

50-64 Customhouse Quay
PO Box 2791
Wellington
New Zealand
DX SP20002 Wgtn
Tel +64 4 472 6289
Fax +64 4 472 7429
www.phillipsfox.com

Adelaide
Brisbane
Canberra
Melbourne
Perth
Sydney
Auckland
Wellington
Hanoi
Ho Chi Minh City

**Road Controlling Authorities Forum (New Zealand)
Incorporated
Rules**

Table of contents

Background		2
1	Formation	2
	Name	2
	Registered office	2
	Objects	2
	Powers of the Society	2
	Prohibition of benefit or advantage by Related Parties	2
2	Membership and representatives of members	2
	Initial members	2
	New members	2
	Nomination for membership	2
	Procedure if nomination accepted	2
	Subscription	2
	Register of members	2
	Resignation of member	2
	Expulsion of a member	2
	Executive Committee must inform member of expulsion, suspension or fine	2
	Cessation of membership	2
	Readmission of former members	2
3	Meetings	2
	Annual general meeting	2
	Special general meetings	2
	Special general meeting at request of members	2
	Notice of meetings	2
	Limitation on business to be transacted	2
	Quorum	2
	Chairperson at meetings	2
	Adjournment of meetings	2
	Limitation on business	2
	Voting rights	2
	Voting by show of hands	2
	Demanding of poll	2
	The entitlement to vote	2
	Proxy	2
4	Executive Committee	2
	Executive Committee to manage the Society	2
	Chairperson of Executive Committee	2
	Functions of the Convenor RCA Forum	2
	Convenor Finance and Reporting to keep accounts	2
	Election of Executive Committee	2
	Nomination for election	2
	Vacation of office	2
	Removal from Executive Committee	2
	Proceedings of Executive Committee	2

Quorum at an Executive Committee meeting	2
Adjournment of Executive Committee meetings	2
Voting by show of hands at an Executive Committee meeting.....	2
Demanding a poll at an Executive Committee meeting	2
Entitlement to vote at an Executive Committee meeting	2
Subcommittees	2
Indemnity	2
5 Incorporation and Charities Act 2005.....	2
Incorporation under the Incorporated Societies Act 1908.....	2
Registration with the Charities Commission.....	2
Common seal.....	2
6 Miscellaneous	2
Alteration of rules.....	2
Execution of documents	2
Annual financial statements.....	2
Financial year	2
Fees and expenses for Executive Committee members	2
Liability of members.....	2
Winding up.....	2
Notices	2
7 Definitions	2
Schedule 1.....	2
Application for membership of Road Controlling Authorities Forum (New Zealand)	
Incorporated (Society) (clause 2.7)	2
Schedule 2.....	2
Nomination of Individual Member (clause 2.7).....	2
Schedule 3.....	2
Appointment of Proxy (clause 3.18)	2

Background

- A Transit New Zealand has led an informal grouping of representatives from territorial authorities, Department of Conservation, Land Transport New Zealand and Local Government New Zealand to exchange information and provide updates on issues of relevance to road controlling authorities and others.
- B Transit New Zealand now seeks to formalise the group by incorporation.

1 Formation

Name

- 1.1 The name of the Society shall be Road Controlling Authorities Forum (New Zealand) Incorporated (**Society**).

Registered office

- 1.2 The registered office of the Society shall be at such place as the Executive Committee from time to time determines.

Objects

- 1.3 The charitable objects and purposes of the Society to the extent they are a charitable purpose within New Zealand are:
- To benefit the public of New Zealand by developing consistent roading standards and promoting safety.
 - To be the acknowledged source for industry research and development of guidelines relating to ownership of roading assets.
 - To achieve a nationally consistent and robust method of performance measurement which drives transport industry investment decisions towards a sustainable outcome for the benefit of the community.
 - To be recognised by the transport industry as the primary peer support, networking and educational forum for owners of assets relating to roads.
 - To assist in the education of New Zealanders in relation to roading matters.
- 1.4 For the avoidance of doubt, the objects of the Society expressed in clause 1.3 are in no particular order or priority.
- 1.5 The Society's objects shall only be carried out in and to benefit people in New Zealand, however the Society may carry out activities outside New Zealand to promote the Society or the Society's activities, but only if the Society believes that such activities will be for the ultimate benefit of the people of New Zealand.

