



TE TIRA AHU PAE
HEI HĀPAI WHAKAMANA
Massey Students' Association

Te Tira Ahu Pae

BOARD PACK

for

June Board Meeting - Part I

Thursday, 27 June 2024

1:00 pm (NZST)

Held at:

Online via Microsoft Teams

<link to meeting>

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AGENDA

JUNE BOARD MEETING - PART I



TE TIRA AHU PAE
HEI HĀPAI WHAKAMANA
Massey Students' Association

Name:	Te Tira Ahu Pae
Date:	Thursday, 27 June 2024
Time:	1:00 pm to 2:00 pm (NZST)
Location:	Online via Microsoft Teams, <link to meeting>
Board Members:	Hennessey Wilson (Chair), Anushika Prasad, Cameron Taylor, Flynn O'Hallahan, Micah Geiringer, Shayne Sullivan, Wesley Peters
Attendees:	Arapera Taiapa-Johnson, Wendy Carr

1. KARAKIA & WELCOME

1.1 Opening Meeting

2. FOR BUSINESS

2.1 Farewell & Thank You for Outgoing Board Member.

Hennessey Wilson

Motion: to accept the resignation of Te Kakenga Kawiti-Bishara as Kaiwhakahaere o Pāmamao.

2.2 Apologies

Hennessey Wilson

2.3 Confirm Minutes - Friday 31st May 2024

Hennessey Wilson

Confirmation to accept the minutes from Part I of the Board Meeting held on Friday 31st May 2024

Supporting Documents:

2.3.a Minutes : May Board Meeting - Part I - 31 May 2024

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2.4 Matters Arising

Hennessey Wilson

Matters Arising from the minutes of the previous meeting.

- 14/06/2024: Request by JA to amend the motion from Agenda Item #12.

2.5 Correspondence

Hennessey Wilson

2.6 Disclosure of Interest

Hennessey Wilson

3. FOR DECISION

3.1 Summarised Financial Report - Te Tira Ahu Pae & MUSA for May 2024

Wendy Carr

Motion: That Te Tira Ahu Pae Board approve the Financial Report for Te Tira Ahu Pae and MUSA for May 2024.

This item will also be discussed (in-detail) in Part II of today's meeting.

Supporting Documents:

3.1.a	Updated 24.06.24 TTAP Finance Sub-committee - Board Part 1 - May 2024.pdf	20
3.1.b	Updated 24.06.24 MUSA Finance Sub-committee - Board Part 1 - May 2024.pdf	21

3.2 Approval of Man Ting Wong Crockett listed as Officer on Charities Registers

Wendy Carr

Board to approve Man Ting Wong Crockett (Rosetina Crockett), Finance Manager to be listed as an Officer of Te Tira Ahu Pae and MUSA on the Charities Register due to bank requirements that have changed in 2024.

Motion: that the Te Tira Ahu Pae Board approve for Man Ting Wong Crockett (Rosetina Crockett) become an Officer of Te Tira Ahu Pae and Massey University Students' Association (MUSA) to allow her access to full signatory and administration access for both entities banking functions.

3.3 General Manager's - Operations Report

Wendy Carr

Motion: That Te Tira Ahu Pae Board approve the General Manager's report for May 2024

3.4 Policy Review - Massey Governance Appointment Policy

Wendy Carr

Supporting Documents:

3.4.a	Massey Governance Appointment Supporting Document.docx	22
3.4.b	Massey Governance Appointment Policy -DRAFT.docx	29

3.5 Te Tira Ahu Pae's Stance for Palestine

Hennessey Wilson

Supporting Documents:

3.5.a	Indigenous solidarity stance - board agenda item.pdf	33
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3.6 SGM Date Decision for Semester 2 & Content Discussion

Hennessey Wilson

Board to decide on a SGM date, to be held in Semester 2 of 2024.

Agreed Date(s)	Key SGM Event(s)
[Board's agreed date = _____]	Te Tira Ahu Pae SGM 2024
<i>14 clear days before SGM (Rule 10.6)</i>	Announcing the SGM to the student body
<i>21 clear days before SGM (Rule 10.4(b))</i>	Agenda request by members due

Supporting Documents:

3.6.a Te Tira Ahu Pae Constitution (Signed) (1).pdf

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4. FOR DISCUSSION

4.1 General Business

Hennessey Wilson

5. Close Meeting

5.1 Close the meeting

Next meeting: No date for the next meeting has been set.

MINUTES (in Review)

MAY BOARD MEETING - PART I



TE TIRA AHU PAE
HEI HĀPAI WHAKAMANA
Massey Students' Association

Name:	Te Tira Ahu Pae
Date:	Friday, 31 May 2024
Time:	1:00 pm to 2:22 pm (NZST)
Location:	Online via Microsoft Teams, <link to meeting>
Board Members:	Hennessey Wilson (Chair), Cameron Taylor, Wesley Peters, Flynn O'Hallahan, Shayne Sullivan, Te Kakenga Kawiti-Bishara, Micah Geiringer, Anushika Prasad
Attendees:	Wendy Carr, Arapera Taiapa-Johnson

1. KARAKIA & WELCOME

1.1 Opening Meeting

All attended. Meeting opened at 1:01pm by **WP** with a karakia.

2. FOR BUSINESS

2.1 Apologies

No apologies stated.

2.2 Confirm Minutes - Friday 3rd May 2024

(PART I) April Board Meeting 3 May 2024, the minutes were confirmed as presented.

CT takes minutes as read.



Ratified minutes

Remove watermark & upload ratified minutes in a secure location

Due Date: 27 Jun 2024

Owner: Arapera Taiapa-Johnson

2.3 Correspondence

No correspondence stated.

2.4 Matters Arising & Disclosure of Interest

No matters raised.

3. FOR DECISION

3.1 Financial Report - TTAP & MUSA for April 2024

CT hands to **WP** to present financial statements.

WP states the Finance Subcommittee held their first meeting last week (21.05.24), Subcommittee members are **WP**, **HW**, **CT**, **FO**, **MG**, **AP** and **WC** and Rose Crockett (Finance Manager, **RC**) attend as staff members. States waiting for progress update for setting up Albany & Wellington Westpac bank accounts, JA to contact WC when accounts are progressed. MUSA Shop received additional funding as a sponsorship deal with Coca Cola. Considering cutting the budget initially set for Student Job Search (SJS).

CT agrees, states the discussion in the subcommittee meeting reached a consensus the budget set for SJS isn't necessary, as the members didn't see the value of our funding invested in SJS, stating the funds [\$17,913.00 remaining] can be better invested elsewhere.

HW agrees, states we'll still receive the same service output whether we pay their membership fee.

WC states for context, during COVID-19 Lockdown the association stopped paying fees to SJS but started paying again last year. States they see no output profit for the association, as SJS receive over 90% of their funds through the Ministry of Business to provide their services.

WP states the following areas in the Representation budget:

- Levies: Agreed [24.05.03 Board Meeting] to become members of NDSA & NZISA. Using NZUSA's Levy fee to cover these membership costs.
- Conference & Travel: Overspent this year, recommends increasing funding by \$7,000.00 to cover travel arrangements for cohort Presidents, national-based rep roles [Post Grad Rep & International Rep], and travel to national-based conferences [e.g. NZUSA, TMA, ETC.].

WP states they've involved in a project to establish another national Pasifika student's association, will provide an update to the Board within the next 2 weeks. States they recommend outlining a budget in the financial sheets.

Opened floor for questions, none were asked.

Summary of recommendations for the 2024 Budget review:

- Advocacy - Class Rep: reduce funding from [\$17,052.71 remaining] to \$12,000.00
- Clubs - "Other Events": reducing funding from [\$8,004.00] to \$4,000.00
- Representation - Events Expenses: noted "Needs to be transferred to Events"
- Representation - Travel & Conference: increasing funding by \$7,000.00 [overspent].
- Admin - Clothing: Leave as is for staff to purchase branded t-shirts [stock for each campus]
- [SJS] - not paying funds.
- Adding a Pasifika national association line in excel sheet.
- Recommendations decided by the Finance Subcommittee, outlined in the budget review sheet.



Financial Report - TTAP & MUSA for April 2024

Motion: That Te Tira Ahu Pae Board approve the Financial Report for Te Tira Ahu Pae and MUSA for April 2024

- Seconded by **MG**.

Consensus achieved.

Motion: To accept the changes to the 2024 Te Tira Ahu Pae Budget, as per the Finance Subcommittee's recommendations.

- Seconded by **FO**.

Consensus achieved.

Decision Date: 31 May 2024
Mover: Wesley Peters
Outcome: Approved



Budget review outcome

Present budget review decision of recommendations to the Finance Team

Due Date: 27 Jun 2024
Owner: Wendy Carr



Update on National Pasifika Students Association

Provide an update to the Board regarding progress in National Pasifika Students Association

Due Date: 31 Jul 2024
Owner: Wesley Peters

3.2 General Manager's - Operations Report

WC apologises to the Board, as they didn't prepare a written document for the GM report but will discuss the matter in-detail during Part II of today's meeting.

WC provides an overview summary on the Operational staff output work so far:

- Events: Huge workload right now as they're progressing their plans for Re O-Week, as well as holding events throughout May.
- Communications & Marketing, Design: Kara Glasgow-Keene (Designer, KG) & Cecilia Li (Communications & Marketing Coordinator, CL) working together outputting media statements, better working relationship with reps for media.
- Otherwise, is business as usual.

WC states they'd like to discuss at the next Board Meeting regarding what members would like to see in the Operations report.



General Manager's - Operations Report

Motion: That Te Tira Ahu Pae Board approve the General Manager's report for April 2024

Decision was made to move this discussion into Part II of today's meeting.

Decision Date: 31 May 2024
Outcome: Not Approved



Expectations of Operations report.

What would the Board like to see in the GM / Operations report?

Due Date: 27 Jun 2024
Owner: Wendy Carr

3.3 Policy Review - Board Meeting Observer Policy

There is currently no Policy Subcommittee set for this year. **HW** states they've contacted **TK & SS** for expression of interest to join.

- **TK** states their expression of interest to join.

CT states there are minor changes to this policy, opens the floor for discussion.

FO asked how the agenda process works. **WC** states all agenda enquires are sent to **ATJ**, who collates the agenda for **HW** [Chair] and **WC** to approve and publish.

No other questions were asked.



Policy Review - Board Meeting Observer Policy

Motion: That Te Tira Ahu Pae Board approve the amendments to Te Tira Ahu Pae Board Meeting Observer Policy.

Consensus achieved.

Decision Date: 31 May 2024
Mover: Cameron Taylor
Second: Te Kakenga Kawiti-Bishara
Outcome: Approved



Update Observer policy

Update policy & replace older versions, were needed.

Due Date: 27 Jun 2024
Owner: Arapera Taiapa-Johnson



Setup Policy Subcommittee

Gather expression of interest from Board members to join Policy subcommittee:

Current members: HW, CT, WP, FO.

Expressed interest: TK.

Can't be in SC (due to being in Finance SC): MG, AP.

Due Date: 27 Jun 2024
Owner: Arapera Taiapa-Johnson

3.4 Policy Review - Finance Manual

WC states there's 1 minor amendment needed, as it was noticed by our auditor. Need to add MUSA for Asset Registers outlined in the policy.

Opens the floor for discussion. None were stated.



Policy Review - Finance Manual

Motion: That Te Tira Ahu Pae Board approve the amendments to Te Tira Ahu Pae Finance Manual Policy.

Consensus achieved.

Decision Date: 31 May 2024
Mover: Wesley Peters
Outcome: Approved

3.5 Approve Clubs for Affiliations for 2024

CT states **JA** submitted new clubs for affiliations, the motion outlining listed clubs were updated since yesterday.

Opens floor for discussion, none were stated.



