

Constitution of NZ GEN Economics Network Incorporated
as at 5 March 2026

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Joanne Leung – GEN Treasurer 5/3/2026



Natalia Fareti – GEN chair 5/3/2026

A. Our Purpose, Aims and Powers

1. Name

- (a) The name of the society is **NZ GEN Economics Network Incorporated** or **GEN** (in this **Constitution** referred to as the '**Society**').

2. Charitable status and purposes

- (a) The **Society** is already registered as a charitable entity under the Charities Act 2005.
- (b) The **Society** is established and maintained exclusively for charitable purposes and was first incorporated 16 May 2013. Charitable purposes (including any purposes ancillary to those charitable purposes), namely:
 - (i) advancing education by improving the economic capability of the public sector, and
 - (ii) benefitting the community by strengthening government policy through robust economic analysis and advice.
- (c) Any income, benefit, or advantage must be used to advance the charitable purposes of the **Society**. The Board shall decide on any matter not covered in this **Constitution**.

3. Objectives

- (a) The **Society's** vision is excellent government policy supported by robust economic analysis and advice. The **Society's** achieves this by:
 - (i) strengthening economic capability and professional development of public sector economists and non-economists,
 - (ii) building connections between economists across the private, public and academic sectors,
 - (iii) facilitating debate and discussion on economic and public policy research, and
 - (iv) doing anything else that helps us to achieve the above vision.

4. Restrictions on Society powers

- (a) Subject to clauses 2, 3, and 4(b), the **Society** has full capacity, powers and privileges as set out in section 18 of the **Act**. Nothing in this **Constitution** authorises the **Society** to do anything which contravenes or is inconsistent with the **Act**, any regulations made under the **Act**, the Charities Act 2005, or any other legislation. The powers of the **Society** may include but are not limited to the following:
 - (i) Using funds to pay reasonable costs and expenses;
 - (ii) Employing people and engage contractors;
 - (iii) Purchasing, leasing, hiring, exchanging, selling or leasing out property, rights or privileges;
 - (v) Entering into contracts and partnerships consistent with charitable purposes;
 - (vi) Accepting donations, grants, and bequests;
 - (vii) Investing funds prudently in accordance with trustee duties; and
 - (viii) Conducting other activities to further the **Society's** charitable purposes in New Zealand.

- (b) The **Society's** capacity, powers and privileges are limited in that the **Society** does not have the power to borrow money without Board approval.

5. Registered office

- (a) The registered office of the **Society** shall be at such place in New Zealand as the **Board** determines from time to time.
- (b) The **Society** will notify changes to the registered office to the Registrar of Incorporated Societies within the required timeframe and in the form required by the **Act**.

6. Contact person

- (a) The **Society** shall have at least two (2) contact persons whom the Registrar can contact when needed.
- (b) The **Society's** contact person must be:
 - (i) At least 18 years of age, and
 - (ii) Ordinarily resident in New Zealand.
- (c) A contact person can be appointed by the **Board** or elected by the **Members** at a **General Meeting**.
- (d) Contact person details (name, postal or email address, and telephone number) must be provided to the Registrar, with any changes notified within 20 **Working Days**.

B. Members

7. Minimum number of Members

- (a) The **Society** shall maintain the minimum number of 15 **Members**.

8. Becoming a Member

- (a) Every applicant for membership must consent in writing to becoming a **Member**, by paying the **Ordinary Member** subscription fee (if any) and completing the application form, provide required information:
 - (i) their full name,
 - (ii) their contact details (including their phone number, postal or email address), and
 - (iii) their job titles and affiliation.
- (b) The applicant becomes an **Ordinary Member** upon **Board** acceptance of the application with all the full rights and privileges of a **Voting Member**.
- (c) The **Board** may accept or decline applications at its discretion and must advise applicants of decisions. Written consent documents shall be retained in membership records.
- (d) For the avoidance of doubt, the **Society** has two (2) classes of membership being an **Ordinary Member** and a **Life Member**.

9. Life Member

- (a) At its sole discretion the **Board** may confer Life membership on an **Ordinary Member** who has completed not less than five (5) years as an active **Ordinary Member** of the **Society** and who in the opinion of the **Board** has made an outstanding contribution to the **Society**.
- (b) **Life Members** shall be exempt from further subscription payments and fees and shall have all the full rights and privileges of a **Voting Member**.

10. Subscriptions and fees

- (a) The **Board** may set a subscription fee that **Ordinary Members** must pay each year. The fee may be set at zero at the **Board's** discretion. If a fee has been set, the **Board** shall, on a regular basis, advise the **Ordinary Members** of services, terms and any changes in the fee relating to the membership.
- (b) **Ordinary Members** may pay a one-off joining fee or an annual subscription, or whatever financial payment is set by the **Board** at time of joining or subsequently offered by the **Board** to **Members** who joined before this **Constitution** was adopted.
- (c) A **Member** is only entitled to exercise the rights of membership, including voting at **General Meetings**, if all subscriptions and fees (if any) have been paid to the **Society** by their respective due dates. The term "**Voting Members**" is used to refer to such **Members** throughout the **Constitution**.

11. Ceasing to be a Member

- (a) Membership ceases
 - (i) By written resignation to the **Board**;
 - (ii) On death (or dissolution/deregistration if organisation);
 - (iii) By termination following dispute resolution under this **Constitution** (see Schedule 1);
 - (iv) By **Board Resolution** where the **Member** has brought the **Society** into disrepute; or
 - (v) For non-payment of fees (if set) after reasonable **Written Notice** and opportunity to remedy.
- (b) The **Board** shall notify former **Members** in writing when membership is terminated.

C. General Meetings

12. Procedures for all General Meetings

- (a) Notice:
 - (i) The **Board** shall give all **Members** at least fifteen (15) **Working Days' Written Notice** of **General Meetings**, the business to be conducted and the manner by which candidates can submit their written nominations and **Voting Member** motions. **Written Notice** addressed to contact details in the **Member** register will be valid even if some **Members** do not receive it.
- (b) Attendance may be made by **Members**:
 - (i) In person;

- (ii) By signed original written proxy in favour of someone entitled to attend (email/copies not acceptable), received before meeting commencement; and
 - (iii) Through electronic communication enabling real-time participation.
- (c) Quorum:
 - (i) At least seven (7) **Voting Members** or fifteen (15%) of total membership (whichever is lower) must attend throughout the **General Meeting**, whether in person, by proxy or by electronic communication.
- (d) Voting:
 - (i) Each **Voting Member** has one (1) vote. Voting may be by voices, show of hands, or by secret ballot if demanded by **Chair** or any three (3) or more **Voting Members** present. Simple majority (51%) decides questions unless otherwise specified. Written resolutions in lieu of a **General Meeting**, as defined under the **Act**, are not allowed and cannot replace **General Meetings**.
- (e) Chair:
 - (i) **General Meetings** chaired by the **Chair** or **Deputy Chair**, if unavailable, or meeting-elected chair. **Chair**, or if unavailable the person chairing the **General Meeting**, has deliberative vote plus casting vote if tied.