Powers of the Society

- 1.6 In addition to its statutory powers, the Society:
- 1.6.1 may use its funds to pay the costs and expenses of furthering or carrying out its objects, and for that purpose may employ such people as necessary;
 - 1.6.2 may purchase, lease, hire or otherwise acquire, may exchange, and may sell, lease or otherwise dispose of property, rights or privileges to further or carry out its objects as necessary;
 - 1.6.3 may negotiate joint venture agreements and other contracts to achieve the Society's objects;
 - 1.6.4 may invest in any investment in which a trustee may invest;
 - 1.6.5 shall have the power to borrow or raise money by debenture, bonds, mortgage and other means with or without security. However, this borrowing power shall only be exercised by a resolution at a General Meeting of which 10 clear days prior written notice has been given to all members;
 - 1.6.6 shall have the power to establish subsidiaries, and incorporate companies of which it can be a shareholder, for assisting in the furtherance of the Society's objectives; and
 - 1.6.7 shall have the power to do all lawful acts and things incidental or conducive to the attainment of the Society's objects.
- 1.7 Notwithstanding any other provision, the Society shall only use its money to further its charitable purposes as stated in clause 1.3. No money of the Society is to be applied for the sole personal or individual benefit of any member.

Prohibition of benefit or advantage by Related Parties

- 1.8 In the carrying on of any activity under these rules, and in the exercise of any power authorising the remuneration of officers or members of the Society, no benefit, advantage or income shall be afforded to or received, gained, achieved or derived by any Related Party where that Related Party, in his or her or its capacity as related person, is able in any way (whether directly or indirectly) to determine, or to materially influence the determination of:
- 1.8.1 the nature or amount of that benefit, advantage or income;
 - 1.8.2 the circumstances in which that benefit, advantage or income is, or is to be, so afforded, received, gained, achieved or derived.

2 Membership and representatives of members

Initial members

- 2.1 The initial members of the Society are those Organisations who are members of the Society at the time it is incorporated.

New members

- 2.2 Any Organisation may become a member of the Society.
- 2.3 The following Organisations are entitled to be members of the Society and shall be admitted as members on provision of the information required by clause 2.11, and payment of the subscription in accordance with these rules:
- 2.3.1 any local authority;
 - 2.3.2 Transit New Zealand;
 - 2.3.3 the Department of Conservation.
- 2.4 To become a member, an Organisation not mentioned in clause 2.3 must be nominated and accepted, and must pay the subscription, in accordance with these rules.
- 2.5 An Organisation which is a member of the Society shall nominate one person to be a member of the Society.
- 2.6 Any person nominated by an Organisation to be a member of the Society must have a professional interest in matters relating to roading and/or road safety. If admitted, a person nominated by an Organisation which is a member shall be known as an Individual Member and will have the same rights and responsibilities as any other member of the Society, except that the annual subscription under clause 2.7 shall be paid by the Organisation.

Nomination for membership

- 2.7 A nomination of an Organisation for membership of the Society under clause 2.4 must be in the form set out in Schedule 1 and be accompanied by a nomination of an individual for membership under clause 2.5 in the form set out in Schedule 2. The nominations must be lodged with the Convenor RCA Forum. The Convenor RCA Forum must promptly refer the nominations to the Executive Committee. The Executive Committee must then decide whether to approve or reject each nomination.

Procedure if nomination accepted

- 2.8 If the Executive Committee approves a nomination, the Convenor RCA Forum must promptly notify the nominee Organisation in writing requesting that the nominee pay the subscription. If the amount is received within 28 days after the date of the Convenor RCA Forum's notice, the Convenor RCA Forum must enter the names of the nominee Organisation and the individual in the register of members. The nominee Organisation and individual are then members of the Society.