Approve Clubs for Affiliations for 2024

Motion: That the Te Tira Ahu Pae board confirm the affiliation to Te Tira Ahu Pae of the below listed clubs. Affiliation is to be ongoing provided a compliant affiliation application is provided to Te Tira Ahu Pae by the renewal date of 30 April each year, and providing no recommendation has been received that they be disaffiliated.

- MUA AMESS
- MUA Badminton Club
- MUA Chess Club
- MUA Chinese Christian Fellowship
- MUA Gardening Club
- MUA Grappling Club
- MUA Indian Association
- MUA Investment Club
- MUA Massey Ultimate Frisbee Club
- MUA Tabletop Club
- MUA Women in Economics and Finance
- MU Distance Gaming Club
- MUD Distance Programming Club
- MUM African Students' Club
- MUM Alpine Club
- MUM Anime Society
- MUM Badminton Club - MUMBC
- MUM Cloven Hoof Appreciation Club
- MUM DiverseMinds@MasseyManawatū
- MUM Fire and Circus
- MUM Futsal Club
- MUM Grappling Club
- MUM Hockey Club
- MUM Horticulture Society
- MUM Hunting and Fishing Club
- MUM International Postgraduate and Mature Students' Club
- MUM Iranian Students
- MUM Massey Student Wildlife and Conservation Club (MSWCC)
- MUM Massey University Christian Fellowship (MUCF)
- MUM Massey University Equine Club
- MUM Massey Young Farmers Club
- MUM Melanesian Islands Students Association
- MUM Netball Club
- MUM Palmerston North Chinese Student and Scholar Association (PNCSSA)
- MUM Photography Club
- MUM PPI Palmerston North (Indonesian Student Society)
- MUM Massey University Rugby Football Club (Under special consideration for the opportunities that are awarded to student members of the club and in recognition of alumni support in club continuity.)
- MUM Squash Club
- MUM Sri Lankan Association
- MUM Student Veterinary Business Society
- MUM Student Veterinary Emergency & Critical Care Society (Massey SVECCS)
- MUM Surf Snow Skate Club
- MUM Tabletop Society
- MUM Techensoc
- MUM Ultimate Frisbee Club
- MUM UniQ
- MUM Vision Young Adults
- MUM Viva Choir Club

- MUM Volleyball Club
- (MUWCC) Massey University Wellington Creatives Club
- Contrast at MUW
- MUW Drama Club
- MUW UniQ
- MUM FAMUS (Filipino Association)
- MUM Dance Club
- MUW Earthworms Club

Consensus achieved.

Motion: That the Te Tira Ahu Pae board confirm the temporary affiliation to Te Tira Ahu Pae of the below listed clubs until 31 July 24. Provided that the conditions set are met, affiliation is then to be ongoing provided a compliant affiliation application is provided to Te Tira Ahu Pae by the renewal date of 30 April each year, and providing no recommendation has been received that they be disaffiliated. If the conditions are not met, affiliation will cease as at 31 July 24.

- MUA Academic Toastmasters Club - *Conditional on supply of asset list by 31 July 24*
- MUA Massey University Muslim Students Association - *Conditional on attendance at semester 2 clubs' day and supply of compliant membership list by 31 July 24*
- MUA Aerial Arts - *Conditional on holding an SGM and electing a minimum of 2 current students to committee (currently all alumni) by 31 July 24*
- MUA Chinese student association - *Conditional on asset register being supplied by 31 July 24*
- MUA TSCF - *Conditional on supply of compliant membership list by 31 July 24*
- MUA Fencing Federation - *Conditional on asset register being supplied by 31 July 24*
- MUA Table Tennis Club - *Conditional on attendance at semester 2 clubs' day and SGM to be held to elect 2 current students committee - currently all alumni. Documents due by 31 July 24*
- MUM Massey University Veterinary Students Association (MUVSA) - *Conditional on supply of compliant membership list by 31 July 24*
- MUM Muslim Society - *Conditional on supply of compliant membership list by 31 July 24*

Consensus achieved.

Decision Date: 31 May 2024
Mover: Cameron Taylor
Seconder: Micah Geiringer
Outcome: Approved



Approved affiliations to JA

Relay approved affiliations to JA

Due Date: 5 Jul 2024
Owner: Wendy Carr

3.6 Proposal to increase hours for 10-hour per week Board Member(s) reps

HW states they put this proposal for the Board's consideration. States they consulted with the 10-hour Board member(s) representatives [**TK**, **SS**, **MG**, **AP**]. Opens floor for discussions and questions.

FO asked they'd like to hear from **TK**, **SS**, **MG**, **AP** regarding this proposal.

TK states they tentatively support the proposal. Asks the Board how to hold accountability for the expectations set out for the reps if this motion was passed, asking what the work expectation is for attending Board Meetings and Subcommittee meetings.

WC states the Policy Subcommittee only meet when a policy is in review. States **ATJ** is working on a list of policies we have so far, this will be sent to members in the Policy Subcommittee for review and identifying gaps for the subcommittee to discuss. States they're currently working on a HR Handbook, still in the review phase with the SLT team, after the review is finalise will present the Policy to the Board for consideration.

HW states a new software for Board meetings, the Chair can monitor members who actually read through meeting agendas, to aid in accountability factor with members receiving more working hours. States **ATJ** will discuss this matter in agenda 4.2.

MG, AP & SS support the proposal. Questions were already address during the discussion.

WC states the motion outlines to provide an extra 2.5 hours per week, equals to 10 hours per month for each rep. States the funding to cover the extra hours will come out of reserves. Asks the Board with so many additional hours how much time members actually need to complete Board-related tasks, states the Board is ultimately responsible for governing the entire association.

MG states we're a democratic association, we can discuss with students [via consultation] on matters raised and decided in Board Meetings and collate feedback.

FO and WP states they support the proposal, just wanted to hear from the 10-hour student reps.

FO suggests amending the motion to approve the proposal temporarily until the end of the year.

HW agrees, states they're unsure to guarantee covering these funds in the following years.

MG states to potentially raise this matter at an SGM for members to vote to make this permanent.



Proposal to increase hours for 10-hour per week Board Member(s) reps

Motion: That the Te Tira Ahu Pae Board approves to increase the 10 hour per week Board members representatives to 12.5 hours per week. *

*** Motion amended:** as a temporary procedure until the 31st of December 2024.

Consensus achieved.

Decision Date: 31 May 2024
Mover: Cameron Taylor
Seconder: Wesley Peters
Outcome: Approved



Policy List for Policy Subcommittee

Send policy list to Policy Subcommittee

Due Date: 27 Jun 2024
Owner: Arapera Taiapa-Johnson

3.7 Updating Beneficiary Owners for Westpac Banking Accounts

WC states this motion was approved at the last Board meeting. States with Catherine McLean (**CM**) leaving, decided to add themselves and Lucas Iles' (Pukeahu Clubs' & Events Coordinator, **LI**) as signatories. States when replacement for **CM's** role is recruited, they'll replace **WC** as signatory.



Updating Beneficiary Owners for Westpac Banking Accounts

Motion: That the Te Tira Ahu Pae Board authorises the establishment of a bank account for Te Tira Ahu Pae with Westpac. Due to the resignation of Catherine McLean, effective control of this account and club accounts opened up under it is now delegated by Te Tira Ahu Pae to;

- Wendy Carr – General Manager,
- Jacqueline Adams – Operations Manager,
- Ryan Olivier – Clubs' and Events Coordinator Auckland,
- ~~Lucas Iles – Clubs' and Events Coordinator Wellington.~~ => **LI sent in their resignation on Friday 14th June, requested by JA to be removed from the motion.**

Consensus achieved.

Decision Date: 31 May 2024
Mover: Cameron Taylor
Seconder: Flynn O'Hallahan
Outcome: Approved



Approved signatories for JA

Relay approved bank signatories to JA.

Due Date: 5 Jul 2024
Owner: Wendy Carr

3.8 Board Meeting minutes & future meeting agendas uploaded to our website

WC states now that we've ratified the Board Meeting Observer policy, we can decide on uploading our Part I meeting content on our website:

- Future meetings on event calendar page
- Meeting agendas (for part I) + supporting documents
- Meeting minutes (when approved by the Board)

TK asks **ATJ** around social media content to advertise future board meetings. **WC** states **KG & CL** will work on this content.



Consensus to upload Part I Board Meeting Content to our website

Consensus reached in the Board to upload Part I Board Meeting Content to our website.

Decision Date: 31 May 2024
Outcome: Approved



Part I Board meeting details on our website

Coordinate with **KG & CL** to upload Part I Board meeting details to website

Due Date: 27 Jun 2024
Owner: Arapera Taiapa-Johnson

4. FOR DISCUSSION

4.1 AGM Debrief Discussion - SGM Discussion for Semester 2

CT opens the floor for members feedback on the AGM held yesterday.

FO states not many distance students attended, states general online events targeted to distance students involves some form of bribe to attend.

WP states they felt nervous delivering the cohort report, as it was their first time doing so. States would've preferred to deliver the report with **SF**. States overall it was good hearing the other cohort reports too.

HW asked **ATJ** on attendance figures. **ATJ** states from the attendance form results, 69 students attended the AGM:

Campus location	# Students
Ōteihā - Albany	5
Manawatū - Palmerston North	18
Pukeahu - Wellington	37
Pāmamao - Distance	9
Total	69

WC states [in the Board Manual] it is the Board's responsibility to organise general meetings, staff can assist but it is not their role to organise these types of events. States the Board needs to reach a consensus on a set week every year to hold these general meetings regularly to facilitate future meetings on time.

MG raised the issue of being selective on Constitutional rules to adhere to and others we're not adhering to. States they acknowledge the structure is still in progress. States the lead up to the AGM lacked communication and organisation.

TK states they watched the recording, states it was a learning experience to know what to do when planning the upcoming SGM. States they're keen to assist planning process, suggested to potentially run a meeting via a wānanga approach.

CT states were nervous as it was their first time Chairing a meeting. States not many Māori students attended due to the nation-wide protest.

AP agrees with **MG**, states the student reps need clear communication moving forward to plan future general meetings. States they think the meeting went well, relieved that we reached quorum to run the meeting.

FO states this meeting was a similar experience to last year's AGM regarding the lack of communication.

WC states regarding the wānanga approach for meetings, supports the idea and suggests organising among student reps to facilitate.

WC states from the last meeting, they suggested to hold the SGM in mid-August, and asks the Board for their input.

TK states to deliver communications & updates via social media and campaigns to attract students.



SGM Discussion Outcome

Consensus reached by the Board to discuss the SGM Content during Part II of today's meeting.

Decision Date: 31 May 2024



Decision on a set week every year to hold General Meetings

Assigned to ALL BOARD MEMBERS: Reach a consensus on a set week to hold an AGM every year.

Due Date: 30 Sept 2024

Owner: Hennessey Wilson



SGM consultation plans

Assigned to ALL BOARD MEMBERS:

- Organise among all reps to setup a meeting to discuss SGM content and proceedings.

- Idea from TK: have a wānanga approach to set up plans.

Due Date: 31 Jul 2024

Owner: Hennessey Wilson



SGM Date in Semester 2

Assigned to ALL BOARD MEMBERS: Reach a consensus on a date to hold an SGM in semester 2.

- WC suggested to hold an SGM in mid-August

Due Date: 31 Jul 2024

Owner: Hennessey Wilson

4.2 BoardPro Overview for Board Meetings

ATJ states a brief overview of Board Pro, beneficial for organising the different Board Meetings:

- **Administration:** Can easily set up Board & Subcommittee meetings, each meeting having an overview meeting page to complete details (e.g. attendance [for members + other observers], meeting agenda, minutes taking & notifying members of these meetings).
- **Chair:** Can oversee members using the platform, and review access for each meeting's agenda + minutes, prior to publishing to the wider Board.
- **Board member users:** All agenda + supporting documents are streamlined in an interactive PDF reader view [Board Pack]. Can add notes in their Board Pack and share their notes with other members, mark each document as read. Can vote during meetings on motions & send meeting reports on outstanding agenda items, as per the Chair's delegation.
- **Other users (staff or reps):** Can provide restricted access (depending on who the user is) to view certain documents and attending meeting(s).
- **Observers:** Can provide restricted access to attend meetings and view the meeting's agenda

ATJ states the platform's features for Administration saves time on collating the agendas and writing minutes for the Board. The notification features allow easy communication and reminder notifications to Board members. Folders features can easily organise our archive and current ratified Policies and other important documents. Chair can easily see who is reading the meeting materials and hold members accountable.