13. Minutes

- (a) The **Society** must keep accurate minutes of all **General Meetings**, including resolutions and voting outcomes.

14. Annual General Meetings: When Held

- (a) **Annual General Meetings** must be called by the **Board** and be held once per year, no later than:
 - (i) Six (6) months after balance date (31 March); and
 - (ii) Fifteen (15) months after the previous **AGM**.

15. Annual General Meetings: Business

- (a) **AGM** business includes:
 - (i) Confirming minutes of previous **AGM** and any **SGMs**;
 - (ii) Adopting annual report on **Society** operations and affairs;
 - (iii) Adopting **Board's** financial report and annual financial statements;
 - (iv) Electing **Board Members**;
 - (v) Considering motions with proper **Written Notice**; and
 - (vi) Considering general business.
- (b) The **Board** must present:
 - (i) Annual report on activities and performance toward charitable purposes;
 - (ii) Financial statements for the completed year; and
 - (iii) Summary of conflicts of interest disclosures and management;

16. Special General Meetings (SGM)

- (a) **SGMs** may be called by:
 - (i) **Board Resolution** stating the business;
 - (ii) The **Board** if fifty percent (50%) or more of **Board Members** are interested in a matter in accordance with clause 25(b); or
 - (iii) Written request from at least twenty-five (25%) of **Voting Members** or fifteen (15) **Voting Members** (whichever fewer).
- (b) **SGMs** shall only deal with specified business and follow the same procedures as **AGMs**.

D. Board

17. Functions and powers of the Board

- (a) The **Society** shall be managed by or under direction of the **Board** between **AGMs**, in accordance with the **Act** and this **Constitution**.
- (b) The **Board** has all powers necessary for managing and supervising the **Society's** operations and affairs, subject to the **Act** and this **Constitution**.

18. Board composition and eligibility

- (a) The **Board** will consist of up to a total of fourteen (14) **Board Members**. This includes:
 - (i) up to two (2) **Board Members** from the private sector,
 - (ii) with the remainder being **Board Members** from the public sector (including up to two (2) **Members** from Academia).
- (b) For the purposes of this **Constitution**:
 - (i) "Public sector" includes agencies owned or operated by the central and local governments, and academic institutions (including universities, research institutes, and educational establishments);
 - (ii) "Private sector" refers to businesses and organisations that are not owned or operated by the central or local governments, or who are not otherwise within the public sector as defined in clause 18(b)(i) above; and
 - (iii) "Academia" positions are reserved for individuals whose primary affiliation is with academic institutions but who are appointed specifically to represent academic perspectives and expertise.
- (c) The **Board** can appoint up to five (5) of the existing **Board Members** as **Executive Officers**, who are the executive representatives of the **Board**. The appointment shall include the following **Executive Officers** positions:
 - (i) **Chair**: responsible for leading the **Board** and chairing meetings;
 - (ii) **Deputy chair**: responsible for deputising in the absence of the **Chair**;
 - (iii) **Treasurer**: responsible for financial oversight and reporting; and
 - (iv) up to two (2) additional positions for specific executive functions as required.

19. Election and appointments of Private Sector Board Members

- (a) Private sector positions on the **Board** may be filled only when:
 - (i) a vacancy exists due to resignation or expiration of term;
 - (ii) a **Board Member** transitions to another sector or between employment in accordance with clause 19(d) below; and
 - (iii) all existing **Board Members** unanimously agree to fill these vacancies (i.e. prior to the nomination of that position).
- (b) When calling for **Board Member** nominations, the **Board** shall clearly specify whether private sector positions are available for election in that nomination round.
- (c) All private sector **Board Member** elections shall be subject to the standard nomination process established for **Board** membership as set out in clause 21.
- (d) An existing **Board Member** who transitions from one sector to another sector of employment (i.e. public sector to private sector or vice versa) or otherwise transitions between employment at any point throughout the duration of their term may at the other **Board Member's** sole discretion:
 - (e) continue to serve on the **Board** in the same position for the duration of their term; or
 - (f) continue to serve on the **Board** for the duration of their term and be reclassified as occupying a position in another sector provided this does not exceed the maximum number of **Board Members** within that sector as set out in clause (a); or
 - (g) continue to serve on the **Board** until the next **AGM** either in the same position or reclassified as occupying another **Board** position, provided this does not exceed the maximum number of **Board Members** within that sector as set out in clause (a).
- (h) The **Board** is not obligated to fill all the private sector positions and may operate with fewer than the maximum permitted at its discretion, provided always that the **Board** must comprise of three (3) or more **Board Members** under the **Act**.

E. Board Members

20. Qualifications of Board Members

- (a) **Board Members** must be natural persons who:
 - (i) Have consented in writing to be a **Board Member**;
 - (ii) Certify they are not disqualified under section 47(3) of the **Act** or section 36B of the Charities Act 2005; and
 - (iii) Are **Members** of the **Society** in good standing.

21. Election or appointment of Board Member

- (a) **Board Election**
 - (i) **Board Members** are elected at **Annual General Meetings** by the **Voting Members** present and voting in accordance with clause 12(d).
- (b) Nominations and motions

- (i) Written nominations and **Voting Member** motions must be received ten (10) **Working Days** prior to the **AGM**. Each nomination must include:
 - The nominee's written consent to stand and a signed declaration (eligibility certificate) that they are not disqualified under the 'Qualification of **Officers**' provisions; and
 - The names of a proposer and seconder (who must be current **Voting Members**).
- (ii) The **Chair** may accept nominations from the floor if insufficient nominations are received, provided the nominee:
 - Is present at the meeting (or has provided written consent);
 - Verbally confirms they are not disqualified; and
 - Is proposed and seconded by current **Voting Members**.

(c) Voting Process

- (i) Elections shall be by secret ballot unless there are equal or fewer nominees than positions, in which case nominees may be declared elected.
- (ii) The voting method shall be determined by the **Chair** and the two (2) scrutineers appointed by the **Chair** in accordance with clause (i) below will scrutinise the vote count and affirm it is true and correct.
- (iii) In case of a tie, a second ballot shall be held. If still tied, the **Board** shall make the final decision. Notwithstanding anything to the contrary in this **Constitution**, for the purposes of this clause 21(c), the **Chair** does not have a casting vote if there is an equality of votes.

(d) Vote Counting

- (i) Two (2) scrutineers who are not candidates shall be appointed by the **Chair** to:
- (ii) Count votes;
- (iii) Verify the results; and
 - Destroy ballot papers after results are announced.