Subscription

- 2.9 From time to time the Executive Committee shall set the formula for calculation of the subscription payable by members, which shall include a differential relating to the population or other base to which the Organisation is accountable.
- 2.10 Members must pay the subscription within one month of receipt of a notice of subscription. The Executive Committee shall not issue a notice of subscription more frequently than twice in any twelve month period.

Register of members

- 2.11 The Convenor RCA Forum shall keep and maintain a register of members in which shall be entered:
- 2.11.1 the full name of each member Organisation and its address;
 - 2.11.2 the name and contact details of each Individual Member; and
 - 2.11.3 the date of entry.
- 2.12 The register shall be available for inspection and copying by members upon request.

Resignation of member

- 2.13 A member of the Society may resign from the Society by giving notice in writing to the Convenor RCA Forum of its resignation.
- 2.14 The Convenor RCA Forum must record in the register of members the date on which the member ceased to be a member.

Expulsion of a member

- 2.15 If the Executive Committee believes that a member has failed to comply with these rules, or is guilty of conduct unbecoming of a member or prejudicial to the interests of the Society, it may resolve to do any of the following:
- 2.15.1 expel the member from the Society;
 - 2.15.2 suspend the member from membership of the Society for a specified period.

Executive Committee must inform member of expulsion, suspension or fine

- 2.16 The Executive Committee must promptly notify the member of its resolution to expel or suspend the member and the grounds on which it is based.

Cessation of membership

- 2.17 A member who has resigned or been expelled from the Society shall cease to hold itself, himself or herself out as a member of the Society and shall return to the Society all material produced by the Society (including membership certificate, handbooks and manuals).

Readmission of former members

- 2.18 Any former member may apply for readmission as a member in the manner prescribed for admission of new members.

3 Meetings

Annual general meeting

- 3.1 The Society must convene an annual general meeting of its members in each calendar year. The Executive Committee must set the date of the meeting. The notice convening the annual general meeting must state that the meeting is the annual general meeting. The ordinary business of the annual general meeting is as follows:
- 3.1.1 to confirm the minutes of the last annual general meeting and any General Meeting held since that meeting;
 - 3.1.2 to receive from the Executive Committee reports on the transactions of the Society during the last financial year;
 - 3.1.3 to elect the Convenors.
- 3.2 The meeting may also transact any special business of which notice is given in accordance with these rules.

Special general meetings

- 3.3 Any General Meeting of the Society except the annual general meeting is a special general meeting. The Executive Committee may convene a special general meeting whenever it thinks fit. Reference in these rules to General Meetings includes both annual general meetings and special general meetings.

Special general meeting at request of members

- 3.4 The Executive Committee must also convene a special general meeting if not less than 5% of the total number of Individual Members request the Convenor RCA Forum in writing to do so. The request must state the purpose of the meeting and must be signed by the Individual Members making the request.

Notice of meetings

- 3.5 At least 14 days before the date fixed for a General Meeting of the Society, the Convenor RCA Forum must send each member of the Society a notice specifying the place, date and time of the meeting and the nature of the business to be transacted at it. The notice must be sent to the addresses and for the attention of the representative noted in the register of members.

Limitation on business to be transacted

- 3.6 No business may be transacted at a General Meeting of the Society except the business specified in the notice of meeting. A member who wants an item of business to be transacted at a General Meeting may give notice of the business in

writing to the Convenor RCA Forum. The Convenor RCA Forum must include the business in the next notice of a General Meeting.

Quorum

3.7 An item of business may not be transacted at a General Meeting unless a quorum of Individual Members entitled to vote is present while the item is being transacted. The quorum is a majority of the Individual Members entitled to vote. If a quorum is not present at the time for commencement of a meeting and is still not present half an hour later, the following rules apply:

3.7.1 if the meeting was convened at the written request of Individual Members, the meeting is automatically dissolved;

3.7.2 in any other case, the meeting is adjourned to another time and at the same place unless the chairperson specifies another place at the time of the adjournment or by a written notice given to members at least 24 hours before the date of the adjourned meeting.

3.8 If a quorum is not present at the time of the commencement of an adjourned meeting, and is still not present half an hour later, the quorum becomes 3 Individual Members. If that quorum is not present, the meeting is automatically dissolved.