ATJ states with the subscription, we can attend 2x 30min training session online. 1x training for administration, 1x training for Board Members. States they'll contact Board members after exams, for availability to attend the second training session.

Consensus by the Board supporting use of BoardPro.



Availability to attend BoardPro training session

After exams, get availability from board members to attend a training session for BoardPro.

Due Date: 27 Jun 2024

Owner: Arapera Taiapa-Johnson

4.3 General Business

Te Tira Ahu Pae's Stance on Palestine: Matter raised by a student at the AGM - discussion raised by MG.

CT states for context, Romany Tasker-Poland (Wellington Student Rep, **RP**) sent an email to the Board yesterday regarding the comment raised at the AGM around Te Tira Ahu Pae's stance on Palestine. States they're unsure on our Constitutional strains to determine our stance.

WC states it's up to the Board to decide on Te Tira Ahu Pae's stance.

MG states they have no issues regarding the motion proposed to the Board. States we can communicate with students the timeframe to submit agenda requests.

WC states for the Board, the decision to now have a stance will go against the decision made by the Board last year [23.12.07 and 23.12.15 Board Meetings], which stated we can't make a public stance unless the reps have consulted with their student bodies on their recommendations. States we also represent students who are from Israel, states the case raised by Israeli students last year [refer to the Dec-2023 minutes for context].

MG states the on-going issue raised regarding lack of communication to student reps, resulting in lack of general student consultations to discuss these matters.

WC states the outstanding consultation plans the remaining cohorts [General & Pasifika] still need to submit to the Board for ratifying.

Comment raised to run campus-based consultations to raise matters affecting local students.

TK states regarding consultation to students, asks how to deliver student matters around sensitive topics [such as the stance for Palestine] and what the next steps are to raise students' feedback from consultations. Do we as student reps provide that context or just listen to student feedback.

CT states you can add those matters as an agenda item in consultations, such as Hui-Ā-Mārama.

FO states they'd like a consensus on Te Tira Ahu Pae's stance for Palestine, and how far to go with the stance. Asks if we'll consider the stance on behalf of the association overall or consult via cohort or via campus to represent those demographics' stance.

WC acknowledges it's a big topic to reach a decision for moving forward. States if there's support from all cohorts regarding this stance, we can plan an association wide survey.

FO states they'd prefer to run cohort-based consultations instead of campus-based. States a lot of the pushback around certain discussions do come from a vocal minority.

MG states they've been discussing with **RP** to organise a focus/working group of students who are consulted on various student-related topics, to gather student feedback through this group to relay to the Board.

TK states it's a good idea to setup a student group/forum.

CT states at this point it looks like we're not reaching a decision on our stance for Palestine. Suggests taking this item to the *next Board Meeting*.

SS states they're generally hesitant regarding these situations as it can create backlash quickly. States they'd prefer to have a rōpuu [cohort group] level stance.

MG requests to **ATJ** to set an action point for them to *setup a student working group with RP*.

WP agrees with **SS**, states to wait until each cohort reaches a consensus with their student bodies before making an association-wide stance.

AP agrees, relaying the students' feedback before making an association-wide stance shows unity among our cohorts and students overall.



Te Tira Ahu Pae's Stance on Palestine

Decision was made by the Board to move this discussion item to the next Board Meeting [held on Thursday 27th June].

Decision Date: 31 May 2024



General consultation plan for the rest of 2024

Assigned to **HW & FO**:

- Consult with your cohort student reps on a consultation plan for semester 2.
- Consult your agreed plans with the Representation Manager [RT].

- Prepare the plans for the Board to ratify.

Due Date: 31 Jul 2024

Owner: Hennessey Wilson



Pasifika consultation plan for the rest of 2024

Assigned to **WP & AP**:

- Consult with your cohort student reps on a consultation plan for semester 2.
- Consult your agreed plans with the Representation Manager [RT].
- Prepare the plans for the Board to ratify.

Due Date: 31 Jul 2024

Owner: Wesley Peters



Consultation on Palestine Stance

Assigned to **ALL BOARD MEMBERS**:

- Consult with your student body around their stance for Palestine as a cohort.

Due Date: 31 Jul 2024

Owner: Hennessey Wilson



Move "Stance for Palestine" item to the next Board Meeting

Move "Stance for Palestine" item to the next Board Meeting, Thursday 27th June.

Due Date: 27 Jun 2024

Owner: Arapera Taiapa-Johnson



Setup a student working group with Romany

Setup a student working group with Romany.

Report back to the Board on progress.

Due Date: 31 Aug 2024

Owner: Micah Geiringer

IT Policy - matter raised by FO

FO states the ongoing issues regarding the use of Microsoft via browser [instead of desktop version] to conduct their work via online. States they raised the matter with **JA**, but both reached a disagreement on resolving the matter. States they think this area of the Policy is unnecessary and doesn't see how it benefits data security. States they'd also like **JA** comments on this matter.

The IT Policy states; Standard Operating Procedure (SOP) clause 2.c. "Online licences only will be permitted on BYOD devices..."

WC states the IT Policy was created based on the advice from their IT provider. States the fees are higher for users on the desktop apps than the browser version, hence why it's stated to use the browser version for BYOD devices.

TK agrees with **FO**, states they also struggle using the browser version of Microsoft on their Mac device, states they're currently using their phone app.

WC states they'd need to implement the 2 factor authenticator apps, states as student rep roles roll over every year, it's easier on the administration side to change access on accounts. Asks **TK** to bring their device next time they're on campus to help resolve the issue of accessing Microsoft.

FO states the only amendment request is to remove the outlined sentence. Asks how we can progress? **WC** asks **FO** to forward their conversation email with **JA**, suggested to setup a Policy Subcommittee.

**Motion to exempt FO from the IT policy**

Motion moved for Te Tira Ahu Pae Board to accept Flynn O'Hallahan as an exception to the *IT Policy; Standard Operating Procedure (SOP) clause 2.c. "Online licences only will be permitted on BYOD devices..."* to be allowed access to the desktop licence version, until the following Board Meeting.

Consensus achieved.

Decision Date: 31 May 2024
Mover: Cameron Taylor
Seconded: Micah Geiringer
Outcome: Approved

**IT Policy review**

[When Policy Subcommittee is established] add this review to the agenda.

Due Date: 27 Jun 2024
Owner: Wendy Carr

5. Close Meeting**5.1 Close the meeting**

Next meeting: June Board Meeting - Part I - 27 Jun 2024, 1:00 pm

New Actions raised in this meeting

Item	Action Title	Owner
2.2	Ratified minutes Due Date: 27 Jun 2024	Arapera Taiapa-Johnson
3.1	Budget review outcome Due Date: 27 Jun 2024	Wendy Carr
3.1	Update on National Pasifika Students Association Due Date: 31 Jul 2024	Wesley Peters
3.2	Expectations of Operations report. Due Date: 27 Jun 2024	Wendy Carr
3.3	Update Observer policy Due Date: 27 Jun 2024	Arapera Taiapa-Johnson
3.3	Setup Policy Subcommittee Due Date: 27 Jun 2024	Arapera Taiapa-Johnson
3.5	Approved affiliations to JA Due Date: 5 Jul 2024	Wendy Carr
3.6	Policy List for Policy Subcommittee Due Date: 27 Jun 2024	Arapera Taiapa-Johnson
3.7	Approved signatories for JA Due Date: 5 Jul 2024	Wendy Carr
3.8	Part I Board meeting details on our website Due Date: 27 Jun 2024	Arapera Taiapa-Johnson
4.1	Decision on a set week every year to hold General Meetings Due Date: 30 Sept 2024	Hennessey Wilson
4.1	SGM consultation plans Due Date: 31 Jul 2024	Hennessey Wilson
4.1	SGM Date in Semester 2 Due Date: 31 Jul 2024	Hennessey Wilson
4.2	Availability to attend BoardPro training session Due Date: 27 Jun 2024	Arapera Taiapa-Johnson

Item	Action Title	Owner
4.3	General consultation plan for the rest of 2024 Due Date: 31 Jul 2024	Hennessey Wilson
4.3	Pasifika consultation plan for the rest of 2024 Due Date: 31 Jul 2024	Wesley Peters
4.3	Consultation on Palestine Stance Due Date: 31 Jul 2024	Hennessey Wilson
4.3	Move "Stance for Palestine" item to the next Board Meeting Due Date: 27 Jun 2024	Arapera Taiapa-Johnson
4.3	Setup a student working group with Romany Due Date: 31 Aug 2024	Micah Geiringer
4.3	IT Policy review Due Date: 27 Jun 2024	Wendy Carr

14/06/24: LI handed in their resignation letter; JA requested to remove LI from the ***motion in Agenda Item 3.7 - Updating Beneficiary Owners for Westpac Banking Accounts.***

Signature: _____

Date: _____

	Jan - May Actual Total	Jan - May Budget Total	Jan - May Variance	Budget YTD Total
Overall	30,790	-124,342	155,132	-228,704
<u>Department:</u>				
Administration	55,553	-4,520	60,073	48,697
Advocacy	78,525	8,749	69,776	-14,000
Clubs	8,384	-278	8,662	-12,900
Events	-59,051	-46,410	-12,641	-62,320
Kaihapai	-13,785	-34,252	20,467	-85,675
Pasifika	-14,801	-24,532	9,731	-61,339
Massive	-6,162	-7,378	1,216	311
Representation	-17,872	-15,721	-2,151	-41,478
Total	30,790	-124,342	155,132	-228,704

Total Equity **760,318**

	Jan - May Actual Total	Jan - May Budget Total	Jan - May Variance	Budget YTD Total
Overall	21,081	-70,173	91,254	-203,870
<u>Department:</u>				
Properties	87,720	-63,957	151,677	-196,831
Radio	-5,295	-2,732	-2,563	-1,959
Shop	-61,344	-3,484	-57,860	-5,080
Total	21,081	-70,173	91,254	-203,870

Total Equity 3,030,526



TE TIRA AHU PAE
HEI HĀPAI WHAKAMANA

Supporting Documentation – Massey Board Registrar

Introduction

The representation manager is tasked with delivering the outcomes of the representation review. Te Tira Ahu Pae in 2024 is yet to fulfil Motion 20 of the representation review, a major roadblock that requires clarification is 'remaining position are advertised to student body'.

This document intends to provide the rationale for the Massey Board Appointment Policy and Procedure.

Resourcing for program

Representation Budget Approve \$10,000 for 'Boards and Committee'

Student representatives are required to sit on at least 1 board or committee – Rep Job Description

Representation Review Motions

Motion 20

At the start of 2022, there were 16 board/committees and 35 ESR. A strategy that ESR supported is one where only 1 ESR sits on a MU board/committee. This concept was supported as a means to: In option A some ESR could miss out on a board/committee position. Under option B, all ESR would be placed on 1 board/committee before recruiting non ESR. In both instances, vacancies that are not filled by non ESR would come back to ESR to fill.

The board endorse option B procedure to appoint elected/appointed student reps to MU boards/committees. This means that all student reps, whose job descriptions deem that they are required to sit on a board or committee are placed on 1 board or committee each before non-association student reps are offered positions.

Moved by Fatima Imran (General Ex-Officio). The motion carried with 11.5 in favour and 6.5 against by vote.

Motion 22

The board moved that all students sitting on MU boards and committees (appointed by the student association/s) will be paid in the future.