(e) Casual Vacancies

- (i) If **Board Member** position becomes vacant between **AGMs**, the **Board** may appoint **Voting Members** onto the **Board** as co-opted **Board Members** by **Board Resolution** on a temporary basis until the following **AGM**.
- (ii) Any person appointed to fill a casual vacancy:
 - Must provide the same consent and declaration as elected **Officers under the Act**;
 - Holds office until the next **AGM**; and
 - Must stand for election if they wish to continue.

- (f) Appointment of **Executive Officers** will be made by **Board Resolution** at the first **Board** meeting following the **AGM** in accordance with clause 18(c).

(g) Additional Appointments

- (i) The **Board** may appoint **Voting Members** as additional co-opted sub-committee members for:
 - Specific purposes or projects; and
 - Fixed terms not exceeding the next **AGM**.
- (ii) Co-opted subcommittee members are not **Board Members** and do not have full **Board Member** rights and obligations unless the **Board** specifies otherwise at the time of appointment. They may attend **Board** meetings as non-voting observers.

22. Term

- (a) The term of office for all elected **Board Members** (including **Executive Officers**) elected to the **Board** shall be three (3) year(s), expiring at the end of the **Annual General Meeting** in the year corresponding with the last year of each **Board Member's** term of office.
- (b) When an elected **Board Member's** term expires, they shall be automatically available for re-election (without nomination under clause (b)), unless that **Board Member** gives **Written Notice** to the contrary at the **Annual General Meeting**, marking the end of their term.

23. Removal of Board Member

- (a) **Board Members** may be removed by **Board** or **General Resolution** at a **General Meeting** where a vote of no confidence is passed, effective from the date specified in the resolution.

24. Ceasing to hold office

- (a) **Board Members** cease office upon
 - (i) Resignation (by giving one (1) month **Written Notice** to the **Board**);
 - (ii) Removal;
 - (iii) Death;
 - (iv) becoming disqualified to be an officer of a charity in accordance with the Charities Act 2005;
 - (v) becoming disqualified to be an **Officer** in accordance with the **Act**; or
 - (vi) the end of their terms (though they may continue temporarily until the next **AGM** under clause (a)).
- (b) Former **Board Members** must return all **Society** property within twenty (20) **Working Days**.

25. Conflicts of interest

- (a) **Board Members** with interests in matters before the **Society** must act in accordance with the Conflict of Interest Policy as set out in Schedule 5 of this **Constitution** and:
 - (i) Disclose nature and extent of interest to the **Board** and in the interests register;
 - (ii) Make disclosure as soon as aware of interest;
 - (iii) Not vote or sign documents relating to the matter unless other non-interested **Board Members** consent;
 - (iv) May participate in discussion unless **Board** decides otherwise; and
 - (v) Count toward quorum unless removed from the **Board** meeting.
- (b) If fifty percent (50%) or more of **Board Members** are interested in a matter, it must go to **SGM** unless all non-interested **Board Members** agree otherwise.

F. Board meetings

26. Procedure

(a) Quorum:

- At least half (1/2) the **Board Members** must be present.

(b) Meeting Methods:

- **Board** meetings may be held in person or by audio/visual communication enabling simultaneous participation.

(c) Decisions:

- Resolutions pass by simple majority (51%) vote. Each **Board Member** has one (1) vote. The **Chair** has a casting vote if tied.

(d) Chair:

- **Board** meetings are chaired by the **Chair** or **Deputy Chair**. If the **Chair** or **Deputy Chair** are absent, **Board Members** present may choose an acting chair.

27. Notification and frequency

- (a) The **Board** shall meet at least eight (8) times a year at such times and places and in such manner (including by audio, audio and visual, or electronic communication) as it may determine and otherwise where and as convened by the **Chair**.
- (b) The **Chair**, or **Secretary**, or other **Board Member** nominated by the **Board**, shall give to all **Board Members** not less than five (5) **Working Days' Written Notice** of **Board** meetings, but in cases of urgency a shorter period of **Written Notice** shall suffice.

G. Records

28. Register of Members

- (a) The **Society** shall maintain a current register including each **Member's** name, membership date, contact details (address, phone, email if available), and class of membership. Records of former **Members** must be kept for seven (7) years showing name and cessation date.
- (b) The register will be accessible to the **Board** and any other person authorised by them, in each case solely for the purpose of the proper and effective governance, management and administration of the **Society** and its operations and affairs.

H. Finances

29. Balance Date

- (a) The financial year runs from 1 April to 31 March.

30. Control and management

- (a) **Society** funds and property shall be:
 - (i) Controlled and invested by the **Board** subject to this **Constitution**.
 - (ii) Devoted solely to promoting charitable purposes.
 - (iii) Banked within five (5) **Working Days** of receipt.
 - (iv) Subject to **Board** approval for payment.
- (b) The **Board** must maintain:
 - (i) Bank accounts in **Society's** name.
 - (ii) Accounting records complying with the **Act**.
 - (iii) Satisfactory control systems.
 - (iv) Records for current and last seven (7) completed periods.
- (c) The **Board** may, by a **Board Resolution** of all other **Board Members**, authorise the payment of remuneration and/or koha (or the provision of other benefits) to:
 - (i) a **Board Member** for his or her services as a **Board Member**, if the **Board** is satisfied that to do so is reasonable and fair to the **Society**; or
 - (ii) a **Board Member** for salary, wages or other payments for services, or enter into any other transaction with a **Board Member**, on arm's-length terms (as defined in the **Act** and restated below).
- (d) For the avoidance of doubt, the **Act** provides that salary, wages, or other payments for services, or other transactions, are on "arm's-length terms" if:
- (e) The terms –
- (f) would be reasonable in the circumstances if the parties were connected or related only by the transaction in question, each acting independently, and each acting in its own best interests; or
- (g) are less favourable to the member than the terms referred to in subparagraph (A); and
- (h) the salary, wages, or other payments for services, or other transaction, does not include any share of a gain, profit, or surplus, percentage of revenue, or other reward in connection with any gain, profit, surplus, or revenue of the society.

31. Board Member banking rights

- (a) The **Board** may appoint up to five (5) **Executive Officers** who are authorised to operate the **Society's** banking accounts and financial instruments on behalf of the **Society** for day-to-day operational purposes.
- (b) Such **Executive Officers** are granted banking rights solely to facilitate the **Society's** charitable purposes and operational requirements, including but not limited to:
 - (i) Making payments for approved expenditure.
 - (ii) Receiving funds on behalf of the **Society**.
 - (iii) Managing routine banking transactions.
- (c) For banking compliance and beneficiary identification requirements, these **Executive Officers** may be registered with financial institutions as authorised beneficiaries for operational banking

purposes only. This registration is solely to meet banking regulatory requirements and does not confer any beneficial ownership or personal entitlement to the **Society's** funds or assets.