Chairperson at meetings

3.9 Every General Meeting of the Society will be chaired jointly by a representative of Transit New Zealand and a representative of Local Government New Zealand. Where one or both of those persons are not present their place shall be taken by a person selected by the Executive Committee.

Adjournment of meetings

3.10 The chairperson of a General Meeting at which a quorum is present may adjourn the meeting with its consent. If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given as in the case of the original meeting.

Limitation on business

3.11 No business may be transacted at an adjourned meeting except the business left unfinished at the original meeting.

Voting rights

3.12 An Organisation member has no voting rights at a General Meeting, but is entitled to have non-voting representatives present.

3.13 An Individual Member has 1 vote on any question that is to be decided at a General Meeting. A vote must be given personally by the Individual Member, or by proxy (in accordance with clause 3.18). If votes on a question are tied, the motion is lost. The chair of the meeting does not have a second or casting vote.

Voting by show of hands

3.14 A question that is to be decided at a General Meeting of the Society is to be decided on a show of hands of Individual Members. Unless a poll is demanded in accordance

with clause 3.15, a declaration by the chairperson that a resolution has been carried, carried unanimously, carried by a particular majority, or lost, plus an entry to that effect in the minute book of the Society, is evidence of that fact, without proof of the number or proportion of the votes recorded for and against that resolution.

Demanding of poll

- 3.15 If at least 3 Individual Members entitled to vote at a General Meeting demand a poll on a question that is to be decided at the meeting, the chairperson must comply with that demand. The demand may be made before a show of hands of voting Individual Members or immediately after the chairpersons' declaration on a show of hands. In the latter case, the poll overrides the show.
- 3.16 A poll that is demanded on the election of a chairperson or on a question of an adjournment must be taken immediately. Any other poll must be taken before the close of the meeting.

The entitlement to vote

- 3.17 An Individual Member is entitled to vote at a General Meeting unless the Organisation by which he or she is employed or with which he or she is associated owes an amount to the Society that is overdue.

Proxy

- 3.18 An Individual Member may appoint another Individual Member as his or her proxy at a meeting by giving the Convenor RCA Forum a notice in the form set out in Schedule 3 no later than 24 hours before the time of the meeting.

4 Executive Committee

Executive Committee to manage the Society

- 4.1 The Society is to be managed by the Executive Committee. The Executive Committee may exercise all the powers of the Society except those that the rules require to be exercised by an annual general meeting or special general meeting.
- 4.2 The Executive Committee comprises the roles listed below. The members of the Initial Executive Committee are named below:

Role	Initial Executive Committee
4.2.1 Convenor RCA Forum;	Douceline Van Arts (TNZ)
4.2.2 Convenor Asset Performance Monitoring;	Kaye Clark (TNZ)
4.2.3 Convenor Research and Guidelines;	Roly Frost (TNZ)
4.2.4 Convenor Finance and Reporting;	Gary Main
4.2.5 A representative appointed by Transit New Zealand;	This position is currently vacant

4.2.6	A representative appointed by Local Government New Zealand;	Geoff Swainson
4.2.7	A representative appointed by the Department of Conservation;	David Jane
4.2.8	The joint chairpersons appointed under clause 3.9.	Rick van Barneveld (TNZ)
		Graeme Weld (Mayor WBOPDC)

Chairperson of Executive Committee

- 4.3 The Executive Committee shall be chaired by the representative of Transit New Zealand appointed under clause 3.9, or in that person's absence, by a deputy chairperson elected annually by the Executive Committee.

Functions of the Convenor RCA Forum

- 4.4 The Convenor RCA Forum of the Society must:
- 4.4.1 keep minutes of the resolutions and proceedings of each General Meeting and each Executive Committee meeting in the Society's minute book and the Executive Committee's minute book. The Convenor RCA Forum must record in the minutes of an Executive Committee meeting the name of the Executive Committee members present;
 - 4.4.2 keep members of the Executive Committee informed promptly of all significant events;
 - 4.4.3 maintain regular communication with members;
 - 4.4.4 provide such information as may be requested from time to time by any member;
 - 4.4.5 complete such other duties as the Executive Committee may determine from time to time.