Motion 23

The board approve a 3-tier MU board/committee payment structure for student reps appointed by the student association.

Students will be paid based on a 'per meeting' payment structure.

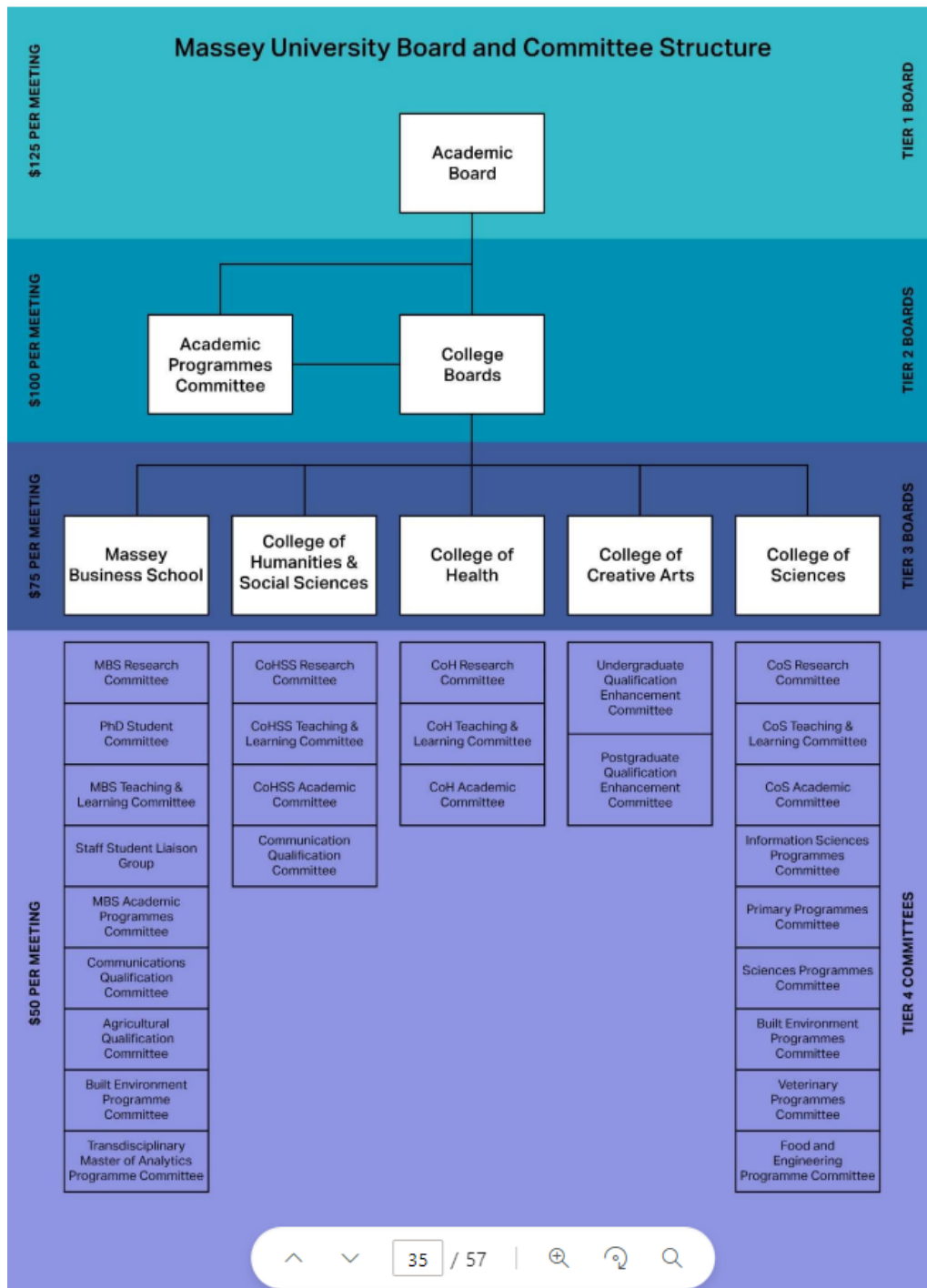
The payment tiers will be \$50 for tier 3 and \$75 for tier 2.

[Note that tier 1 is held exclusively for student association student reps, tier 1 = Academic Board]

Moved by Angus McLay (Manawatahi Tumuaki). The motion carried with 18 in favour and 0 against by vote.



TE TIRA AHU PAE HEI HĀPAI WHAKAMANA





TE TIRA AHU PAE HEI HĀPAI WHAKAMANA

Massey University Board or Committee (MOU) Request for Student Reps

OPTION A

Every ESR is appointed to 1 Board/Committee

Remaining positions advertised to student body

Remaining vacancies then filled by ESR who will serve on more than 1 Board/Committee

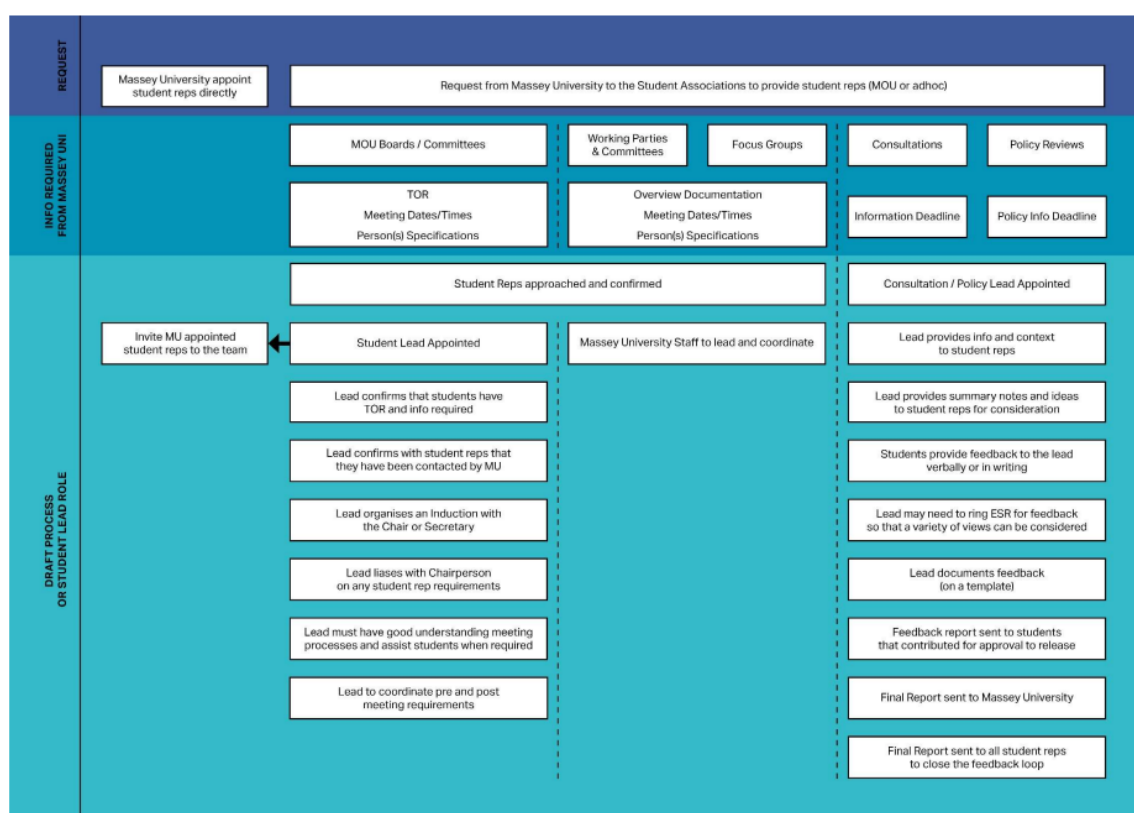
OPTION B

1 ESR is appointed to each Board/Committee

Remaining positions advertised to student body

Remaining vacancies filled by ESR that have not yet been placed

Remaining vacancies then filled by ESR who will serve on more than 1 Board/Committee





TE TIRA AHU PAE HEI HĀPAI WHAKAMANA

Review

Teir System key characteristics and principles still stand valid.

Issues:

Clarity on Teir Structure need for sustainability:

- The database in the representation report is outdated. A maintain database is required.
- New Request no clear criteria of allocation available the representation MoU with Massey University
- At the release date of the representation report living wage was \$23.65, 2024 is \$26. Te Tira Ahu Pae has a commitment to paying all contractors and employees a living wage rate.
- The non-executive appointees time and living wage considerations.

Procedure of recruitment and reporting:

- Te Tira Ahu Pae sole support?
- If these students are independent to Te Tira Ahu Pae (can they speak on-behalf of students on Te Tira Ahu Pae platforms?) Massey equal commitment and support and partnership can remove any implied bias.
- What positions go to market?
- How is an applicant selected?
- How does the position report and remain accountable?
- How does Te Tira Ahu Pae ensure that these students are able to enhance the representation of Massey University Students

The Scope of Representation, Formal Groups vs Project – Intersectionality

- There are short-term representation projects supported by the Student Voice Coordinator (MU), long-term representation boards and groups supported by Representation Manager.
- Though the length of representation differs the topic or issue is intersectional.
- E.g. Course planners focus group, is this a function of the Teaching and Learning Committee? Will this work ever be raised in these spaces? Is it the student reps' job too?

Value of connectivity and the importance of the non-executive and executive appointees.

- The core principle of connecting students who are sitting on board and looping them into the wider student representation at Massey can provide value for the executive and increase student voice at the university.
- The coordination aspect of this program needs to be clarified to provide value.
- The role of the required supporting actors needs to be defined and the Lead Representative role implemented.
- Non-executive appointees are yet to be appointed to Massey University Boards in a paid capacity.



TE TIRA AHU PAE
HEI HĀPAI WHAKAMANA

Financial and Time Constraints

Recommended tier structure from the representation review at the Living Wage Principles, at the time of 23.65. Note the time value of work needs to be defined.

Teir 3 - \$50 Meeting Expected Work two hours. 1 hr. meetings. 1hr to read papers and meet TTAP.

At this rate 200 Meetings can be funded.

- 50 quarterly positions/focus groups.
- 20 monthly meeting positions.

Teir 2 - \$75 Meeting Expected Work two hours. 2 hr. meetings. 1hr to read papers and meet TTAP.

At this rate 130 Meetings can be funded.

- 12 monthly meeting position.

Teir 1 – Te Tira Ahu Pae exclusive.

Living Wage adjustment 2024. – Again, the amount of time required will heavily impact on this model.

Teir 3 - \$52 Meeting Expected Work two hours. 1 hr. meetings. 1hr to read papers and meet TTAP.

At this rate 192 Meetings can be funded.

- 48 quarterly positions/focus groups.
- 19 monthly meeting positions.

Teir 2 - \$78 Meeting Expected Work two hours. 2 hr. meetings. 1hr to read papers and meet TTAP.

At this rate 128 Meetings can be funded.

- 12 monthly meeting position.
- Uncertain if quarterly or focus groups fall into this category.

Teir 1 – Te Tira Ahu Pae exclusive.

Notes:

- No consideration of Teir 4
- The living wage rate will be a like inflationary annual adjustment.
- The Time parameter of the Tier determines the capacity.

Concerns for Storage of Documents

Te Tira Ahu Pae – Massey University Students' Association Federation
Ōteahā – Albany | Level 2, Student Central, Massey University Auckland Campus, Gate 1
Manawatū – Palmerston North | Level One, Student Services Building, Massey University, Palmerston North
Pukeahu – Wellington | Level C, Student Services Building, Massey University, Wellington



TE TIRA AHU PAE HEI HĀPAI WHAKAMANA

Scope: Administrative streamlining of board documents for continuity of information and protection of confidential information.