- (d) All funds, assets, and financial instruments remain the absolute property of the **Society**. **Executive Officers** exercise banking rights as agents of the **Society** only and have no beneficial interest in, or personal entitlement to, any funds or assets.
- (e) **Executive Officers** must exercise their banking rights in accordance with:
 - (i) This **Constitution**,
 - (ii) Decisions and policies of the **Board**,
 - (iii) The charitable purposes of the **Society**, and
 - (iv) All applicable legal and regulatory requirements.
- (f) The **Board** may revoke or modify an **Executive Officer's** banking authorisation at any time by **Written Notice**.

32. Limitation of liability, indemnification and insurance

- (a) **Board Members** (including **Executive Officers**) and other personnel (including contractors) of the **Society** shall not be personally liable to the **Society** for any liability or loss suffered by the **Society**, unless such liability or loss arises out of or is otherwise attributable to the person's own dishonesty, willful misconduct or gross negligence.
- (b) The **Society** may, with the authority of the **Board**, indemnify and/or obtain insurance for an **Officer** for:
 - (i) liability (other than criminal liability) for a failure to comply with:
 - a duty under section 54 to 61 of the **Act** (**Officers' duties**); or
 - any other duty imposed on an **Officer** in their capacity as an **Officer** of the **Society**; and/or
 - (ii) costs incurred by the **Officer** for any claim or proceeding related to a liability under clause 32(b)(i).
- (c) The **Society** may indemnify or obtain insurance for an **Officer**, **Member** or employee in accordance with the **Act**.

33. Contracting Method

- (a) Documents will be executed for the **Society** pursuant to a resolution of the **Board**, and the **Society** may enter into contracts by two (2) **Executive Officers**, or in the event that the **Executive Officers** cannot sign by two (2) **Board Members**, signing under the name of the **Society** and any other method approved in the **Act**.

I. Liquidation and distribution of surplus assets

34. Resolving to Put Society into Liquidation

- (a) The **Society** may be wound up or dissolved (by way of liquidation, amalgamation with another society or any other method of winding up or dissolution):

- (i) in accordance with the **Act**; and
- (ii) if permitted under that **Act**, by resolution passed at a **General Meeting** by at least seventy-five (75%) majority of votes entitled to be cast by persons present and entitled to vote, provided all **Voting Members** have been given at least thirty (30) days' **Written Notice** of the intention to vote on such resolution.

35. Surplus Assets

- (a) Upon liquidation or removal from register, no distribution shall be made to **Members**.
- (b) Any surplus property after settling all debts and liabilities must be transferred to charitable organisations with charitable purposes as defined in section 5(1) of the Charities Act 2005:
 - (i) the surplus shall be distributed or applied to one (1) or more not-for-profit entities for charitable purposes in New Zealand similar to the **Society's** objectives and/or for charitable purposes of educational nature in New Zealand; and
 - (ii) the distribution or application of surplus under clause 35(b)(i), including any terms or conditions for the recipient entity's use of the surplus, shall be determined by resolution passed at a **General Meeting** by at least seventy-five (75%) majority of **Voting Members** if practicable, otherwise by **Board Resolution**.

J. Alterations to the Constitution

36. Transition from previous constitution to this Constitution

- (a) This **Constitution** takes effect upon the date of registration by the Registrar of Incorporated Societies ("**Registrar**") under the **Act**, following approval under the **Society's** previous constitution and the provision of a copy of the amended **Constitution** to the Registrar within twenty-five (25) **Working Days** or otherwise in accordance with the **Act**. It fully replaces the previous constitution.
- (b) For the transition to this **Constitution**, unless context requires otherwise or the **Board** determines otherwise to ensure effective compliance with the **Act**:
 - (i) Current **Members** continue as **Members** under this **Constitution** in their existing membership categories, as if they joined under this **Constitution**, provided they confirm consent to membership and supply any additional information needed for the register of **Members**.
 - (ii) Current **Board Members** continue as **Board Members** under this **Constitution**, as if elected or appointed under this **Constitution** at their original appointment date, provided they confirm consent and eligibility to serve.
 - (iii) Persons holding other positions or roles (including **Chair**, **Deputy Chair**, **Treasurer** and other **Executive Officers**) that have equivalents under this **Constitution** continue in those equivalent roles, as if appointed under this **Constitution** at their original appointment date, provided they confirm consent and eligibility to serve, where applicable.
 - (iv) Sub-committees and similar groups appointed under the previous constitution continue until disestablished by the **Board**, as if appointed under this **Constitution** on their original terms.

- (v) All actions taken under the previous constitution—including contracts, decisions, appointments, regulations, and proceedings—remain valid and may continue under this **Constitution**, provided regulations comply with this **Constitution** and the **Act**.

37. Amending this Constitution

- (a) Constitutional amendments must be made in writing and require the approval of a simple majority (51%) of **Voting Members** present and voting at **General Meeting** (unless it is a minor or technical amendment under clause (c), and can be proposed with either:

- (i) Written proposal signed by at least twenty-five percent (25%) of eligible **Voting Members** or fourteen (14) **Voting Members** (whichever fewer); or
- (ii) Proposal given to **Board** at least thirty (30) **Working Days** before the **General Meeting** with written explanation;

PROVIDED THAT

- (iii) the **Board** provides **Voting Members** at least fifteen (15) **Working Days' Written Notice** of proposed amendment, reasons, and recommendations (including **Board** proposals).
- (b) All amendments must be registered with Registrar of Incorporated Societies to take effect and shall be notified to Charities Services as required by the Charities Act 2005.
- (c) The **Board** may amend the terms of this **Constitution** by a unanimous resolution of the **Board** if the amendment:
 - (i) has no more than a minor effect; or
 - (ii) corrects errors or makes similar technical alterations;

PROVIDED THAT the **Board** provides **Written Notice** of the amendment to every **Member** of the **Society**, with the **Written Notice** stating the text of the amendment and the right of the **Member** to object to the amendment;

- (iii) If no **Member** objects within twenty (20) **Working Days** after the date on which the **Written Notice** is sent, the **Board** may make the amendment; or
- (iv) If a **Member** objects to the amendment made under this clause within twenty (20) **Working Days** after the date on which the **Written Notice** is sent, the **Society** may not make the amendment under this clause.

This **Constitution** complies with the Incorporated Societies Act 2022 and Charities legislation as at 5 March 2026.

K. Defined terms and interpretation provisions

- (a) **Act:** Incorporated Societies Act 2022 and regulations, including amendments and replacements.
- (b) **Annual General Meeting** or **AGM:** Yearly meeting of Members as required by this **Constitution**.
- (c) **Board:** The **Society's** governing body for the purposes of the **Act**, constituted in accordance with this **Constitution**.