Convenor Finance and Reporting to keep accounts

- 4.5 The Convenor Finance and Reporting must collect all money due to the Society and make all payments authorised by the Society. The Convenor Finance and Reporting must also keep accurate books and accounts of the financial affairs of the Society including full details of receipts and expenditure.

Election of Executive Committee

- 4.6 The Convenor roles on the Executive Committee shall be elected by Individual Members at the annual general meeting each year. All Convenors must be Individual Members or persons employed by or associated with a member.
- 4.7 The members of the Initial Executive Committee shall hold office until the annual general meeting to be held in 2007. All members of subsequent Executive

Committees hold office until the end of the next annual general meeting after the date of his or her election or appointment. They are eligible for re-election or re-appointment.

- 4.8 If there is a casual vacancy in a role on the Executive Committee, the Executive Committee may appoint one of the Individual Members to fill the vacancy. That person holds office until the end of the next annual general meeting after the date of the appointment.

Nomination for election

- 4.9 A nomination of a candidate for election as a Convenor must be in writing and signed by 2 Individual Members of the Society. It must be accompanied by a written consent of the candidate (which may be endorsed on the nomination). It must be given to the Convenor RCA Forum at least 7 days before the date of the annual general meeting.
- 4.10 If only one nomination is properly made for a Convenor role, the candidate nominated is to be treated as having been elected.
- 4.11 If no nomination is properly made for a Convenor role, further nominations must be called for at the annual general meeting.

Vacation of office

- 4.12 The office of Convenor becomes vacant if:
- 4.12.1 the Convenor or the Organisation the Convenor is employed by or associated with ceases to be a member of the Society;
 - 4.12.2 the Convenor resigns from office by giving the Convenor RCA Forum notice in writing;
 - 4.12.3 the Convenor ceases to be employed by or associated with an Organisation which is a member of the Society;
 - 4.12.4 the Convenor becomes bankrupt;
 - 4.12.5 the Convenor dies.

Removal from Executive Committee

- 4.13 A General Meeting of the Society may resolve to remove a member of the Executive Committee before his or her term of office ends, and may appoint another person in his or her place for the remainder of the term.

Proceedings of Executive Committee

- 4.14 The Executive Committee must meet at least 3 times each calendar year. The chairperson or any 4 members of the Executive Committee may convene a meeting. Adequate notice of a meeting must be given to members of the Executive Committee. The notice must specify the place, date and time of the meeting and the nature of business to be transacted at it.

Quorum at an Executive Committee meeting

- 4.15 An item of business may not be transacted at an Executive Committee meeting unless a quorum of members entitled to vote is present while the item is being transacted. The quorum is 4 members of the Executive Committee. If a quorum is not present at the time for commencement of a meeting, and is still not present half an hour later, the meeting is adjourned to another time and at the same place unless the chairperson specifies another place at the time of the adjournment or by written notice given to the Executive Committee members at least 24 hours before the date of the adjourned meeting.
- 4.16 If a quorum is not present at the time of the commencement of an adjourned meeting, and is not present half an hour later, the meeting is automatically dissolved.

Adjournment of Executive Committee meetings

- 4.17 The chairperson of an Executive Committee meeting at which a quorum is present may adjourn the meeting with its consent. If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given as in the case of the original meeting.

Voting by show of hands at an Executive Committee meeting

- 4.18 A question that is to be decided at an Executive Committee meeting must be decided on a show of hands. Unless a poll is demanded in accordance with the next clause, a declaration by the chairperson that a resolution has been carried, carried unanimously, carried by a particular majority or lost, plus an entry to that effect in the minute book of the Society, is evidence of the fact, without proof of the number or proportion of the votes recorded for and against that resolution.

Demanding a poll at an Executive Committee meeting

- 4.19 If at least 3 members entitled to vote at an Executive Committee meeting demand a poll on the question that is to be decided, the chairperson must comply with that demand. The demand may be made before a show of hands or immediately after the chairperson's declaration on a show of hands. In the latter case the poll overrides the show of hands.