Initial Contact with Massey University:

From: Micaela Eastwood <M.Eastwood@massey.ac.nz>
Sent: Monday, February 26, 2024 1:19 PM
To: Janine Dean <J.Dean3@massey.ac.nz>
Cc: Fiona Coote <F.S.Coote@massey.ac.nz>
Subject: Student Representatives on Committees

Kia ora Janine,

Regarding Student Representatives on Committees, for the Learning and Teaching Committee (LTC), we operate using SharePoint and MS Teams sites. SharePoint is where all documentation is kept – Restricted and Public documents and MS Teams is where conversations and notifications are posted. LTC Members have access to public (Part I) and restricted (Part II) documents and guests have access to Public documents only. Previously we used to email students LTC documentation directly on their personal or Massey email address however giving them accessibility to the SharePoint site reduced administration and gave a little bit more security on our Part II documentation.

With the restructuring of our Student Associations, now Te Tira Ahu Pae, we now receive student reps who represent specific modalities and areas within Massey. This also developed with the students reps using a generic/specific email domain name, e.g. Distance Student Rep (distance@tetiraahupae.ac.nz), Vice President for Manawatu Campus (yppalmerstonnorth@tetiraahupae.ac.nz) etc instead of their own personal or Massey email address.

What has just come to light for us with the use of the generic email addresses is the uncertainty for us of being able to ensure Part II (Restricted documents) will remain secure now that student reps have open access to documentation based on the email address, e.g. the Distance Student Rep for 2023 has now changed to a new representative for 2024 however the new rep (who has the same email address) will now be able to access past Part II correspondence/documentation in the email and the previous rep may still be able to access these documents still.

Are you able to let us know what assurances are given with transitioning student reps and security of Part II documents? Who else with the same email address will also be able to access LTC Part II documentation (or any other committee)?

Perhaps a solution for us would be to go back to using the students personal or Massey email address? Or we no longer give students access to our SharePoint or Teams sites and revert back to emailing the portfolio of documents to them instead (to their personal address)?

I hope I've managed to explain the scenario clearly and would be happy to set up a meeting with you to get your thoughts on this.

Ngā manaakitanga,

Micaela

Micaela Eastwood | Academic Support Consultant (Audit) *Pou Pūmātauranga (Aratake)*
 Office of Academic Quality, Reporting and Assurance | Centre for Education Transformation
 Ngāti Raukawa (Te Kaokao o Pātetere)

Advise of the Operations Manager:

1. Please advise if generic emails such as distance@tetiraahupae.ac.nz and yppalmerstonnorth@tetiraahupae.ac.nz are assigned to individuals. Are there any generic emails that are open to a range of TTAP folk/ reps to look at? *Te Tira Ahu Pae emails are only accessible by one individual. MFA is required for all account access. The only exception to this is for shared mailboxes for some operational services, e.g., Class Reps. There are no shared mailboxes in the representation space.*
2. Are files received via this type of email saved into a secure location that only the email holder can access. Are there access controls in place for storage locations, and who controls this. *See my points above and chose your answer.*
3. What is the process for replacing reps with regards to access to information. Ie when one rep changes for another, is the previous reps access removed, and only the current rep can see the controlled files? The issue with the Learning and Teaching Committee's is around the security of restricted documents. This is not such as issue for public documents, but is a concern for restricted documents that we are trying to understand. *The email accounts are role based. Once a SR has completed their term, the account password is reset, MFA is reset, and they no longer have access to the account. When a new SR is assigned the email address, they do have access to the history contained within that account and any files stored on its OneDrive. This is intentional for continuity and handover.*

Re point 2: I don't have access to the Representation "Team" – other than to the admin channel that Jacalyn used.

- (a) Are files received via this type of email saved into a secure location that only the email holder can access. *The answer to this would be Yes if SRs are either not saving them, i.e., only keeping in their email, or if they are saving them in their OneDrive. Or, No, if they are saving them to a channel in the Executive team that more than one person could access.*
- (b) Are there access controls in place for storage locations, and who controls this. *Access to data stored in Teams is controlled by Operations Manager and their delegate, i.e., you for Executive team and IT Consultant (Ayone Ltd). Student Reps are bound to abide by Te Tira Ahu Pae IT Policy. (full policy attached).*

Parties' Agenda

Te Tira Ahu Pae – Massey University Students' Association Federation
 Ōteahā – Albany | Level 2, Student Central, Massey University Auckland Campus, Gate 1
 Manawātū – Palmerston North | Level One, Student Services Building, Massey University, Palmerston North
 Pukeahu – Wellington | Level C, Student Services Building, Massey University, Wellington



TE TIRA AHU PAE HEI HĀPAI WHAKAMANA

Te Tira Ahu Pae has a desire to retain information for boards including Part II documents and ensure for an easy transfer of access to prior documentation.

- Key Issue: that executive positions do not hold the same Massey board position through years.

Massey University concerns outlines the security of board information to non-board members.

- Key Issue: that executive officers do not hold the same board portfolio through years.

After the OM & RM discussed this situation, a solution was formulated.

Project Outline:

- Board and Committee Private Channels are made in Te Tira Ahu Pae Executive Teams.
- All board and committee information are directed to that channel.
 - o Alternatively, Through a bot email account per board with automated forwarding.
- Specific board and committee members are changed by RM as they enter or leave.
- An environment for non-executive appointees to communicate and report.

Recommendation to implement Motion 20

To define the number of boards and committees that are registered with Te Tira Ahu Pae for the following year.

After one representative from Te Tira Ahu Pae is assigned to each board on the Massey Board Registrar then the remaining positions are advertised to students and these positions are filled.

That Representatives are provided with documentation of prior years' minutes to effectively contribute to board decisions made over multiple years. That is securely sorted that only access to Part II documents be provided to only eligible members.

To accurately define the resourcing cost of filling each Massey University board meeting, wider consultation of board meetings agenda is to be considered separate to this the board meeting itself.

That the tier system approved in the representation review shifts the focus to time required per meeting, rather than importance. Except for the pinnacle of academic representation, the Academic Board.



TE TIRA AHU PAE HEI HĀPAI WHAKAMANA

Massey Board Appointment Policy

Purpose

The purpose of this policy is to ensure that student representation on Massey Boards and Committees is effective.

There are many Massey University governance groups that are responsible for making decisions that all affect the student experience.

Student participation in decision making is essential to provide the university with the perspective from the current student experience.

Students on these boards are given access to historical documentation to provide equal access to information to all board members.

Furthermore, Te Tira Ahu Pae Board can prioritise and resource certain registrations within the financial constraints of representation funding.

Policy Principles – Underpinning Values

1. Kāwanatanga – good governance, fiduciary duty, partnerships-obligations, responsibilities, and engagement of expertise. Ensuring Te Tira Ahu Pae can resource and prioritise student resources to provide a range of effective student representation on Massey University governance groups.
2. Tino rangatiratanga – self-determination, authority, and autonomy for all cohorts in student representation. Only students from the college can represent and speak on behalf of that college.
3. Ngā tikanga katoa rite tahi – all the rights and privileges. To ensure there is access for all student to prior knowledge of the governance group and equality for remuneration for all students on these groups.
4. Te ritenga Māori – Potential representatives will not be discriminated for their religious and spiritual beliefs, including Māori spiritual customs of tapu, mana, kawa and tikanga.

Objectives

1. To maintain a register of requested boards a committee from Massey University.
2. Annually, to provide Te Tira Ahu Pae Board with a register of requested boards to approve positions to be filled in the following year.
3. To maintain a level of accuracy in the Memorandum of Understanding for Representation with Massey University and ensure that the agreed positions are clear.
4. To fill all roles on the Academic Board with Te Tira Ahu Pae representatives.
5. To appoint one Te Tira Ahu Pae representative per Massey University governance group.



TE TIRA AHU PAE HEI HĀPAI WHAKAMANA

6. To appoint students from the student body to Massey University governance group.
7. To fill remaining student positions with Te Tira Ahu Pae representatives.
8. To ensure that all appointed students can effectively represent in Massey University governance groups.

Strategies

1. Ensuring that a database of requested student representation from Massey University is maintained.
2. To provide Te Tira Ahu Pae Board with the ability to annually negotiate the Memorandum of Understanding for Representation with Massey University.
3. To advertise and appoint students to available positions in agreement with Massey University.
4. To ensure that students are trained and are supported by Te Tira Ahu Pae to effectively represent students on Massey University governance groups.
5. To provide students on Massey University governance groups with access to an accurate and secure database of historical documents.

Responsibilities

It is the responsibility of the Representation Manager to annually provide Te Tira Ahu Pae board with an accurate database of requests for representation from Massey University. Furthermore, it is the responsibility of the Representation Manager to ensure that all positions outlined in the Memorandum of Understanding for Representation are filled. To ensure that all students on Massey University governance groups can effectively represent students.

It is the responsibility of Te Tira Ahu Pae Board to negotiate the Memorandum of Understanding for Representation with Massey University, that accurately reflects the expectations of each party.

It is the responsibility of executive members to support non-executive members during Massey University governance groups meetings. Furthermore, to escalate issues raised by these non-executive members to the student body for consultation and action.

Procedure: Massey Governance Appointments

1. Register of Governance Groups
 - a. An effective channel for requesting student approval on governance groups be maintained. Requests are to include:
 - i. Terms of Reference (including number of student positions)
 - ii. Schedule/number of meetings per year.
 - iii. Chair/Student Mentor contact information.
 - iv. Meeting duration and preparation duration
 - b. To ensure that existing groups renew their request annually.
2. Memorandum of Understanding for representation negotiations



TE TIRA AHU PAE HEI HĀPAI WHAKAMANA

- a. The representation manager will provide a report to Te Tira Ahu Pae Board no later than September of each year, the resourcing requirements of each request.
- b. That Te Tira Ahu Pae Board approve requests from Massey University.
- c. That Te Tira Ahu Pae Board ensure that the Memorandum of Understanding for Representation provides specific student position to fill on Massey University governance groups.
3. Triaging and Databasing of documents
 - a. The representation manager is responsible for triaging and maintaining a database of documents. This includes:
 - i. Creating an association email per group outlined in the MoU to receive all documents.
 - ii. To ensure near instance access to the representative through teams' channel of any upcoming agenda documents
 - iii. To store and secure minutes the teams' channel for the eligible representatives has access to previous board minutes.
4. Appointment of positions on Massey University governance groups
 - a. The representation manager shall consult with representatives to place representatives on the Academic Board.
 - b. The representation manager shall consult with representatives to place one representative on each Massey University governance group outlined in the Memorandum of Understanding for Representation.
 - i. To be completed by March of each year.
 - c. The representation manager shall advertise and appoint positions within the month of March.
 - i. Advertisement should at least be emailed to all students eligible for positions outlined in the MoU.
 - d. The representation manager shall consult with representatives in the month of May to appoint representatives to unfilled positions in the MoU.
5. On-boarding of appointed students.
 - a. Students appointed to the positions outlined in the MoU are on-boarded before attending their first meeting.
 - b. On-boarding shall include:
 - i. Training of reading through documents and agendas
 - ii. Access and familiarisation with documentation storage and inbox.
 - iii. A meeting with the chair of the assigned governance group and the assigned Te Tira Ahu Pae representative.
6. Support for appointed students.
 - a. Executive members have access to the representation manager for assistance.
 - b. Non-executive members should meet with Te Tira Ahu Pae representatives appointed in their group at least once per Massey University meeting.
 - c. That the Chair/Student Mentor of each committee be accessible to request from appointed students.
 - d. Executive members



TE TIRA AHU PAE
HEI HĀPAI WHAKAMANA

7. Reporting and Invoicing

- a. Non-Executive appointees shall be contractor paid on a per semester basis.
- b. Non-Executive appointees are required to complete a reporting form which will populate their invoice.
- c. Failure to attend the meeting, or meeting with the required meetings with Te Tira Ahu Pae representative or completing the reporting form will result in non-payment for those allocated hours.

Kia ora koutou,

In light of a national stance on Palestine being brought to the board by Romany, I would urge us as a board to come to a definitive decision, as we cannot continue to push the conversation.