- (d) **Board Member:** Person appointed, elected or co-opted to the **Board** in accordance with this **Constitution**.
- (e) **Board Resolution:** Formal decisions made by the **Board Members**.
- (f) **Chair:** **Board Member** appointed by the **Board** who is responsible for chairing meetings and providing leadership in accordance with this **Constitution**. If the **Chair** is absent or unable to act as **Chair** at **General Meetings** or **Board** meetings, the **Deputy Chair** will be the **Chair**, or if the **Deputy Chair** cannot be the **Chair**, the **Board** will select a **Board Member** to be **Chair**.
- (g) **Constitution:** This document that governs and outlines the **Society's** purpose, structure, and operating procedures.
- (h) **Deputy Chair:** **Board Member** elected to deputise for the **Chair**.
- (i) **Executive Officers:** **Board Member** appointed to specific role (**Chair**, **Deputy Chair**, **Treasurer** or others as appointed by the **Board**).
- (j) **General Meeting:** Any meeting of members (**AGM** or **SGM**) of the **Society**.
- (k) **General Resolution:** Formal decisions made by a simple majority of **Voting Members** at **General Meetings**.
- (l) **Member:** Person admitted to membership in accordance with clauses 8 and 9 who has not ceased to be a member, including Ordinary Members and Life Members.
- (m) **Officer:** The **Board Members** for the time being and any other natural persons who are an officer in accordance with section 5(a)(ii) of the **Act**, being a natural person occupying a position in the **Society** that allows the person to exercise significant influence over the management or administration of the **Society**.
- (n) **Society:** The society named **NZ GEN Economics Network Incorporated** that is incorporated under the **Act** and registered under the Charities Act 2005.
- (o) **Special General Meeting** or **SGM:** **General Meeting** other than AGM called for specific purpose.
- (p) **Treasurer:** **Board Member** appointed by the **Board** who is responsible for financial oversight and reporting.
- (q) **Voting Member:** those **Members** who have paid all subscriptions and fees (if any) to the **Society** by their respective due dates and are therefore eligible to exercise the rights of membership in accordance with clauses 8 and 9.
- (r) **Working Days:** As defined in the Legislation Act 2019.
- (s) **Written Notice:** Communication from the **Society** to any **Member**, such communication to be by electronic means (including but not limited to email, online forum, and website posting), advertisement in periodicals, or combination. Notices delivered by email or electronic communication are deemed to have been delivered when sent. If a **Member** or **Board Member** does not receive notice of a meeting for reasons outside of the **Board's** control or because of the **Member's** or **Board Member's** failure to update the **Board** with their contact details, then the failure to give notice to the **Member** or **Board Member** will not invalidate the meeting.

Schedule 1 - Disputes and complaints procedures

A. Purpose and scope

- (a) Subject to any other applicable provision of this **Constitution**, any Dispute arising in respect of the **Society** shall be resolved, and any Complaint arising in respect of the **Society** and any aspect of its operation and affairs shall be handled, in accordance with these procedures, ensuring fairness to all parties and consistency with natural justice principles.
- (b) This Schedule applies to the following types of Dispute and Complaint:
- (c) **Dispute** means a disagreement or conflict that
 - (i) arises between:
 - two (2) or more **Members**; or
 - one (1) or more **Members** and the **Society** or the **Board**; or
 - one (1) or more **Members** and one (1) or more **Board Members**; or
 - two (2) or more **Board Members**; or
 - one (1) or more **Board Members** and the **Society** or the **Board**; and
 - (ii) relates to an allegation that:
 - a **Member** or **Board Member** has engaged in misconduct;
 - a **Member** or **Board Member** has breached, or is likely to breach, any duty under this **Constitution** or the **Act**;
 - the **Society** or **Board** has breached, or is likely to breach, any duty under this **Constitution** or the **Act**; or
 - a **Member's** rights or interests as a **Member** have been damaged or **Members'** rights or interests generally have been damaged.
- (d) **Complaint** means the commencement, by a **Member**, **Board Member**, the **Society** or the **Board**, of the procedure for resolving a Dispute in accordance with this **Constitution** and this Schedule.
- (e) In this Schedule:
 - (i) **Board Member** include any **Executive Officer** of the **Society** for the purposes of the **Act**;
 - (ii) References to **Members** and **Board Members** are to persons acting in those capacities; and
 - (iii) References to clauses are to clauses of this Schedule.

B. Decision makers

- (a) The decision maker for a Complaint shall be the **Board** or a Complaints subcommittee established by the **Board**, unless:
 - (i) the **Board** determines otherwise; or
 - (ii) the Complaint involves an allegation against the majority of the **Board** or Complaints subcommittee, in which case the Complaint shall be referred to another decision maker, to be established by the **Board**.
- (b) The **Board**, Complaints subcommittee or any other person may not act as decision maker if two (2) or more **Board Members** (or subcommittee members, if applicable) consider there are reasonable grounds to believe the proposed decision maker may not be impartial or able to consider the matter without predetermined views.

C. Making a complaint

- (a) A Member or **Board Member** may make a Complaint by giving **Written Notice** to the **Board** (or Complaints subcommittee) that:
 - (i) states that the **Member** or **Board Member** is starting a procedure for resolving a Dispute;
 - (ii) sets out the allegation to which the Dispute relates and whom the allegation is against; and
 - (iii) sets out any other information reasonably required by the **Society** or **Board**.
- (b) The **Society** or **Board** may make a Complaint against a **Member** or **Board Member** by giving **Written Notice** to that person that:
 - (i) states that the **Society** or **Board** is starting a procedure for resolving a Dispute; and
 - (ii) sets out the allegation to which the Dispute relates.
- (c) Information provided under clauses C(a) and C(b) must be sufficient to ensure the person against whom allegations are made is fairly advised of the allegations with enough detail to prepare a response.

D. Complainant's right to be heard

- (a) A **Member** or **Board Member** who makes a Complaint has a right to be heard before the Complaint is resolved or any outcome is determined.
- (b) If the **Society** or **Board** makes a Complaint, they have a right to be heard, which may be exercised by a **Board Member** or person authorised by the **Board**.
- (c) The right to be heard is satisfied if:
 - (i) there is reasonable opportunity to be heard in writing or at an oral hearing;
 - (ii) an oral hearing is held if the decision maker considers it necessary for adequate hearing;
 - (iii) any oral hearing is held before the decision maker; and
 - (iv) written statements or submissions are considered by the decision maker.

E. Respondent's right to be heard

- (a) This clause applies if a Complaint alleges that a **Member**, **Board Member**, the **Society** or **Board** (the "Respondent"):
 - (i) has engaged in misconduct;
 - (ii) has breached or is likely to breach duties under this **Constitution** or the **Act**; or
 - (iii) has damaged **Member** rights or interests.
- (b) The Respondent has a right to be heard before resolution. If the Respondent is the **Society** or **Board**, a **Board Member** or person authorised by the **Board** may exercise this right.
- (c) The Respondent's right to be heard is satisfied if the Respondent:
 - (i) is fairly advised of all allegations with sufficient details and time to prepare a response;
 - (ii) has reasonable opportunity to be heard in writing or at an oral hearing;
 - (iii) receives an oral hearing if the decision maker considers it necessary;
 - (iv) has any oral hearing held before the decision maker; and

- (v) has written statements or submissions considered by the decision maker.

F. Investigation and determination

- (a) The **Board** must, as soon as reasonably practicable after receiving or becoming aware of a Complaint, ensure the Dispute is investigated and determined, dealing with all Disputes fairly, efficiently, and effectively.
- (b) The **Board** may decide not to proceed with a Complaint if it determines in good faith that:
 - (i) the Complaint is trivial;
 - (ii) the Complaint does not allege:
 - material misconduct by a **Member** or **Board Member**;
 - material breach of duties under this **Constitution** or the **Act**; or
 - material damage to **Member** rights or interests;
 - (iii) the Complaint is without foundation or lacks supporting evidence;
 - (iv) the complainant has insignificant interest in the matter;
 - (v) the matter has already been investigated and dealt with appropriately; or
 - (vi) there has been undue delay in making the Complaint.

G. Referral options

- (a) The **Board** may refer a Complaint to:
 - (i) a subcommittee or external person to investigate and report;
 - (ii) a subcommittee, arbitral tribunal, or external person to investigate and decide; or
 - (iii) any consensual dispute resolution process (including mediation, facilitation, or tikanga-based practice), provided all parties consent and the procedures for resolving the Complaint are consistent with the rules of natural justice.
- (b) The **Board**, subcommittee or process undertaken under subclause (a) will make the final determination of the Dispute/Complaint.

Schedule 2 - NZ GEN Economics Network: Meeting Requirements Summary

1. Meeting Types and Requirements

Aspect	Board Meetings	Annual General Meeting (AGM)	Special General Meeting (SGM)
Notice Period	Minimum 5 working days	Minimum 15 working days written notice	Minimum 15 working days written notice
	Shorter written notice allowed for urgent matters	Must include business to be conducted	Must state specific business
Frequency	At least eight (8) times a year	Once per year	As required
	Only one (1) meeting required in Dec-Jan period	Within 6 months of balance date	Called by Board resolution or
	As determined by Board or convened by Chair/Secretary	Within 15 months of previous AGM	Written request from 25% of voting members or 15 voting members (whichever fewer)
Quorum	At least half the Board members	7 members or 15% of total membership (whichever is lower)	7 members or 15% of total membership (whichever is lower)
		Must be maintained throughout meeting	Must be maintained throughout meeting
Chair & Deputy	Chaired by Chair or Deputy Chair	Chaired by Chair or Deputy Chair	Chaired by Chair or Deputy Chair
	If both absent, members present choose acting chair	If unavailable, meeting elects chair	If unavailable, meeting elects chair
Voting & Decisions	Resolutions passed by simple majority vote	Each eligible member has one (1) vote	Each eligible member has one (1) vote
	Each Board member has one (1) vote	Simple majority decides (unless otherwise specified)	Simple majority decides (unless otherwise specified)
	Chair has casting vote if tied	Chair has deliberative vote plus casting vote if tied	Chair has deliberative vote plus casting vote if tied
		Voting by voices, show of hands, or secret ballot if demanded	Voting by voices, show of hands, or secret ballot if demanded
Attendance Format	In person	In person	In person
	Electronic communication enabling real-time participation	Electronic communication enabling real-time participation	Electronic communication enabling real-time participation
Minutes	Not explicitly required but implied by governance standards	Accurate minutes required, including resolutions and voting outcomes	Accurate minutes required, including resolutions and voting outcomes
Key Business	General governance and management of Society affairs	Confirm previous minutes	Only specified business in the written notice
		Adopt annual report	
		Adopt financial statements	
		Set membership subscriptions	
		Elect Board members	
		Consider motions with proper notice	
		General business	
Special Requirements	Board members with conflicts must disclose and generally cannot vote on related matters	Board must present annual report	Can only deal with business specified in written notice
		Financial statements for completed year	
		Summary of conflicts of interest	

2. Additional important notes

(a) Constitutional Amendments

- Require simple majority (51%) at **General Meeting**.
- Need written proposal from twenty-five percent (25%) of **Voting Members** or fifteen (15) **Voting Members** (whichever fewer).
- Thirty (30) **Working Days' Written Notice** to **Board** with written explanation.
- Fifteen (15) **Working Days' Written Notice** to **Members**.
- Minor or technical amendment by unanimous decision of **Board** provided **Written Notice** given to every **Member** and no **Member** objects to amendments within 20 **Working Days** of being notified.
- Provide to Registrar of Incorporated Societies to take effect and upload to Charities Services.

(b) Liquidation/Removal from Register

- Requires thirty (30) **Working Days' Written Notice** to **Members**.
- Needs 75% majority of **Voting Members** present.

(c) Surplus Assets

- Determined by General Resolution 51% of **Voting Members** at **General Meeting** or otherwise by **Board Resolution**.

(d) Conflicts of Interest

- If fifty percent (50%) or more of **Board Members** are interested in a matter, it must go to **SGM** unless all non-interested **Board Members** agree otherwise.

(e) Complaints/Disputes

- Complaints subcommittee may be established by **Board**.
- Decision makers must follow natural justice principles.
- **Written Notice** requirements apply to complaint procedures.
- For details, see Schedule 1.

Schedule 3 - Board Members election process

Aspect	Elected Board Members (Public Sector)	Elected Board Members (Private Sector)	Appointed Executive Officers	Co-opted Members
Nomination Process	- Written nominations 10 working days before AGM - Nominee's written consent required - Signed eligibility declaration - Proposer and seconder (current members) - Floor nominations if insufficient received - Maximum 2 academic positions in total	Same as public sector PLUS: - Board must specify if private positions available - Only when vacancy exists - Requires unanimous Board agreement to nominate - Maximum 2 private positions in total	- No external nomination - Board identifies candidates from elected Board members - Internal selection process - Maximum 5 Executive positions	- Board identifies needs - No formal nomination - For specific purposes/projects - Board discretion
Election Process & Requirements	- Secret ballot at AGM - Members present vote - Simple majority wins - Declared elected if positions $\geq$ nominees - Tie: second ballot, then Board decides	- Identical election process to public sector - Must specify sector affiliation - Transitions allowed if member changes sector - Board not obligated to fill positions	- N/A - No election - Board resolution required - Appointed at first Board meeting post-AGM - From existing Board members only	- N/A - No election - Board resolution only - Board specifies rights - No member vote required
Appointment Process	- Takes office immediately after AGM - Must be Society member in good standing - Written consent retained - Automatic re-appointment unless opted out	- Same as public sector - Board confirms sector status - May reclassify if employment changes	- Board appoints specific roles: - Chair - Deputy Chair - Treasurer - Up to 2 others - Additional duties defined by Chair/Deputy	- Board specifies terms - Fixed term appointment - Limited rights unless specified - Project-based possible
Terms (Years)	3 years standard - Expires at AGM	3 years standard	3 years (as Board members)	Fixed terms only

Aspect	Elected Board Members (Public Sector)	Elected Board Members (Private Sector)	Appointed Executive Officers	Co-opted Members
	- Automatic availability for re-appointment - May continue temporarily post-term	- Same conditions as public sector - Vacancy not guaranteed to be refilled	- Executive role concurrent with Board term - Re-appointment by Board after each AGM	- Not exceeding next AGM - Renewable at Board discretion - Project completion basis
Requirements	Natural person 18+ years Written consent Not disqualified under s47(3) Act Not disqualified under Charities Act Society member in good standing No bankruptcy/criminal convictions	- All public sector requirements PLUS: - Primary employment in private sector - Maximum 2 private sector members total	- Must be elected Board member first - All Board member requirements - Specific role capabilities	- Purpose-specific expertise - No membership requirement - No formal qualifications - Board determines suitability
Termination	Removal Process: Board or General Meeting resolution Vote of no confidence 1 month resignation written notice Return property within 20 days Other Exits: Term expiration Death Becoming disqualified	Removal Process: - Same as public sector - Position may be left vacant - No obligation to replace Other Exits: - Same as public sector - Sector change does not require exit	Removal Process: - Lose Executive role if cease being Board member - Board can change Executive appointments - Same protections as Board members Other Exits: - End of Board term - Board restructure	Removal Process: - Board discretion - No formal process required - Immediate termination possible Other Exits: - Project completion - Next AGM - Purpose fulfilled

Schedule 4 – Member rights and obligations and Board Member duties

A. *Voting Members Rights and Obligations:*

- (a) The rights of **Voting Members** include the following:
 - (i) All **Voting Members** have full voting rights at **General Meetings**, are including in quorum and are eligible for **Board** membership, provided they fulfil Members' obligations outlined in subclause (b) below;
 - (ii) All **Voting Members** may attend **General Meetings**, access **Society** services, receive communications, and request information in accordance with this **Constitution**.
 - (iii) **Voting Members** do not have any right, title or interest in the funds and other property of the Institute; and
 - (iv) **Voting Members** are not personally liable for any liabilities of the **Society**.
- (b) The obligations of **Voting Members** include to do the following:
 - (i) Provide and maintain current contact details;
 - (ii) Pay subscriptions and fees by due dates (if applicable);
 - (iii) Promote the interests and purposes of the **Society**;
 - (iv) Comply with this **Constitution** and **Society** policies; and
 - (v) Conduct themselves professionally and not bring the **Society** into disrepute.

B. *Board Member Duties:*

- (a) All **Board Members** must:
 - (i) Act in good faith in the **Society's** best interests;
 - (ii) Exercise powers for proper purposes;
 - (iii) Not contravene the **Act** or **Constitution**;
 - (iv) Exercise reasonable care and diligence considering their role and circumstances;
 - (v) Not creating substantial risk of serious loss to the **Society** or creditors; and
 - (vi) Only agree to obligations the **Society** can reasonably perform.
- (b) **Executive Officers** have additional duties:
 - (i) **Chair**: Lead the **Board**, chair meetings, provide strategic leadership;
 - (ii) **Deputy Chair**: Deputise in the absence of the **Chair** to lead the **Board**, chair meetings, provide strategic leadership;
 - (iii) **Treasurer**: Oversee finances, present reports, maintain financial controls; and
 - (iv) The duties of additional **Executive Officers** will be decided by the **Chair** and the **Deputy Chair**.
- (c) The **Board** may appoint someone with sufficient training, preferably a trained company secretary as the Secretary to maintain records, handle correspondence, support governance. The Secretary may or may not be a **Board Member**.
- (d) **Board Members** disqualification criteria include being:

- (i) Under 18 years of age;
- (ii) Undischarged bankrupt;
- (iii) Prohibited from being company director under relevant legislation;
- (iv) Disqualified from charitable entity governance under Charities Act;
- (v) Convicted within 7 years of crimes involving dishonesty, tax offences, money laundering, or similar offences; or
- (vi) Subject to relevant banning or property management orders.

Schedule 5 – Conflict of Interest Policy

Here at **NZ GEN Economics Network Incorporated** we take conflicts of interest seriously. Our conflict of interest policy is modelled on the Incorporated Societies Act 2022, and sets out what **Officers** of our **Society** need to do when they are interested in a matter.

The purpose of this conflict of interest policy is to be clear in order to ensure:

- Decisions made are in the best interest of our **Society** when contemplating entering into a transaction, contract or arrangement that might benefit the private or personal interests of the decision maker;
- The governing group and decision makers act at all times in the best interest of our **Society**;
- People do not directly or indirectly receive any profit from their position;
- Any financial interest is disclosed; and
- People do not use their position to obtain information to achieve financial benefit for themselves or another close family member. Family includes anyone related by blood, marriage or domestic partnership.

A. When an Officer has interest in a matter

- (a) A matter is our **Society's** performance of its activities or exercise of its powers, or a transaction made or entered into, or proposed to be entered into, by our **Society**.
- (b) An **Officer** is interested in a matter if they or one of their relatives may obtain a financial benefit from the matter. Here, relatives include the **Officer's** spouse, civil union partner, de facto partner, child, parent, grandparent, grandchild, sibling, nephew, niece, uncle, aunt, or first cousin.
- (c) An **Officer** is also interested in a matter where they have a financial interest in a person to whom the matter relates, or they are a partner, director, officer, board member, or trustee of a person who may have a financial interest in a person to whom the matter relates.
- (d) Lastly, an **Officer** is interested in a matter because our **Constitution** so provides.
- (e) However, an **Officer** is not interested in a matter:
 - (i) simply because they receive indemnity, insurance cover, remuneration, or other benefits authorised under the Incorporated Societies Act 2022; or
 - (ii) if the **Officer's** interest is the same or substantially the same as the benefit or interest of all or most other **Members** of the **Society** due to their membership; or
 - (iii) if the **Officer's** interest is so remote or insignificant that it cannot reasonably be regarded as likely to influence the **Officer** in carrying out their responsibilities under the Incorporated Societies Act 2022 or our **Constitution**; or
 - (iv) the **Officer's** interest is of the kind specified in our **Constitution** as meaning the **Officer** is not interested in a matter, if any such provision is made in our **Constitution**.

B. Duty of disclosure

- (a) If an **Officer** is interested in a matter according to the criteria set out above, that **Officer** must disclose the details of the nature and extent of the interest (including any monetary value of the interest if it can be quantified) to the **Board** and in an interests register kept by the **Board**. This disclosure must be made as soon as practicable after the **Officer** becomes aware that they are interested in the matter.

C. *The interests register*

- (a) The **Board** must keep and maintain a register of disclosures made by **Officers** according to their duty of disclosure set out above. An **Officer** of our **Society** may inspect the interests register at any reasonable time.

D. *Consequences of being interested in a matter*

- (a) An **Officer** who is interested in a matter relating to our **Society**:
 - (i) must not vote or take part in a decision of the **Board** relating to the matter; and
 - (ii) must not sign any document relating to the entry into a transaction or the initiation of the matter; but
 - (iii) may take part in any discussion of the **Board** relating to the matter and be present at the time of the decision of the **Board** (unless the **Board** decides otherwise).
- (b) An **Officer** who is prevented from voting on a matter as set out above may still be counted for the purposes of determining whether there is a quorum at any meeting at which the matter is considered.
- (c) Paragraphs (a) and (b) do not apply to an interested **Officer** in relation to a particular matter if all other members of the **Board** who are not interested in that matter consent to the **Officer** acting as referred to in paragraphs (a) and (b). Despite this, if fifty percent (50%) or more of the **Board** are prevented from voting on the matter under paragraphs (a) to (c), a **Special General Meeting** of our **Society** must be called to consider and determine the matter.

E. *Meetings*

- (a) At the beginning of every **Board** meeting, conflicts of interest will be declared that relate to the agenda items for discussion.
- (b) The minutes of meetings will record all disclosures and declarations of conflict of interest. This should include: the type of conflict of interest and who is affected, whether the conflict of interest was declared in advance (new conflicts of interest will be added to the conflict of interest register); a summary of the discussion and how it was ensured that decisions were made in the **Society's** best interest, including anyone that withdrew from the discussion and decision making.

F. *Notice to Members in certain circumstances*

- (a) The **Board** must, in the manner prescribed by the Incorporated Societies Regulations (if any), notify the Members of our **Society** of any failure to comply with the duty of disclosure or the consequences of being interested in a matter, and any transactions affected, as soon as practicable after becoming aware of the failure.
- (b) Failure to comply with the duty of disclosure or consequences of being interested in a matter does not affect the validity of an act or a matter.

G. *Avoidance of transactions*

- (a) A transaction entered into by the **Society** in which an **Officer** of the **Society** is interested may be avoided by the **Society** at any time before the expiry of three (3) months after **Written Notice** is given to Members as set out in section 6 above.
- (b) However, a transaction cannot be avoided if the **Society** receives fair value under it. Whether our **Society** receives fair value under a transaction is determined on the basis of the information known

to our **Society** and to the interested **Officer** at the time the transaction is entered into. If a transaction is entered into by our **Society** in the ordinary course of its activities and on usual terms and conditions, our **Society** is presumed to receive fair value under the transaction. The person looking to uphold the transaction and who knew or ought to have known about the **Officer's** interest at the time the transaction was entered into needs to establish fair value. In any other case, our **Society** needs to establish that it did not receive fair value.

- (c) A transaction in which an **Officer** is interested can only be avoided on the ground of the **Officer's** interest and in accordance with this procedure.
- (d) The avoidance of a transaction does not affect the title or interest of a person to or in a property that the person has acquired if the property was acquired:
 - (i) from a person other than our **Society**; and
 - (ii) for valuable consideration; and
 - (iii) without knowledge of the circumstances of the transaction under which the person referred to in paragraph (a) acquired the property from our **Society**.
- (e) Application of policy in case of certain payments, indemnities given, or insurance provided
- (f) The duty of disclosure, consequences of being interested in a matter and avoidance of transaction do not apply in relation to:
 - (i) a salary, wages, or other payment paid to an **Officer** or contractors as referred to in section 24(1)(h) of the Incorporated Societies Act 2022; or
 - (ii) an indemnity given or insurance provided in accordance with subpart 6 of the Incorporated Societies Act 2022.

Interests Register

Date of entry	Name of Officer	Matter	Nature and extent of interests	Monetary value of interest (if quantifiable)	Disclosed at AGM

Policy on GEN Training Course Benefits for Board Members and Volunteer Contributors

Purpose

This policy governs the allocation of complimentary GEN- offered training course places to recognise contributions from the **Society's Board Members** and organisations providing volunteer trainers.

Scope

This policy supplements the **Society's** Conflict of Interest Policy and applies to:

- The **Society's** current **Board Members**.
- Organisations providing volunteer trainers (hereinafter referred as "contributing organisations").
- Organisations contributing staff time (hereinafter referred as "contributing organisations").

Policy Provisions

1. Eligibility and Allocation

- **Board Members** may access one complimentary training course offered by the **Society** within twelve (12) months following the completion of a minimum **Board** term of twelve (12) months.
- Contributing organisations providing volunteer trainers and/or hosting training courses may access up to a maximum of five (5) places in complimentary training course offered by the **Society** per organisation per financial year PROVIDED THAT the volunteer trainer notifies the **Board** or **Secretary** at least one (1) month before the proposed course is due to take place.

2. Restrictions and Safeguards

- Benefits under this policy are non-transferable and non-monetary.
- Recipients must disclose their organisation's volunteer contribution when registering.

3. Administration of benefits allocated

GEN will maintain register of volunteer hours contributed, document all complimentary places allocated and include such information in the Annual report to **Board**.

GEN training chair must approve (in writing) organisational allocations. The GEN **Board Chair** must approve (in writing) post-service benefits for **Board** members.

4. Renewal of policy

This policy will be reviewed every three years by an independent sub-committee, to be set up by the **Board**.

Effective Date: 5 March 2026

Next Review: 5 March 2029

Schedule 6 – Access to Information for Members

- (a) A **Member** may request access in writing to, and update or correct, their own information on the Register, but a **Member** does not, by virtue of their membership, have any right of access to any other **Member's** information on the Register without the other **Member's** express consent.
- (b) The **Society** must within reasonable time provide information, agree to provide it (with or without charge), or refuse with reasons. Valid refusal grounds include:
 - (i) Privacy protection,
 - (ii) Commercial confidentiality,
 - (iii) Legal privilege,
 - (iv) Disproportionate burden,
 - (v) Frivolous/vexatious requests,
 - (vi) Information not relevant to **Society** affairs,
 - (vii) Would breach other legislation, and
 - (viii) Pending decisions where disclosure would prejudice effective deliberation or decision-making.