Entitlement to vote at an Executive Committee meeting

- 4.20 A person is entitled to vote at an Executive Committee meeting unless the Organisation he or she is employed by or associated with owes an amount to the Society that is overdue.

Subcommittees

- 4.21 The Executive Committee may appoint subcommittees of the Society consisting of such persons and for such purposes as the Executive Committee thinks fit. At least 2 members of every subcommittee must be Individual Members or persons employed by or associated with a member. Subcommittees shall only have the powers and duties that are conferred on them by the Executive Committee. Subcommittees may be known as 'working groups'.

Indemnity

- 4.22 The members of the Executive Committee and any subcommittee appointed under clause 4.21 shall at all times be held indemnified by the Society from and against all claims, acts, proceedings and damages made, suffered or sustained by an Executive Committee or subcommittee member as a result of his or her carrying out in good faith the requirements of the Executive Committee, subcommittee or the Society.

5 Incorporation and Charities Act 2005

Incorporation under the Incorporated Societies Act 1908

- 5.1 The members shall arrange for the incorporation of the Society under the Incorporated Societies Act 1908.

Registration with the Charities Commission

- 5.2 The Executive Committee shall as soon as practicable after incorporation apply for registration with the Charities Commission as a Charitable Entity.

Common seal

- 5.3 Upon incorporation of the Society in accordance with clause 5.1 the Executive Committee shall procure a common seal for the Society and shall provide for the seal's custody. Any documents required to be signed under the common seal shall be attested by any 2 members of the Executive Committee in accordance with clause 6.4.1.

6 Miscellaneous

Alteration of rules

- 6.1 The rules of the Society may be altered, added to or rescinded at any General Meeting of the Society provided that the addition, alteration or rescission does not jeopardise the Society's ability to retain its status as a Charitable Entity. The notice given to members shall contain a copy of or state briefly the nature of the resolution to be moved at the General Meeting. A copy of the motion, resolution or business shall be lodged with the Convenor RCA Forum at least 14 days prior to the meeting. The resolution shall be effective if passed by not less than three quarters of the members present at the meeting.
- 6.2 The Society shall register any alteration or addition to the rules as required by the Incorporated Societies Act 1908 or any Act passed in substitution for it.

Execution of documents

- 6.3 The Convenor RCA Forum shall retain the common seal of the Society.
- 6.4 Documents shall be executed by the Society pursuant to a resolution of the Executive Committee:

- 6.4.1 by affixing the common seal witnessed by any two members of the Executive Committee; or
- 6.4.2 where the document is not required by statute to be executed under common seal, by any two members of the Executive Committee signing on behalf of the Society.

Annual financial statements

- 6.5 Every year a set of annual financial statements shall be prepared by or at the instigation of the Convenor Finance and Reporting showing all the receipts and expenditure of the Society since the preceding annual financial statements and shall include a general statement of the funds, effects, liabilities, assets and all mortgages, charges and securities of any description affecting any property of the Society.
- 6.6 The annual financial statements shall be audited prior to the annual general meeting in each year.
- 6.7 The annual financial statements shall be submitted to and approved by the members at the annual general meeting of the Society.
- 6.8 The Convenor Finance and Reporting shall send the annual financial statements and a certificate in the required form signed by him or her certifying that the annual financial statements have been approved, to the Registrar of Incorporated Societies.

Financial year

- 6.9 The financial year of the Society shall be from 1 April to 31 March or as may otherwise be determined by the Executive Committee.

Fees and expenses for Executive Committee members

- 6.10 Members of the Executive Committee shall be entitled to reimbursement of reasonable travel and other expenses incurred while on Society business, as approved by the Executive Committee.

Liability of members

- 6.11 No member shall be under any liability in respect of any contract or other obligation made or incurred by the Society.

Winding up

- 6.12 The Society may be dissolved and its affairs wound up by a resolution passed by a majority of votes at a General Meeting. The notice for that General Meeting must specify winding up the Society as the business, or part of the business, of the meeting.
- 6.13 If the Society is wound up, the surplus assets after payment of all debts, costs and liabilities shall be disposed of in accordance with the terms of a resolution passed at a special general meeting called for that purpose. The surplus assets or funds must be given or transferred to some other Charitable Entity within New Zealand having charitable objectives similar to those of the Society.