When issuing an apology letter to students impacted by our pro-Palestine post late last year, it stated on behalf of all of us that we lack a thorough policy and process for such statements, and that we must conduct thorough consultation of all students to take such a position. We also stated we would not be making any further public comments on Palestine. In our board meeting on 7th December 2023, Wendy also stated a suggestion for rep training in terms of political stances, how to approach it in the future & its processes / protocols to follow to prevent this situation from happening again.

We need to revisit and solidify what exactly this means, as there has been a lot of grey area and confusion across the board, as well as a lack of policies or processes in written form to guide us. While we've had kōrero about different cohorts or different campuses taking different stances on topics, from a media liaison point of view, this doesn't make things any easier. With the recent art protest at the Pukeahu campus and other similar events, media have and will continue to, rightfully so, press us for comment or to take a stance as a whole organisation.

The letter also stated that we were pressured by a vocal group of students to take a pro-Palestine stance. While I understand the apprehension and hesitation around taking a pro-Palestine stance given what happened last year, and do recognise the rich diversity across our university, I would argue it's a vocal minority that is pressuring us not to take a stance at all, and that the pro-Palestine group of tauira are evidently becoming the majority. I also believe we can take a stance without using inflammatory, prejudiced or discriminatory language as was highlighted in our comms last year.

In our May board meeting, members were still expressing a want to reach consensus within our cohorts before making an association-wide stance. How far does this go? Though this is a process around Palestine right now, will this or does this extend to our indigenous suffering in Kanaky, Sudan, Congo, West Papua? The media and the student body are not going to continue waiting for us to consult and take a stance, and it is my understanding that within many organisations, the board holds the power to take stances and embed this within the organisation's values.

We stand with Māori through being Te Tiriti led, and we can stand with Palestine and our other indigenous peoples in crisis by embedding indigenous solidarity into our values as Te Tira Ahu Pae. To do so, we would need to redact our promise in the apology letter that said we would conduct thorough consultation on Palestine and that we would not be making any further public comments. We would also need to recognise the extra

workload that would be placed on myself as media liaison if we did take a pro-Palestine/indigenous solidarity stance, in which I would like to nominate Romany as the lead media contact due to her politics portfolio. She is welcome to accept or decline this offer.

I do also recognise the diversity of our reps and their differing capacity (religious, cultural etc) to participate in pro-Palestine or similar kaupapa. By taking an association-wide stance, this does not mean we take away the tino rangatiratanga within cohorts to participate in a way that they see fit or is safest for them as individuals.

I propose the motion that we adopt an indigenous solidarity stance and values within or organisation, encompassing but not limited to Palestine, Kanaky, Sudan, Congo, West Papua and other indigenous movements. I also propose that we elect Romany Tasker-Poland as the lead media contact for this kaupapa to work alongside me as media liaison, and that we will refer to more appropriate contacts when necessary, e.g the Māori cohort for Te Tiriti kaupapa, the Pasifika cohort for Pasifika-related movements, etc.

Ngā mihi nui,

Cameron McCausland-Taylor (Manawhakahaere/Media Liaison)

TE TIRA AHU PAE INCORPORATED

Constitution

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5.0	AMENDMENT OF THIS CONSTITUTION	
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Section 13.0	DISPUTES, COMPLAINTS AND DISCIPLINE	

NOTE: Sections of the Incorporated Societies Act 2022 potentially relevant to Rules in this Constitution are identified in footnotes within the Constitution, but those footnotes do not form part of this Constitution.

Constitution of Te Tira Ahu Pae Incorporated

1.0 THE SOCIETY – *Te Tira Ahu Pae*

Name of the Society, its Purposes

1.1 The name of the society is Te Tira Ahu Pae Incorporated.¹

1.2 *TE TIRA AHU PAE* represents Massey students enrolled at any tertiary campus or enrolled in distance study at Massey University, and the primary purposes² of *TE TIRA AHU PAE* are to:

- (a) Uphold**, honour and acknowledge the Wairua of Te Tiriti o Waitangi in all its activities, and, specifically, the provisions:
 - (i)** Kāwanatanga,
 - (ii)** Tino Rangatiratanga,
 - (iii)** Nga tikanga katoa rite tahi, and
 - (iv)** Taonga,
- (b) Equity**: To advocate for equity for disadvantaged individuals and community groups, and support students by ensuring equitable access to education support,
- (c) Democracy**: To build a democratic union organisation capable of achieving the purposes of *TE TIRA AHU PAE* and encourage full and active participation of its *Members* in *TE TIRA AHU PAE*,
- (d) Services**: To provide quality and cost-effective services that are equitable to *Members*,
- (e) Advocacy**: To advocate for a barrier-free education including but not limited to financial, welfare-related, and academic barriers, and to advocate for quality educational services and experiences to the tertiary institutions associated with the Massey University student associations referred to in Rule 9.1(a)(i),
- (f) Representation**: Advance the interests of *Members* collectively and individually at a local and national level, and to uphold Tino Rangatiratanga for General/Distance, Māori, and Pasifika *Student Representatives*, and
- (h) Generally**: Do anything that *TE TIRA AHU PAE* considers will advance these purposes, **but** none of the stated primary purposes is any more or less important because of the order in which they are stated.

1.3 *TE TIRA AHU PAE* is to be incorporated under the Incorporated Societies Act 2022 and registered as a charitable entity under the Charities Act 2005.

Interpretation of this Constitution and *TE TIRA AHU PAE* Powers

¹ See sections 26(1)(a), 11, 37, and 117-122, Incorporated Societies Act 2022.

² See sections 26(1)(b), 8(1), and 12 Incorporated Societies Act 2022.

- 1.4** In this Constitution, unless the context otherwise requires, the words and phrases in Rule 7.1 shall have the meanings defined in that Rule and otherwise be interpreted having regard to Rule 7.2.
- 1.5** To advance its purposes *TE TIRA AHU PAE* may exercise any of the powers conferred by the *Statute*³ and in accordance with Section 8.0 of this Constitution.

2.0 MEMBERSHIP

Membership

- 2.1** *TE TIRA AHU PAE* shall maintain the minimum number of *Members* required by the *Statute*.⁴
- 2.2** Section 9.0 of this Constitution sets out the classes of *TE TIRA AHU PAE* membership, the method by which *Members* are admitted or re-admitted to different classes of membership,⁵ membership obligations and rights,⁶ and the maintenance of a *Membership Register*.⁷

Disputes, Complaints and Discipline

- 2.3** All *disputes* (including *complaints* and disciplinary action against *Members*) shall be dealt with in accordance with the *Statute*⁸ and the procedures set out in Section 13.0 of this Constitution, **BUT** *TE TIRA AHU PAE* is not concerned with *Members'* conduct outside of or away from *TE TIRA AHU PAE* activities, unless there is some identifiable connection with *TE TIRA AHU PAE*, or the reputation of *TE TIRA AHU PAE* may be affected, or both.

3.0 GENERAL MEETINGS

Annual General Meetings⁹

- 3.1** The Annual *General Meeting* (which only *Entitled Members* and *Life Members* are entitled to attend) shall be held no later than the last day of Massey University's first semester in each year (and not later than 6 months after the balance date under Rule 4.3) on a date, at a time and at venue/s fixed by the *Board* (see also Section 10.0).

Special General Meetings¹⁰

- 3.2** Special *General Meetings* which only *Entitled Members* and *Life Members* are entitled to attend (and see also Section 10.0) shall be called by:
- (a) The *Board*, or

3 See sections 18-20, Incorporated Societies Act 2022.

4 See sections 10 and 74 Incorporated Societies Act 2022.

5 See sections 26(1)(k) and 74 Incorporated Societies Act 2022.

6 See section 78, Incorporated Societies Act 2022.

7 See section 79, Incorporated Societies Act 2022.

8 See sections 26(1)(j), 38-44 and Schedule 2, Incorporated Societies Act 2022.

9 See sections 26(1)(k) and 84, Incorporated Societies Act 2022.

10 See section 26(1)(k), Incorporated Societies Act 2022.

- (b) Within 21 *clear days* of written requisition received by the *Manager* signed by not less than 50 *Entitled Members* and such requisition must specify the business to be considered by the *Special General Meeting*.

Calling and procedure at General Meetings

- 3.3 Other procedures for the calling, giving of notice for, procedure at and voting at General Meetings are set out in Section 10.0.

Procedure for General Meetings in uncommon or emergency situations¹¹

- 3.4 Notwithstanding any other provisions in this Constitution, where an uncommon or emergency situation brought about by bad weather, a natural disaster, a pandemic, or alike, prevents a *General Meeting* from being held as and where notified to *Members*, the *Board* may authorise the holding of the *General Meeting* at the notified venue or some other venue or venues and at two or more venues using any audio, audio and visual, or electronic communication technology¹² that gives each *Member* attending in person, remotely or by proxy, a reasonable opportunity to participate, and the *Board* may also reduce the required quorum under Rule 10.12 in such circumstances.

Resolution in lieu of General Meeting¹³

- 3.5 If the *Board* resolves that it is, for any reason, impracticable for a *TE TIRA AHU PAE* decision to be made by *TE TIRA AHU PAE Members* at a *General Meeting* the *Board* shall have the power on behalf of *TE TIRA AHU PAE* members to approve a resolution in lieu of a *General Meeting* by following the procedures set out in sections 89-92 of the Incorporated Societies Act 2022.

4.0 BOARD AND OFFICERS

*Board*¹⁴

- 4.1 *TE TIRA AHU PAE* shall have a *Board* comprising of *Board Members* appointed pursuant to Rule 11.3 and/or co-opted under Rule 11.4 which shall be the governing body of *TE TIRA AHU PAE* and shall hold office under Rule 11.5, and that *Board* shall govern *TE TIRA AHU PAE* for the calendar year following election or appointment and shall have the powers set out in Section 12.0.

Registered Office¹⁵

- 4.2 The Registered Office of *TE TIRA AHU PAE* shall be at such place in New Zealand as the *Board* from time to time determines, and changes to the Registered Office shall immediately be notified to the Registrar of Incorporated Societies in a form and as required by the *Statute*.

¹¹ See sections 26(1)(k) and 87, Incorporated Societies Act 2022.

¹² See section 87, Incorporated Societies Act 2022

¹³ See sections 89-92, Incorporated Societies Act 2022.

¹⁴ See sections 45-73, Incorporated Societies Act 2022.

¹⁵ See sections 110-111, Incorporated Societies Act 2022.

Financial year¹⁶

- 4.3** *TE TIRA AHU PAE's financial year* shall commence on 1 January of each year and end on 31 December in the same year (the latter date being *TE TIRA AHU PAE's* balance date).

Execution of Documents¹⁷

- 4.4** *TE TIRA AHU PAE* shall have a Common Seal which shall be retained by the *Manager*.
- 4.5** Unless entered into by a delegate authorised under Rule 12.3(d) in the ordinary course of *TE TIRA AHU PAE's* business, documents shall be executed for *TE TIRA AHU PAE* pursuant to a resolution of the *Board*:
- (a)** By affixing the Common Seal witnessed by the *Chairperson* and counter-signed by some other *Board Member*, or witnessed by two *Board Members*, but
 - (b)** Where the document is not required by law to be executed under Common Seal, by the *Chairperson* or Deputy Chairperson and some other *Board Member* signing on behalf of *TE TIRA AHU PAE*, and
- all such signatories must be at least 18 years of age.

5.0 AMENDMENT OF THIS CONSTITUTION¹⁸

- 5.1** This Constitution may be amended or replaced in accordance with Rules 10.19-10.23.

6.0 WINDING-UP¹⁹

- 6.1** *TE TIRA AHU PAE* may be wound-up in accordance with Rules 14.1-14.5.

