rules 2.9.2. and 2.9.3.

### **4.4 Election of President and President-elect [s25]**

- 4.4.1** In the last term of the tenure of the President, the Electoral College of Council shall elect or appoint a President-elect who is eligible under Rule 4.1.3, to serve a term as specified in Rule 4.2.2. In electing/appointing a President-elect the Council must consider the benefits of the President being eligible to serve on the Academy Executive Committee.
- 4.4.2** The President-elect shall automatically succeed to the role of President on the completion of the tenure of the incumbent President.
- 4.4.3** The Electoral Council of Council may set its own process and is not required to follow that set out in Rule 4.5.

#### **4.5 Election of Councillors by Electoral College [s22]**

- 4.5.1** Those Constituent Organisations entitled under Rule 2.9.3 to cast more than one vote must cast those votes as a group for one candidate unless the Council has allowed a Constituent Organisation to join more than College in which case the votes may be split between the Colleges, but not between candidates within a College.
- 4.5.3** Should there be more than one position to be filled each Individual Member who is entitled to vote shall be allowed to cast as many votes as there are positions to be filled. Each Constituent Organisation shall be entitled to cast as many groups of votes as there are vacant positions. The size of each group shall be in accordance with Rule 2.9.3.

#### **4.6 Returning Officer and Election Processes [s22, s23]**

- 4.6.1** The Chief Executive shall act as returning officer for the election of Councillors under s22 and appointment of a Councillor under s23.
- 4.6.2** The Chief Executive shall set a timetable for the election or appointment of Councillors that shall allow at least fourteen (14) days during which nominations are open and at least fourteen (14) days for casting of votes.
- 4.6.3** All elections shall be by confidential ballot.
- 4.6.4** The call for nominations for an election for a position by an Electoral College shall be notified by Written Notice to all Members who are entitled to vote in that Electoral College.
- 4.6.5** The call for nominations for an election for the Councillor appointed by Branches shall be notified by Written Notice to all Branches.
- 4.6.6** Each written notice under Rule 4.6.4 or Rule 4.6.5 must set out the position description, and the skills required to fulfil the role.
- 4.6.7** All nominations must be made by a Member, and at the time of nomination the candidate must meet the criteria set out in Rule 4.1. Each nomination by an Individual Member must be seconded by three other Individual Members. In order to be effective, each nomination by a Constituent Organisation or Branch must be seconded by another Constituent Organisation or Branch.
- 4.6.8** All nominations shall be made on the nomination form provided by the Chief Executive and shall include a statement of not more than 500 words setting out the suitability of the candidate as a governor of the Society.
- 4.6.9** Nominees must sign the nomination form indicating agreement to stand for office.
- 4.6.10** Ballot forms shall include the statements on nominees required by rule 4.6.8 and shall be provided to each Member eligible to vote.
- 4.6.11** In order to be valid, the returned ballot forms must clearly show the voting intention of the Member.
- 4.6.12** The Chief Executive shall determine the eligibility of each returned ballot form against the electoral rolls of the Society.
- 4.6.13** Completed ballot forms must be received by the Chief Executive by the closing date specified on the ballot form.

- 4.6.14** The Council shall appoint scrutineers for each election who shall confirm eligibility of voters and the validity of electronic and hardcopy votes, and count the valid votes.
- 4.6.15** The candidate in each Electoral College who receives the most votes shall be declared to have been elected to the Council, and in the event a College is electing to more than one position the highest polling candidates shall be elected.
- 4.6.16** Ties shall be resolved by a recount of votes in which each block of votes cast by a Constituent Organisation is reduced to a single vote, and if that fails to resolve the tie, by the Chief Executive drawing lots in the presence of the scrutineers.
- 4.6.17** The Chief Executive shall report the result declared by the scrutineers to the Council and to the candidates prior to any wider release. That report shall not contain the details of votes cast for each candidate.
- 4.6.18** On specific request to the Chief Executive, a candidate may be informed of the number of votes cast for him or herself, and the minimum number of votes required to have been elected.
- 4.6.19** The Council shall authorise the destruction of voting papers.

#### **4.7 Co-option of RSNZ Councillors [s24]**

- 4.7.1** In co-opting Councillors, the Council shall have regard to the purpose of those positions set out in s24(2). That purpose shall include but not be limited to:
- a. ensuring diverse perspectives, such as those from the New Zealand business community, early career researchers, Maori and/or Pasifika people, people with disabilities, and any other relevant sectors within New Zealand society are sufficiently represented;
  - b. ensuring sufficient diversity of gender and employment contexts;
  - c. including expertise relevant to all function of the Society set out in s6 of the Act.

- 4.7.2** The Council shall normally make decisions on co-option as soon as possible after the election of Councillors under Rules 4.4, 4.5 and 4.6.

### **5. Roles and Procedures of the Council**

#### **5.1 Governance Charter**

- 5.1.1** The Council shall maintain a governance charter that addresses the breadth of the functions of the Society in setting out both the general and the specific roles and responsibilities of Councillors, which shall include the leadership role of the Vice-Presidents for their discipline-based grouping, the role of the appointed Councillor in respect of the Branches, and the role of the Councillor elected by the College of Constituent Organisations in respect of those Constituent Organisations.

#### **5.2 The Role of Vice Presidents**

- 5.2.1** The role of Chair of the Academy Executive Committee shall rotate annually amongst the three Vice-Presidents, and normally be held by the Vice-President whose term is next to expire.
- 5.2.2** If the President is absent or otherwise requires to be deputised the Chair of the Academy Executive Committee, if available, shall act for the President. Should the Chair of the

Academy Executive Committee not be available, the President may select one of the other Vice-Presidents to deputise.

### **5.3 Meetings and Decisions of the Council**

- 5.3.1** The quorum for a meeting to be held shall be both no less than 50% of all Council members.
- 5.3.2** The chair shall normally be the President, who may be deputised if required according to Rule 5.2.2.
- 5.3.3** Decisions of the Council shall be by majority vote of Council members present.
- 5.3.4** In cases where there is no clear majority after all the Council members present have voted, the chair shall have the casting vote.
- 5.3.5** The Chief Executive shall be responsible for keeping minutes of all Council meetings.

### **5.4 Decisions Under Urgency**

- 5.4.1** The RSNZ Council may appoint an Executive Committee consisting of the President, and any other RSNZ Councillors or Officers of the Society as it sees fit.
- 5.4.2** The Executive Committee may be delegated authority to conduct the business of the Society between RSNZ Council meetings.
- 5.4.3** The Chief Executive of the Society shall be responsible for keeping a record of the decisions from all meetings of the Executive Committee and shall report on those decisions at the following RSNZ Council meeting.
- 5.4.4** At the discretion of the President the Council may alternatively make decisions under urgency by the following process: the President or Chief Executive (under delegation) shall send a written notice to each Councillor requesting that each responds to the President by a given time and date with their vote. The majority required for a decision by this means is a majority of all Councillors. Those who do not respond by the specified date and time shall be regarded to have abstained.
- 5.4.5** Decisions made under urgency shall be presented at the next Council meeting for ratification and inclusion in the minutes.

## **6. Academy Executive Committee [s37, 38]**

- 6.1** The Academy of the Royal Society of New Zealand shall be managed by the Academy Executive Committee according to the Academy Bylaws.
- 6.2** The Academy Executive Committee shall consist of
  - a. the three Vice-Presidents; and
  - b. up to three other Councillors who are Fellows; and
  - c. up to three additional co-opted Fellows who do not serve concurrently on the Council.
- 6.3** The appointment of the Vice-Presidents to the Academy Executive Committee is automatic.
- 6.4** The Council shall review and make other appointments to the Academy Executive Committee under Rule 6.2(b) annually, as soon as possible after election results for Councillors are decided.

- 6.5** Co-option of Fellows to the Academy Executive Committee under Rule 6.2(c) shall be the responsibility of the Academy Executive Committee, and conducted in the manner set out in the Academy Bylaws.
- 6.6** Members of the Academy Executive Committee shall normally be appointed or co-opted for a three (3) year term.
- 6.7** No Member of the Academy Executive Committee may hold office on the Academy Executive Committee for more than two consecutive terms or six (6) years.
- 6.8** Should a Fellow who was appointed to the Academy Executive Committee under Rule 6.2b cease to be a Councillor, that Fellow must stand down from the Academy Executive Committee.
- 6.9** The chair of the Academy Executive Committee is appointed according to Rule 5.2.1.
- 6.10** An Academy Executive Committee member whose membership of the Society is terminated, shall be deemed to have resigned from the Committee.
- 6.11** An Academy Executive Committee member may resign his or her membership of the Committee by written notice to the Chief Executive.
- 6.12** In the event that a vacancy (other than of a co-opted Fellow) on the Academy Executive Committee arises, the Council shall appoint a replacement Fellow to serve the remainder of the term as soon as reasonably possible.

## **7. Committees [s28 and 29]**

- 7.1** The RSNZ Council may from time to time establish Committees.
- 7.2** The purpose (which must lie within a function set out in s6 of the Act), terms of reference, composition and level of delegated authority of each such Committee shall be approved by the Council, after consideration of recommendations from the Chief Executive.
- 7.3** The maximum term for a Committee shall normally be three (3) years. At the completion of the term, the Council may renew the term for one or more further periods, each not exceeding three (3) years if there is a demonstrated need for the Committee to continue.
- 7.4** A Committee will normally comprise between four (4) and ten (10) members.
- 7.5** The convenor of each Committee shall normally be a Fellow, Companion or Professional Member,
- 7.6** The Committee shall be established by the Council according to one of the following processes:
- 7.6.1** The convenor shall normally be appointed in advance of other members and consulted by the Chief Executive in developing the recommended membership and Terms of Reference of the Committee.
- 7.6.2** In certain circumstances, where a specific interest is established, the Council shall draft the Terms of Reference for the Committee, and then consult the relevant Members that have that specific interest in the purpose of that Committee to identify their preferences prior to appointing the membership and convenor of that Committee.
- 7.7** The term of Committee members shall normally be the term of the Committee set under Rule 7.3. Committee members may be renewed for further terms, but would not normally be more than two consecutive terms. Extensions to further terms would normally only be authorised to

ensure continuity of knowledge on the Committee as a whole, or to allow an experienced Committee member to serve further as the convenor.

- 7.8** Committees are bound to operate within their Terms of Reference, the Act and the Code and are expected to follow a practice consistent with any RSNZ Governance Charter.
- 7.9** The Council may delegate to the Chief Executive the authority to appoint or vary the membership of a Committee and approve or vary Terms of Reference, but if such delegation is made, the Chief Executive is required to inform the Council on all instances of use of such delegation.
- 7.10** Each Committee shall report to the Council as requested, but no less frequently than annually.
- 7.11** Committee members may resign at any time by giving notice to the Chief Executive.
- 7.12** The President is an ex-officio member of all Committees, including the Academy Executive Committee.

## **8. Forums**

**8.1** There shall be the following types of Forums:

- 8.1.1** General Forum (at which representatives of Organisational Members may participate).
- 8.1.2** Branches' Forum (at which representatives of all Branches may participate).
- 8.1.3** Constituents' Forum (at which representatives of all Constituent Organisations may participate).
- 8.1.4** Discipline-based Forum (at which representatives of the Constituent Organisations within a particular discipline-based grouping may participate).
- 8.1.5** The Council may invite some or all Individual Members to participate in a General Forum.
- 8.1.6** The Council may identify stakeholder groups that are relevant to a discipline-based grouping but which are not Constituent Organisations, and invite each such group to nominate a representative to attend the relevant Discipline-based Forum.

**8.2** General Forums will be held as decided by the Council. Branches Forums will normally be held annually. Constituents and Discipline-based Forums will normally be held at least annually.

**8.3** The representative of each Organisational Member shall be determined by the Member, but will normally be a member of that Member's governing body.

**8.4** The General Forum shall be chaired by the President, the Branches' Forum shall be chaired by the Council member representing Branches, the Constituents' Forum shall be chaired by the Council member representing Constituent Organisations, and each Discipline-based Forum shall be chaired by the relevant Vice-President. In the event of a chair being unavailable the President shall select a replacement chair for the Forum concerned.

**8.5** The purposes of the Forums shall be as follows:

- 8.5.1** General Forum – to provide the opportunity for Organisational Members to be briefed on Society activities affecting all such Members, to provide advice to the Council on opportunities or issues of collective concern, and to raise ideas for new activities that might involve the Society working with the Organisational Members collectively.

**8.5.2** Branches Forum – to provide the opportunity for Branches to be briefed on Society activities affecting all such Members, to provide advice to the Council on opportunities or issues of collective concern, and to raise ideas for new activities that might involve the Society working with the Branches collectively.

**8.5.3** Constituents' Forum - to provide the opportunity for Constituent Organisations to be briefed on Society activities affecting all such Members, to provide advice to the Council on opportunities or issues of collective concern, and to raise ideas for new activities that might involve the Society working with the Constituent Organisations collectively.

**8.5.4** Discipline-based Forum - to provide the opportunity for discipline-based groupings of Organisational Members to be briefed on Society activities affecting their disciplines, to provide advice to the Council on opportunities or issues of concern within the discipline-based grouping, and to raise ideas for new activities that might involve the Society working with some or all Constituent Organisations in the discipline-based grouping.

**8.6** Forums are advisory to the Council. The Council shall report back to the relevant Forum its response to any advice given.

**8.7** Reporting of the advice from the Forums to the Council of the Society shall normally be through provision of the written record of the outcomes of discussion at each Forum. All those entitled to attend a Forum shall be provided with the written record of that Forum.

**8.8** The Chief Executive shall be invited to all Forums.

## **9. Expert Advice and Practice Advice Panels**

**9.1** The Council shall develop procedures and criteria for the selection and operation of Expert Advice Panels and/or Expert Advice Reference Groups for the purpose of providing expert advice under s 6(e).

**9.2** The Council shall develop procedures and criteria for the selection and operation of Practice Advice Panels and/or Practice Advice Reference Groups for the purpose of providing research and scholarly practice guidance to meet the professional needs of scientists, technologists and humanities scholars under s 6(c).

**9.3** Procedures developed under Rules 9.1 and 9.2 must include provisions for consulting Constituent Organisations in order to identify suitable candidates for each Panel and any associated Reference Group.

**9.4** Expert Advice and Practice Advice Panels formed under this Rule are subject to the provisions of s28 and s29.

**9.5** Expert Advice and Practice Advice Panels are required to act in a manner consistent with the Code.

## **10. Transition Provisions**

**10.1** Rule 10 in its entirety shall be rescinded automatically on 1 July 2018, and removed from the General Rules on that date.

**10.2** The transition period is defined as the period from the date of commencement to 30 June 2018.

**10.3** On the date of renewal of subscriptions being on or about 1 January 2017, existing Ordinary Members not defined as Professional Members, shall be renamed as Associate Members.

- 10.4** On the date of renewal of subscriptions, existing Professional Members shall be entitled to apply for re-grading to either Associate Member or Friend of the Society, and Associate Members as defined in Rule 10.3 may apply for re-grading to Friend of the Society.
- 10.5** The subscription year which commences on 1 January 2017 shall be of eighteen months' duration, finishing on 30 June, 2018.
- 10.6** During the transition period Companions may apply for re-grading to Honorary Member, or to change their status within the Companion membership class.

## Procedures and Schedules to General Rules

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### Professional Member Criteria (Rule 2.1.2)

1. The criterion for admission as a Professional Membership is holding the competence to undertake independent research practice. This may be demonstrated by one of several pathways:
  - PhD qualification or equivalent, plus subsequent independent research activity (normally evidence by acceptance of peer-reviewed output not drawn from the PhD study); or
  - Master’s qualification, or equivalent, and demonstrated independent research activity (normally evidenced by at least 3 peer reviewed publications drawn from the subsequent research); or
  - A Bachelor’s degree (Level 7 tertiary qualification on the New Zealand Qualifications Framework) plus demonstrated independent research activity (normally evidenced by at least 5 peer reviewed publications drawn from the subsequent research); or
  - Other forms of evidence that demonstrate research independence, subject to the satisfaction of the Royal Society of New Zealand.
2. An applicant for admission must declare:
  - a. His or her commitment to abide by the Act, the Rules, the Code of Professional Standards and Ethics, and the Complaints Procedures.
  - b. That the information contained in the application is true and complete,
  - c. His or her commitment to pay all subscription levies within the prescribed time.
3. Each application for admission must include contact details of a referee whom the Society may approach in respect of this application.
4. Candidates for Professional Membership, and existing Professional Members may apply for Early Career Researcher status (Rule 2.10). The criterion for this status is to be both an active researcher and within 10 years of completing the highest research qualification held, normally a PhD. Parental and other forms of leave will be deducted from the 10-year post-qualification time limit. (PhD, Master’s

and other degree candidates will not normally be considered as Royal Society of New Zealand Early Career Researchers.)

5. Decisions on admission to Professional Member and award of Early Career Researcher status are delegated to the Chief Operating Officer. The Chief Operating Officer may seek the advice of a Vice-President relevant to the discipline of the applicant prior to making a decision on admission of a particular candidate, or of the Early Career Researcher Forum Committee prior to making a decision on award of Early Career researcher status.
6. The Chief Operating Officer is delegated authority to further develop and implement procedures and information requirements for an application.

#### **Associate Member Criteria (Rule 2.1.3)**

1. The criterion for admission as an Associate is the competence to apply the established body of knowledge in a discipline. This may be demonstrated by one of several pathways:
  - A Bachelor's degree (Level 7 qualification) or equivalent, and work experience of no less than six months in a role in which the applicant uses the knowledge relevant to their discipline; or
  - A combination of a Level 6 qualification (or equivalent), learning through subsequent professional development and work experience of no less than two years in a role in which the applicant uses the knowledge relevant to their discipline; or
  - Other forms of evidence that demonstrate knowledge and use of this knowledge in a discipline, subject to the satisfaction of the Royal Society of New Zealand.
2. An applicant for admission must declare:
  - a. His or her commitment to abide by the Act, the Rules, the Code of Professional Standards and Ethics, and the Complaints Procedures.
  - b. That the information contained in the application is true and complete,
  - c. His or her commitment to pay all subscription levies within the prescribed time.
3. Each application for admission must include contact details of a referee whom the Society may contact in respect of this application.
4. Decisions on admission to Associate Member are delegated to the Chief Operating Officer.
5. The Chief Operating Officer is delegated authority to further develop and implement procedures and information requirements for an application.

#### **Student member Criteria (Rule 2.1.4)**

1. The criterion for admission as a Student Member is demonstration that the applicant is resident in New Zealand and currently enrolled in study at a New Zealand secondary school or tertiary education institution.
2. An applicant for admission must declare:
  - a. His or her commitment to abide by the Act, the Rules, the Code of Professional Standards and Ethics, and the Complaints Procedures.
  - b. That the information contained in the application is true and complete,
  - c. His or her commitment to pay all subscription levies within the prescribed time.
3. Decisions on admission to Student Member are delegated to the Chief Operating Officer.
4. The Chief Operating Officer is delegated authority to further develop and implement procedures and information requirements for an application.

### **Admission of Honorary Members (Rule 2.2)**

1. S16 states that Honorary Membership may be granted to a person who
  - a. Is otherwise eligible for election to one of Associate, Professional Member or Companion, and
  - b. Has rendered eminent service to science, technology or the humanities, or the Society.

Eminent service may be demonstrated by meeting some or all of the following indicators:

- i. A sustained period of activity in a voluntary role in the non-profit sector in promoting or advancing science, technology or the humanities,
- ii. A personally-directed programme of activity in science, technology or the humanities leading to outcomes that benefit New Zealand,
- iii. A sustained period of activity, going beyond the norm for the person's employment role, and leading to outcomes that benefit New Zealand,
- iv. A sustained period of meritorious activity in the service of the Society.

These indicators are not prescriptive, and nominators may present other forms of evidence of contribution as appropriate to the candidate.

2. The Chief Operating Officer is delegated authority to further develop and implement procedures and information requirements for implementation of Rule 2.2.3

### **Companions Criteria (Rule 2.3)**

1. S12(1) states that candidates for election as a Companion must demonstrate either:
  - a. outstanding leadership in science, technology or the humanities, or
  - b. eminent or sustained contributions to the promotion and advancement in New Zealand of science, technology or the humanities.

In interpreting s12(1), the contribution must be significant at a national level, and beyond what could reasonably be expected from competent performance of their role for their current and previous employers. It must also be demonstrated that candidates are held in esteem by, and have broad support in the community or communities that are relevant to the nomination

Outstanding leadership may be demonstrated by meeting some or all of the following indicators:

- i. Meritorious service and leadership within non-commercial national entities formed to address important national public issues,
- ii. Uniting stakeholders around a common purpose to achieve beneficial outcomes in New Zealand's interests,
- iii. Undertaking a personal programme of activity highlighting an issue in a way that leads to its successful resolution in a manner that benefits New Zealand,
- iv. Developing, building and delivering a nationally significant organisation, activity or programme.

Eminent or sustained contribution may be demonstrated by meeting some or all of the following indicators:

- i. Development of a national profile as a communicator trusted by the public within their discipline, or more widely,
- ii. Procuring and managing the deployment of resources for public engagement to achieve demonstrated outcomes, for example in terms of improved public knowledge and perceptions,
- iii. Role modelling of new approaches to working with the community, leading to changes in the way the research and scholarly community interacts with the public,

- iv. Obtaining and deploying resources for delivery of nationally-significant public engagement programmes to advance community understanding of science, technology or the humanities

These indicators are not prescriptive, and nominators may present other forms of evidence of contribution as appropriate to the candidate.

2. Candidates for Companion may be asked how they are able to contribute to the activities of the Society.
3. The Chief Operating Officer is delegated authority to further develop and implement procedures and information requirements for an application.

**Constituent Organisations – schedule of votes (Rule 2.9.3)**

The number of votes for a Constituent Organisation shall be determined as follows

<b>Number of members as at 1 January</b>	<b>Number of votes</b>	<b>Number of members as at 1 January</b>	<b>Number of votes</b>
0-49	1	400-549	6
50-99	2	550-699	7
100-199	3	700-849	8
200-299	4	850-999	9
300-399	5	1000 or more	10

The Constituent Organisations currently permitted to split their vote are the New Zealand Association of Scientists, New Zealand Association of Science Educators and the Association for Women in the Sciences

**Format of presentation of membership for COs (Rule 2.9.8)**

The format of presentation shall be use of the words “xxx (*name of CO*) is a Constituent Organisation of the Royal Society of New Zealand” in 11 pt or smaller type as a footer on letters and other documents.

**Format of presentation of membership for Branches (Rule 2.9.9)**

The format of presentation shall be use of the words “xxx (*name of RCO*) is a Regional Constituent Organisation(/Branch) of the Royal Society of New Zealand” in 11 pt or smaller type as a footer on letters and other documents.

**Format of presentation of membership for Affiliate Organisations (Rule 2.9.10)**

The format of presentation shall be use of the words “xxx (*name of Affiliate Organisation*) is an Affiliate Organisation of the Royal Society of New Zealand” in 11 pt or smaller type as a footer on letters and other documents.

**Schedule to show membership statuses, subscription and rebates (Rules 2.10.1, 2.11.1, 2.11.2 and 2.11.4)**

The membership statuses, subscriptions and rebates shall be:

Membership Classes	Subscription	Statuses and rebates			
		Part-time	Retired	Emeritus	Early Career
<b>Fellow</b>	<b>500</b>	<b>50%</b>	<b>75%</b>	<b>100%</b>	
<b>Honorary Fellow</b>	<b>NIL</b>				
<b>Companion</b>	<b>Nil</b>				
<b>Honorary Member</b>	<b>NIL</b>				
<b>Professional Member</b>	<b>180</b>		<b>75%</b>		<b>50%</b>
<b>Associate Member</b>	<b>120</b>		<b>75%</b>		
<b>Student Member</b>	<b>30</b>				

Those joining, elected or admitted in the first quarter of the year will pay a full annual subscription. This will be reduced to 75% and 50% for the applicable periods of the year. Those elected or admitted between 1 April and 30 June will be invoiced for the next membership year and will enjoy a 15 month first subscription period.

**Reinstatement Process (Rule 2.12.9)**

1. Decisions on reinstatement to Professional Member, Associate Member and Student Member are delegated to the Chief Operating Officer. Decisions on reinstatement to Honorary Fellow, Fellow and Companion are delegated to the Academy Executive Committee. Decisions on reinstatement to Honorary Member remain with the Council.
2. The Chief Operating Officer is delegated authority to further develop and implement procedures and information requirements for applications for reinstatement.

**Friends (Rules 3.4 & 3.5)**

1. Decisions on admission to Friend of the Society are delegated to the Chief Operating Officer.
2. The subscription levy for a Friend of the Society shall be \$30/year (including GST), and shall be rebated in 6 month periods.
3. The Chief Operating Officer is delegated authority to further develop and implement procedures and information requirements for applications for recognition as a friend of the Society.

**Appointment of Scrutineers (Rule 4.6.14)**

The Chief Executive is delegated authority to appoint scrutineers on behalf of the Council, but in doing so must ensure that any person selected is a Fellow, Companion or Professional Member of the Society and has no actual, perceived or potential conflict of interest in respect of any candidate.

**Schedule of committees (Rule 7)**

1. There shall be a Committee of the Society known as the Early Career Researcher Forum Committee (ECR Committee) which shall be responsible for development of a programme of activities for the benefit of those Professional Members holding Early Career Researcher status.
2. There shall be a Committee of the Society known as the National Committee for SCAR which shall be responsible for coordinating activities for New Zealand's involvement in SCAR.

3. There shall be a New Zealand Committee of ANZCCART which shall undertake activities under the wider umbrella of ANZCCART.

**Delegation for appointment of Committee members (Rule 7.9)**

The Chief Executive is delegated authority to appoint the members (but not the convenors) of Committees unless the Council decides otherwise for a particular Committee.