- 6.14 No portion of the assets or the funds of the Society may be transferred directly to any member or members of the Society.

Notices

- 6.15 A notice or other document may be served on a member of the Society either personally or by sending it by post, facsimile or email to the member, and at the address, shown on the register of members. A notice or other document sent by post is to be treated as having been given to the member:
- (a) if sent by post, at the time the letter would have been delivered in the ordinary course of the post;
 - (b) if sent by facsimile or email, on the date of transmission.

7 Definitions

- 7.1 In these rules the following definitions apply:

Charitable Entity means a charitable entity as defined in the Charities Act 2005.

Convenor means any or all of the Convenor Research and Guidelines, Convenor Asset Performance Monitoring, Convenor RCA Forum and Convenor Finance and Reporting as the context requires.

Convenor Asset Performance Monitoring means the person elected to the Executive Committee with responsibility for establishing, maintaining and promoting a method of asset performance monitoring.

Convenor Finance and Reporting means the person elected to the Executive Committee with responsibility for financial and reporting matters.

Convenor RCA Forum means the person elected to the Executive Committee with responsibility for arranging forum meetings and undertaking various secretarial functions.

Convenor Research and Guidelines means the person elected to the Executive Committee with responsibility for developing guidelines and ensuring appropriate research is undertaken.

Executive Committee means the committee which manages the Society comprising the roles listed in clause 4.2, to which section 4 applies.

General Meeting means a special general meeting or an annual general meeting of the Society.

Individual Member means an individual approved as a member under clause 2.5.

Initial Executive Committee means the Executive Committee the members of which are named in clause 4.2, who hold office from incorporation of the Society for the period specified in clause 4.7.

member includes an Organisation approved as a member under clause 2.5 and an Individual Member.

Organisation means a company, incorporated society, incorporated charitable trust, local authority (as defined in the Local Government Act 2002), or other corporate body or organisation.

Related Party means for the purposes of clause 1.8 and in relation to any business to which section CW35 of the Income Tax Act 2004 applies, a person specified in section CW35(3) of that Act.

Society means Road Controlling Authorities Forum (New Zealand) Incorporated.

Schedule 1

Application for membership of Road Controlling Authorities Forum (New Zealand) Incorporated (Society) (clause 2.7)

To: Convenor - RCA Forum

Name of Organisation	
Address of Organisation	
Nature of Organisation	

The above Organisation applies for membership of Road Controlling Authorities Forum (New Zealand) Incorporated.

I confirm that the Organisation agrees to be bound by the rules of the Society.

Signed for and on behalf of the Organisation

Full name:

Position:

Date:

Nomination Form attached

Nomination Form for Organisation (clause 2.7)

Proposer details:

Name of proposer	
Name of member proposer represents	
Name of nominated Organisation (applicant)	

I nominate the applicant, for membership of the Society.

Proposer's signature

Proposer's full name

Date:

Secunder details:

Name of seconder	
Name of member seconder represents	
Name of nominated Organisation (applicant)	

I second the nomination of the applicant for membership of the Society.

Secunder's signature

Secunder's full name

Date:

Schedule 2

Nomination of Individual Member (clause 2.7)

To: Convenor - RCA Forum

Name of Organisation	
Name of nominated individual	
Individual's designation/title	
Individual's email address	
Individuals phone number(s)	

The above Organisation nominates the individual named above as an Individual Member of Road Controlling Authorities Forum (New Zealand) Incorporated.

Signed for and on behalf of the Organisation

Full name:

Position:

Date:

I confirm I agree to be bound by the rules of the Society.

Signed by nominated individual

Full name:

Date:

Schedule 3

Appointment of Proxy (clause 3.18)

To: Convenor - RCA Forum

Name of Individual Member	
Name of appointed proxy	
Address of proxy	
Date of appointment	
Manner proxy authorised to vote	

Signed by Individual Member

Full name:

Position:

Date: