

LOCAL AUTHORITY PROPERTY ASSOCIATION INCORPORATED

Incorporation number 1829429, NZBN 9429043161614

The attached Constitution for the Local Authority Property Association (Incorporated) ("LAPA") is the new constitution for LAPA that was approved and adopted by the membership at the Annual General Meeting of LAPA held on Thursday 3 November 2022, in accordance with the provisions of Article X of LAPA's previous constitution adopted on 30 October 2020.

Signed by the following members of the Society:



Signature of Member: _____

Karen Anne Bartlett

Full Name of Member: _____



Signature of Member: _____

Robert Alan Cant

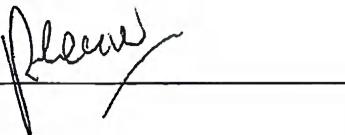
Signature of Member: _____



Full Name of Member: _____

Renee Michelle Julius

Signed by the following officer/agent of LAPA who is certifying that the new constitution has been approved and adopted in accordance with the existing rules of LAPA:



Signature of Officer/Agent: _____

Robert Alan Cant President

Full Name of Officer/Agent: _____

CONSTITUTION
THE LOCAL AUTHORITY PROPERTY ASSOCIATION
(INCORPORATED)

ARTICLE I: **NAME**

Section 1 The name of this organisation shall be the Local Authority Property Association Incorporated ("the Association").

ARTICLE II: **PURPOSE**

Section 1 The purpose of the Association is to provide a forum for co-operation and information sharing between all persons involved in Local Authority property and to represent members' professional interests.

ARTICLE III: **OBJECTIVES**

Section 1 To promote the status of Local Authority property activities.

Section 2 To provide a national perspective on Local Authority property issues.

Section 3 To foster the exchange and dissemination of information amongst members.

Section 4 To establish liaison with appropriate organisations.

Section 5 To promote and support conferences, seminars, and educational opportunities for members.

Section 6 The Association does not have the purpose of making a profit for a proprietor, member, or shareholder and prohibits a distribution of property in any form to a member, proprietor or shareholder; and this constitution prohibits a distribution of property in any form to a member, proprietor or shareholder.

ARTICLE IV:**MEMBERSHIP****Section 1**

Membership is open to any person undertaking or having undertaken property activities within a Local Authority and those contracted to provide property services to Local Authorities.

Membership categories are:

- a) Full Member: — Any person employed in a Local Authority. For the avoidance of doubt, this category includes business units and other organizations which are wholly owned by one or more local authorities;
- b) Sponsor Member: A company who is a current, fully paid up sponsor of the Association;
- c) Associate Member: An employee of Consultants, Contractors, and other Organisations that contract property services to Local Authorities, or have an input or influence over Local Authority property management;
- d) Affiliate Member: Any person not meeting other member criteria who in the opinion of the Executive undertakes work of a similar nature to Members of the Local Authority Property Association
- e) Life Member: Any person to whom the honour is bestowed at an Annual General Meeting on the recommendation of the Executive.

Section 2

Membership is automatically conferred on Full Members because of their employment in Local Authority and Sponsor Members because of their financial support. Applicants for membership in other categories must make written application for membership and membership will be at the discretion of the executive.

- a) Full Members need only provide up-to-date contact details and pay the appropriate membership fee (if any) to become a member.
- b) Sponsor Members must have a current sponsorship agreement in place and pay the appropriate fee for their level of sponsorship.
- c) Associate and Affiliate Members need to make written application to the Association, and make payment (if any) of the appropriate membership fee to become a member.

Section 3

Membership Fees (if any) will be set by the Annual General Meeting of the Association on the recommendation of the Executive.

Section 4

Any Member, other than a Life Member, ceases to be a member of the Association on resignation, failure to pay membership fees, or when they cease to meet the membership criteria.

ARTICLE V:**MEMBERSHIP ENTITLEMENTS****Section 1**

Full Members: Members will be entitled to all services of the Association.

Section 2

Sponsor Members, Associate Members and Life Members: Sponsor, Associate and Life Members will receive all information distributed by the Association, and may also partake in activities organised by the Association.