7.0 DEFINITIONS OF WORDS AND PHRASES IN THIS CONSTITUTION – Rule 1.4

- 7.1** In this Constitution, unless the context otherwise requires, the following words and phrases have the following meanings:
- (a)** "*Associated Person*" means a person who is a spouse, partner, parent, child, close personal friend, business associate (partner, director, officer, board member, or trustee of a person), employer or employee of a *Member*.
 - (b)** "*Board*" means *TE TIRA AHU PAE's* governing body referred to in Rules 4.1 and 12.2.
 - (c)** "*Board Member*" includes *TE TIRA AHU PAE's* *Chairperson*, *Treasurer*, and other *Board Members* appointed under Rule 11.2, co-opted under Rule 11.5, or appointed under Rule 11.7.
 - (d)** "*Chairperson*" means the person appointed to that position pursuant to Rule 11.2(a)(i).

16 See sections 99-108, Incorporated Societies Act 2022.

17 See sections 123-124 Incorporated Societies Act 2022.

18 See sections 30-37, Incorporated Societies Act 2022, and in respect of minor or technical amendments sections 31-36.

19 See section 208, Incorporated Societies Act 2022.

- (e) "*clear days*" means complete days excluding the first and last-named days (for instance, excluding the date a notice of meeting is posted or transmitted to *Members* and the date of the meeting).
- (f) "*complaint*"²⁰ means an allegation that the conduct or discipline of any *Member(s)* has/have fallen short of expected standards of conduct for *TE TIRA AHU PAE Members*, and the complaint may allege:
 - (i) A breach or failure to observe a specific *TE TIRA AHU PAE* Rule, Code of Conduct, bylaw or policy, or provision in the *Statute*, and/or
 - (ii) Other misconduct likely to cause distress, embarrassment or concern to other *Members* or *Members* of the public or tend to damage the reputation of *TE TIRA AHU PAE*.
- (g) "*Conflict of Interest*"²¹ A *Board Member* has a *Conflict of Interest* in a matter if the *Board Member*.
 - (i) May obtain a financial benefit from the matter, or
 - (ii) Is the spouse, civil union partner, de facto partner, child, parent, grandparent, grandchild, sibling, nephew, niece, uncle, aunt, or first cousin of a person who may obtain a financial benefit from the matter, or
 - (iii) May have a financial interest in a person to whom the matter relates, or
 - (iv) Is 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, or
 - (v) Is interested in the matter because this Constitution so provides.
 However, a *Board Member* is not interested, or does not have a conflict of interest in a matter—
 - a. Merely because the *Board Member* receives an indemnity, insurance cover, remuneration, or other benefits authorised under the Incorporated Societies Act 2022, or
 - b. If the *Board Member's* interest is the same or substantially the same as the benefit or interest of all or most other *Members* of *TE TIRA AHU PAE* due to the membership of those *Members*, or
 - c. If the *Board Member's* interest is so remote or insignificant that it cannot reasonably be regarded as likely to influence the *Board Member* in carrying out the *Board Member's* responsibilities under the Incorporated Societies Act 2022 or this Constitution, or
 - d. If the *Board Member's* interest is of a kind that is specified in this Constitution for the purposes of this Rule.

20 See sections 19 and 38-44, Incorporated Societies Act 2022.

21 See section 62, Incorporated Societies Act 2022.

- (h) "*Conflicts of Interests Register*"²² means the Register of *Conflicts of Interests* made by *Board Members* and kept and maintained by the *Board* and which is available for inspection by *Entitled Members* and *Board Members* at any reasonable time, referred to in Rule 11.11(e),
- (i) "*Contact details*" means the physical or electronic addresses and telephone number(s) of a *Member* or *Board Member*,
- (j) "*Contact Person*"²³ means the member of the *Board* or the *Manager* whom the Registrar of Incorporated Societies can contact when needed, and who must be at least 18 years of age and must at all times be resident in New Zealand and not disqualified under the *Statute* or under Rule 11.3(b) from holding that office, and any change in that *Contact Person* or that person's name or *contact details*²⁴ shall be advised to the Registrar of Incorporated Societies within 25 *clear days* after that change occurs or after *TE TIRA AHU PAE* became aware of the change.
- (k) "*dispute*"²⁵ means a *complaint* or a disagreement, conflict or a formal concern raised by a *Member* relating to the *Member's* rights and interests as a *Member* which the *Member* considers is affecting the *Member* in a significant (not trivial or incidental) way, and the effect on the *Member* or other affected *Members* may not necessarily include financial losses or costs to the *Members*, but a *Member* raising a *dispute* should be able to point to a significant negative effect on that *Member*, or on other *Members* in similar circumstances, or on all *Members*.
- (l) "*Entitled Member*" means a *Member* entitled to exercise membership rights under Rule 9.6(b).
- (m) "*Executive*" means body representing Massey University students referred to in Rule 11.1.
- (n) "*financial year*" means the financial year of *TE TIRA AHU PAE* under Rule 4.3.
- (o) "*General Meeting*" means either an Annual *General Meeting* or a Special *General Meeting* of *TE TIRA AHU PAE*.
- (p) "*General Member*" is a *Member* admitted as such pursuant to Rule 9.1(a),
- (q) "*Honorary Member*" is a *Member* recognised as such pursuant to Rule 9.1(c),
- (r) "*Life Member*" is a *Member* recognised as such pursuant to Rule 9.1(d).
- (s) "*Manager*" is the person appointed to hold that position as referred to in Rule 11.10.
- (t) "*Member*" is a *Member* holding such membership²⁶ under Rules 9.1 and 9.2, or a *Life Member*.
- (u) "*Membership Register*"²⁷ is the register of *Members* kept under Rule 9.4(a).
- (v) "*TE TIRA AHU PAE*" is the society referred to in Rule 1.1.
- (w) "*Patron*" or "*Kaumatuā*" is a person appointed to either position under Rule 10.1(m) because that person supports *TE TIRA AHU PAE's* purposes in some significant way.

²² See section 73, Incorporated Societies Act 2022.

²³ See sections 112-116, Incorporated Societies Act 2022.

²⁴ See sections 5(2) and 116(1)(b), Incorporated Societies Act 2022.

²⁵ See sections 38-44, Incorporated Societies Act 2022.

²⁶ See sections 74-76, Incorporated Societies Act 2022.

²⁷ See section 79, Incorporated Societies Act 2022.

- (x) "*Statute*" means the Incorporated Societies Act 2022 or any Act of Parliament which replaces it, including amendments to it from time to time, and where required includes Regulations or Orders in Council made under the *Statute*.
- (y) "*Student Representative*" means an individual defined in Rule 10.1(a),
- (z) "*Supporting Member*" is a group, club, or society (incorporated or unincorporated) admitted to such membership under Rule 9.1(b).
- (aa) "*Treasurer*" is the person appointed to hold that position pursuant to Rule 11.4,²⁸ and the *Manager* shall consult with and report to the *Treasurer* as and when may be specified in the *Manager's* contract with *TE TIRA AHU PAE*,
- (bb) "*working day*" means any day of the week other than a Saturday, Sunday, or national statutory holiday.
- (cc) "*written notice*" means communication by post, courier, electronic means (including email, and website posting), or advertisement in periodicals, or a combination of these methods.

7.2 In this Constitution, unless the context otherwise requires:

- (a) Any word or phrase identifying a person extends to and includes the executors, administrators, successors, and assignees of that person,
- (b) The singular number includes the plural and vice versa and words indicating one gender include the other genders,
- (c) Reference to any Act extends to and includes any statutory or other modification or re-enactment thereof and any other like provision for the time being in force in New Zealand, and
- (d) The heading of a Rule in this Constitution will not affect the interpretation given to it.

8.0 *TE TIRA AHU PAE'S PURPOSES*²⁹ AND *POWERS*³⁰

8.1 *TE TIRA AHU PAE* must not operate for the purpose of, or with the effect of:

- (a) Any *Member* of *TE TIRA AHU PAE* or any *Associated Person* deriving any personal financial gain from membership of *TE TIRA AHU PAE*, other than as may be permitted by law (such as by payment of an honorarium or pursuant to any contract), or
- (b) Returning all or part of any surplus generated by *TE TIRA AHU PAE's* operations to *Members*, in money or in kind, or
- (c) Conferring any kind of ownership in *TE TIRA AHU PAE's* assets on *Members*, but *TE TIRA AHU PAE* would not operate for the financial gain of *Members* in breach of the *Statute* simply if *TE TIRA AHU PAE*:
 - (i) Engages in trade,

28 See sections 99-109, Incorporated Societies Act 2022.

29 See section 8(1), Incorporated Societies Act 2022.

30 See sections 18 and 28, Incorporated Societies Act 2022.

- (ii) Reimburses a *Member* or *Associated Person* for reasonable expenses legitimately incurred on behalf of *TE TIRA AHU PAE* or while pursuing *TE TIRA AHU PAE's* purposes,
- (iii) Provides benefits to members of the public or of a class of the public and those persons include *Members* or their families,
- (iv) Pays a *Member* or *Associated Person* a salary or wages or other payments for services to *TE TIRA AHU PAE* on arm's length terms (terms 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 are terms less favourable to the *Member* than those terms), or
- (v) Provides a *Member* or *Associated Person* with incidental benefits (for example, trophies, prizes, or discounts on products or services) in accordance with the purposes of *TE TIRA AHU PAE*.

- 8.2** Nothing in this Constitution authorises *TE TIRA AHU PAE* to do anything which contravenes or is inconsistent with the *Statute*, any Regulations made under the *Statute*, or any other legislation.
- 8.3** Despite Rule 1.2 *TE TIRA AHU PAE* shall not be required to advance all of its primary purposes all of the time.
- 8.4** Subject to Rule 1.2 and Rules 8.1-8.2, *TE TIRA AHU PAE* and the *Board* shall have power:
- (a) To represent and promote the interests of *Members* of *TE TIRA AHU PAE*,
 - (b) To make, alter, police and enforce *TE TIRA AHU PAE's* bylaws and policies to advance or achieve any of its purposes,
 - (c) To establish a Code of Conduct bylaw applicable to *Members*, and
 - (d) To do any act or thing related or contributing to advancing or attaining any of the above purposes.
- 8.5** Subject to Rule 1.2 and Rules 8.1-8.2, in addition to its statutory powers, *TE TIRA AHU PAE*:
- (a) May use its funds to pay the costs and expenses to advance or carry out its purposes, and to employ or contract with such people as may be appropriate,
 - (b) May purchase and lease property and invest in any investment in which a trustee may lawfully invest under sections 58-59 of the Trusts Act 2019, and
 - (c) Shall have power to borrow or raise money by debenture, bonds, mortgage, and other means with or without security, but such borrowing powers shall not be exercised other than by resolution of a *General Meeting* of which proposed resolution at least ten *clear days' written notice* was given to all *Entitled Members* in accordance with Rules 10.6 and 10.7.

- 8.6** No *Member* or any *Associated Person* shall participate in or materially influence any decision made by *TE TIRA AHU PAE* relating to:
- (a) A payment to or on behalf of that particular *Member* or *Associated Person*, or
 - (b) The conferring of any income, benefit or advantage whatsoever on that particular *Member* or *Associated Person*.
- 8.7** Despite any other provision in this Constitution, *Board Members*, and the *Board's* sub-Board members:
- (a) May be offered such honoraria as may be approved by resolution of a *General Meeting*, and
 - (b) Shall be entitled to be reimbursed by *TE TIRA AHU PAE* for any reasonable actual expenses incurred by them on behalf of *TE TIRA AHU PAE* as approved by resolution of the *Board*.
- 8.8** *TE TIRA AHU PAE* may, subject to the provisions of the *Statute*, indemnify *Members* and employees who act in good faith in seeking to advance *TE TIRA AHU PAE's* activities, and to take insurance for the purposes of that indemnity, but no such indemnity or insurance shall be provided where a *Member* or employee is criminally liable for the actions or inaction in respect of which indemnity or insurance benefits are sought.