ARTICLE VI:**MEETINGS****Section 1**

The Annual General Meeting of the Association will be held as part of the Local Authority Property Conference each year, unless there is no Conference in which instance the Annual General Meeting will be held at a location and/or by means of electronic communication (as set out below) as determined by the Executive.

The Annual General Meeting may be held by a quorum being assembled together at the time and place appointed for the meeting and/or participating in the meeting by means of audio link, audiovisual link, or other electronic communication suitable for facilitating member participation in such meetings (including voting).

The Annual General Meeting must not be held solely by means of electronic communication unless the Executive determines, on reasonable grounds, that exceptional circumstances warrant this and that the relevant means of electronic communication would in the ordinary course be reasonably accessible to all members in New Zealand at the relevant time.

The Annual General Meeting is to be held not less than 8 months and not more than 16 months after the preceding Annual General Meeting. Notice of the Annual General Meeting will be given to members at least thirty (30) days prior to the date of the meeting.

The President of the Executive shall be the chairperson of the Annual General Meeting. A quorum for the Annual General Meeting will be twenty (20) Full Members present in person and/or by means of electronic communication (if such means are being used to facilitate participation in the meeting) with each being entitled to one vote. Normal meeting protocols will be observed.

At the Annual General Meeting of the Association members will:

- a) Receive the minutes of the previous Annual General Meeting and of any other General Meeting held since the last Annual General Meeting;
- b) Receive a report from the Executive on the activities of the Association during the last year and the proposed priorities and direction for the Association in the current year;
- c) Receive the balance sheet and statement of income and expenditure for the past year and the estimate of income and expenditure for the current year;
- d) Elect the Officers of the Executive of the Association (Article 7 refers);

- e) Appoint an auditor for the accounts of the Association;
- f) Conduct any other business of which at least 21 days' notice has been given to the Secretary of the Association or which, in the opinion of the chairperson of the meeting, it is proper to bring before the meeting.

Section 2

Special General Meetings of the Association may be convened by the Executive at its discretion or shall be called within 28 days of the Executive receiving a requisition in writing signed by thirty (30) Members stating the business it would wish to have transacted at the meeting.

Any Special General Meeting may be held by a quorum being assembled together at the time and place appointed for the meeting and/or participating in the meeting by means of audio link, audiovisual link, or other electronic communication suitable for facilitating member participation in such meetings (including voting).

A Special General Meeting must not be held solely by means of electronic communication unless the Executive determines, on reasonable grounds, that exceptional circumstances warrant this and that the relevant means of electronic communication would in the ordinary course be reasonably accessible to all members who are in New Zealand at the relevant time.

At least 14 days' notice shall be given for any Special General Meeting with the notice to include the date, time, and place and/or details for participating by means of electronic communication for the meeting and the business to be transacted. A quorum for the Special General Meeting will be twenty (20) Full Members present in person and/or by means of electronic communication (if such means are being used to facilitate participation in the meeting) with each being entitled to one vote.

Normal meeting protocols will be observed. Only the business for which notice has been given is to be transacted at the Special General Meeting.

Section 3

Meetings of Executive Committee are to be held at least twice a year with one of those meetings to be held as soon as practical after the taking of office of the new executive. A quorum for the Executive will be Four (4).

Executive meetings may be held by a quorum being assembled together at the time and place appointed for the meeting and/or participating in the meeting by means of audio link, audiovisual link, or other electronic communication suitable for facilitating participation in such meetings (including voting).

An Executive Committee meeting must not be held exclusively by means of electronic communication unless the relevant means of electronic communication would in the ordinary course be reasonably accessible to all Executive members who are in New Zealand at the relevant time.

ARTICLE VII:**EXECUTIVE COMMITTEE****Section 1**

The Executive Committee (“The Executive”) will comprise of up to five (5) Officers elected at the Annual General Meeting. The Executive should consist of Full Members from a range of geographical locations around New Zealand and from Local Authorities of different sizes.

Section 2

The President shall have a casting vote.

Section 3

Nominations for The Executive are to be called with the notice of the Annual General Meeting and be received by the Secretary of the Association before the commencement of the Annual General Meeting in a form prescribed by the incumbent Executive Committee.

Section 4

Should there be more nominations than positions available on the Executive, a vote shall decide the outcome. Each Full Member present in person or by means of electronic communication (if such means are being used for participation in the meeting) at the Annual General Meeting shall be entitled to vote for six Executive members. Voting shall be by way of secret ballot (provided that if any Executive member is present by means of electronic communication and voting by way of secret ballot is impossible or impracticable for such member, the member may vote by electronic means, as determined by the chairperson of the meeting).

In the case of a tied vote, an additional election between the tied nominees shall take place by means of a show of hands of the Executive members present (provided that if any Executive member is present by means of electronic communication and voting by means of a show of hands is impossible or impracticable for such member, such member may vote by voice or electronic means, as determined by the chairperson of the meeting).

Section 5

The Executive will take office at midnight on the day following the Annual General Meeting and will hold office until the new Executive Committee takes office. The Executive will elect a President, Secretary, and Treasurer from among its number.

Section 6

The Executive, at its discretion, may co-opt individuals who may or may not meet the criteria for Executive Office to assist with specific Association activities.

Section 7

The term of the President shall be no more than three consecutive years.

ARTICLE VIII:**POWERS**

The Association will have the following powers:

Section 1

To establish such Bank Accounts as may be necessary for the conduct of the affairs of The Association.

Section 2

To use its funds as The Executive thinks necessary or proper in payment of its costs and expenses, including the employment and dismissal of counsel,

solicitors, agents, officers and staff, according to principles of good employment and the Employment Relations Act 2000 or any subsequent enactments.

Section 3 To purchase, take on, lease or in exchange or hire or otherwise, acquire any real or personal property and any rights or privileges which The Executive thinks necessary or proper for the purpose of attaining the objects of the Association and to sell, exchange, let, bail or lease, with or without option of purchase or, in any other manner, dispose of such property, rights or privileges.

Section 4 To invest surplus funds in any way permitted by law for the investment of incorporated Society funds and upon such terms as The Executive thinks fit.

Section 5 To borrow or raise money from time to time with or without security and upon such terms as to priority or otherwise as The Executive thinks fit.

Section 6 To do all things as may from time to time be necessary or desirable to give effect to and attain the objects of the Association.

Section 7 The Executive may recommend Membership Fees to the Annual General Meeting.

ARTICLE IX: **RECORDS AND FINANCIAL MANAGEMENT**

Section 1 The Executive shall maintain proper records of the affairs of the Association and shall maintain an accurate record of meetings and of the Association's Income and Expenditure such that it may report to the Annual General Meeting with a Qualified Auditors statement.

The Association's financial year will commence on 1 July each year and shall end on the 30 June next following.

ARTICLE X: **CHANGES TO RULES**

Section 1 The Rules of the Association may only be amended by the majority of those present in person and/or by means of electronic communication (if such means are being used to facilitate participation in the meeting) at an Annual General Meeting or Special General Meeting of the Association and only if due notice of the amendment(s) have been circulated to Full Members at least 14 days prior to the Annual General Meeting or Special General Meeting.

Section 2 No addition to or alteration of the objectives, personal benefit clause (Article III Section 6) or the winding up clause (Article XII) shall be made which affect the tax exemption status/non-profit body status. The provisions and effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this document.

ARTICLE XI:**USE OF COMMON SEAL****Section 1**

The Common Seal of the Association will be kept in the custody and control of the Secretary: When required, the Common Seal will be affixed to any document following a resolution of the Executive of the Association and will be signed by either the Secretary or the Treasurer and one other person appointed by the Executive.

ARTICLE XII:**WINDING UP AND DISSOLUTION****Section 1**

The Association may be wound up if at an Annual General Meeting or Special General Meeting of its members, it passes a resolution to wind up, and the resolution is confirmed at a subsequent Special General Meeting called together for that purpose and held not earlier than 30 days after the date on which the resolution to be confirmed was passed.

Any surplus funds or property owned by the Association shall, on dissolution, be distributed to the NZ Society of Local Government Managers Incorporated (NZBN 9429042776178, incorporation number 359409) or its successor body.