9.0 MEMBERSHIP OF *TE TIRA AHU PAE*³¹

- 9.1** The classes of membership and the method by which *Members* are admitted to different classes of membership are as follows:
- (a) **General Member** A *General Member* is a currently enrolled student of any of the colleges, institutes, departments, and centres of Massey University and is:
 - (i) An individual who signs the application to incorporate *TE TIRA AHU PAE*, or
 - (ii) An individual who signs an application to become a *Member* and is admitted as a *General Member* under Rule 9.2, and
 - (iii) An individual that is an elected or appointed *Student Representative* on the *Executive*, But the term "*General Member*" does not include an individual, group, club, or society who or which is a *Supporting*, *Life* or *Honorary Member*.
 - (b) **Supporting Member** A *Supporting Member* is a group, club, or society (incorporated or unincorporated) admitted to membership under Rule 9.2 and who or which has not ceased to be a *Supporting Member* under any other provision in this Constitution. A *Supporting Member* has such rights or privileges as are established by a policy made or amended by the *Board* from time to time.
 - © **Honorary Member** An *Honorary Member* is an individual honoured for services to *TE TIRA AHU PAE* or in an associated field, elected as an *Honorary Member* by resolution of a *General Meeting* passed by a two-thirds majority of those *Entitled Members* present and voting. An *Honorary Member* has no membership rights, privileges or duties.

31 See sections 74-83, Incorporated Societies Act 2022.

(d) **Life Member** The following are *Life Members* of *TE TIRA AHU PAE*:

- (i) A person who before the incorporation of *TE TIRA AHU PAE* was a life member of any of the organisations referred to in Rule 9.1(a), and
- (ii) A person who is honoured for highly valued services to *TE TIRA AHU PAE* elected as a *Life Member* by resolution of a *General Meeting* passed by a two-thirds majority of those *Entitled Members* present and voting.

A *Life Member* shall have all the rights and privileges of a financial *Member* (other than moving or seconding motions or voting at *General Meetings*), and shall be subject to all the duties of a *Member* except those of paying subscriptions and levies.

9.2 Admission of *Members*:³²

- (a) Every individual or organisation admitted into membership as a *General Member*, *Supporting Member*, *Honorary Member* or *Life Member* must expressly consent in writing to becoming a member of the *Society*, and:
 - (i) An applicant for membership as a *Member* shall complete and sign any application form (including consent to become a *Member*) provided by the *Board*, and
 - (ii) Supply such information as may be required by the *Board*
- (b) Membership applications shall be considered by the *Board* which may interview an applicant or representative/s of an organisation or partnership applicant.
- (c) The *Board* shall have discretion whether or not to admit a membership applicant and shall advise the applicant of its decision (but shall not be required to provide reasons for that decision), and a successful applicant shall immediately pay the annual subscription or such proportion of it as may be specified by the *Board*, and the written consent completed in accordance with Rule 9.2(a) shall be retained with the *Society's* membership records.
- (d) Until admitted to membership by the *Board*, no-one is entitled to claim the benefits of *Society* membership.
- (e) *Members* shall have the following rights and privileges:
 - (i) To be represented by the *Executive* or *Board* on various boards and sub-boards of the Massey University as well as nationally, and
 - (ii) Use of any *TE TIRA AHU PAE* facilities, under conditions laid down by the *Board*.

9.3 Readmission of former *Members*:³³

- (a) Subject to Rule 9.3(b), any former *Member* may apply for re-admission in the manner prescribed in Rule 9.2 and may be re-admitted only by resolution of the *Board*.
- (b) If a former *Member's* membership was terminated pursuant to the processes under Section 13.0 of this Constitution the applicant may be re-admitted only by resolution of a *General Meeting* on the recommendation of the *Board*.

³² See section 76, Incorporated Societies Act 2022.

³³ See section 76, Incorporated Societies Act 2022.

Membership Register³⁴**9.4** The *Manager* shall:

- (a) Keep an up-to-date *Membership Register of Members* (including *Life, Honorary* and *Supporting Members*) recording their names, postal and email addresses, phone numbers, occupations, the dates each *Member* became a *Member*, together with the *Member's* written consent to become a *Member* under Rule 9.2(a), and whether or not the *Member* is financial in terms of Rule 9.12,
- (b) On reasonable notice and at reasonable times:
 - (i) Make available for inspection by *Entitled Members* copies of this Constitution and of any *TE TIRA AHU PAE* bylaws or policies, and copies shall be provided (at a reasonable cost) to any *Entitled Member* on request,
 - (ii) Permit *Board Members* and *Entitled Members* to inspect the *Membership Register*,
 - (iii) Permit *Board Members* and *Entitled Members* to inspect the *Conflicts of Interests Register*, and
 - (iv) Provide *Entitled Members* with access to the financial statements presented to the last Annual *General Meeting* and the minutes of previous *General Meetings*, and
- (c) Be *TE TIRA AHU PAE's* privacy officer for the purposes of the Privacy Act 2020.

9.5 Every *Member* (including *Life, Honorary* and *Supporting Members*) shall advise the *Manager* of any change of name, postal and email address, phone number, or occupation, and if any *Member* fails to do so or provides incorrect information that *Member* shall have no ground of complaint if as a result the *Member* fails to receive any notice from *TE TIRA AHU PAE*.

9.6 Membership obligations and rights:³⁵

- (a) Every *Member*, including *Board Members*, shall be:
 - (i) Entitled to inspect and be provided with an electronic copy of this Constitution,
 - (ii) Deemed to have notice of and be bound by the provisions of this Constitution (as amended from time to time), and
 - (iii) Shall promote the interests and purposes of *TE TIRA AHU PAE* and shall do nothing to bring *TE TIRA AHU PAE* into disrepute.
- (b) An *Entitled Member* is entitled to exercise the rights of membership including attending and voting at *General Meetings*, and (subject to such conditions and restrictions as may be imposed by the *Board*) accessing or using *TE TIRA AHU PAE's* premises, facilities, equipment and other property.
- (c) Membership does not confer on any *Member* any right, title, or interest (legal or equitable) to or in the property of *TE TIRA AHU PAE*.
- (d) No *Member* is liable for an obligation of *TE TIRA AHU PAE* by reason only of being a *Member*.

34 See section 79, Incorporated Societies Act 2022.

35 See sections 22-24, 77 and 78, Incorporated Societies Act 2022.

- 9.7** Other than as permitted under Rule 9.4(b), or by resolution of the *Board*, a *Member* is not entitled to inspect or copy the minutes of *Board* or *Board* sub-Board meetings or *TE TIRA AHU PAE*'s records, but is entitled, subject to the provisions of the *Statute*, to access information *TE TIRA AHU PAE* holds about that *Member* (but not about other *Members*).
- 9.8** *TE TIRA AHU PAE* shall be entitled to collect and record information about *Members* for *TE TIRA AHU PAE*'s purposes, including information in the *Membership Register* and in the agendas and minutes of *Board* meetings and *General Meetings*.
- 9.9** The *Board* may decide whether and how *Members* may access or use premises, facilities, equipment, or other property owned, occupied, or otherwise used by *TE TIRA AHU PAE*, including any conditions of and fees for such access or use.

Subscriptions and levies³⁶

- 9.10** The annual subscription and any other fees for different classes of membership for the then current *financial year* shall be set by resolution of the *Board*.
- 9.11** The *Board* or a *General Meeting* may by resolution impose a levy on *Members* in different classes of membership (except *Life* and *Honorary Members*) in any *financial year*.
- 9.12** Any *Member* failing to pay the annual subscription and any other fees for different classes of membership or any levy within one calendar month of the date the same was due for payment shall be considered as unfinancial and shall (without being released from the obligation of payment) have no membership rights and shall not be entitled to participate in any *TE TIRA AHU PAE* activity or any *General Meeting* or to access or use *TE TIRA AHU PAE*'s premises, facilities, equipment, and other property until all the arrears are paid. If such arrears are not paid within six months of the due date for payment of the levy the *Board* may terminate the *Member's* membership (without being required to give prior notice to that *Member*).

Cessation of Membership³⁷

- 9.13** A *Member* ceases to be a *Member*.
- (a) On death (or if a body corporate on liquidation or if a partnership on dissolution of the partnership), or
 - (b) By resignation from that *Member's* class of membership by *written notice* to the *Manager*, but any such resignation shall not take effect until three months after receipt of the notice of resignation, or
 - (c) Pursuant to the provisions of Rule 9.12, or

36 See section 78, Incorporated Societies Act 2022

37 See section 26(1)(d), Incorporated Societies Act 2022.

- (d) On termination of that *Member's* membership pursuant to the disciplinary processes under Rule 2.3 and Section 13.0, with effect from the death, resignation, liquidation or dissolution of the *Member*, or termination of membership under Rule 9.12, or on the date of receipt by the *Manager* or any subsequent date stated in the *written notice* of resignation, and Rule 9.15 shall apply.
- 9.14** The *Board* may declare that a *Member* is no longer a *Member* (from the date of that declaration or such date as may be specified) if that *Member* ceases to be qualified to be a *Member* or is declared bankrupt, makes a composition with creditors, enters the no asset procedure under the Insolvency Act 2006, or (if a body corporate) is wound up or placed in receivership or liquidation, and Rule 9.15 shall apply.
- 9.15** A *Member* who has resigned or whose membership is terminated under this Constitution:
- (a) Remains liable to pay all subscriptions, levies and other fees to the end of *TE TIRA AHU PAE's* next balance date under Rule 4.3, and any costs ordered to be paid in respect of any *dispute or complaint*,
 - (b) Shall cease to hold themselves out as a *Member* of *TE TIRA AHU PAE*, and
 - (c) Shall return to *TE TIRA AHU PAE* all material provided to *Members* by *TE TIRA AHU PAE* (including any membership certificate, badges, handbooks, and manuals),
 - (d) Shall cease to be entitled to any of the rights of a *TE TIRA AHU PAE Member*,
 - (e) Shall not be entitled to and shall have no claim to any *TE TIRA AHU PAE* property, and
 - (f) May later re-apply for membership in accordance with Rules 9.2 and 9.3 (in which event the reasons for the previous termination of membership may be taken into account in considering that application).

Member Access to Information held by *TE TIRA AHU PAE*³⁸

- 9.16** A *Member* may at any time make a written request to *TE TIRA AHU PAE* for information held by *TE TIRA AHU PAE*, and:
- (a) The request must specify the information sought in sufficient detail to enable the information to be identified, and
 - (b) *TE TIRA AHU PAE* must, within a reasonable time after receiving a request:
 - (i) Provide the information, or
 - (ii) Agree to provide the information within a specified period, or
 - (iii) Agree to provide the information within a specified period if the *Member* pays a reasonable charge to *TE TIRA AHU PAE* (which must be specified and explained) to meet the cost of providing the information, or
 - (iv) Refuse to provide the information, specifying the reasons for the refusal.
 - (c) Without limiting the reasons for which *TE TIRA AHU PAE* may refuse to provide the information, *TE TIRA AHU PAE* may refuse to provide the information if:

38 See sections 80-83, Incorporated Societies Act 2022.

- (i) Withholding the information is necessary to protect the privacy of natural persons, including that of deceased natural persons, or
 - (ii) The disclosure of the information would, or would be likely to, prejudice the commercial position of *TE TIRA AHU PAE* or of any of its *Members*, or
 - (iii) The disclosure of the information would, or would be likely to, prejudice the financial or commercial position of any other person, whether or not that person supplied the information to *TE TIRA AHU PAE*, or
 - (iv) Withholding the information is necessary to maintain legal professional privilege, or
 - (v) The disclosure of the information would, or would be likely to, breach an enactment, or
 - (vi) The burden to *TE TIRA AHU PAE* in responding to the request is substantially disproportionate to any benefit that the *Member* (or any other person) will or may receive from the disclosure of the information, or
 - (vii) The request for the information is frivolous or vexatious.
- (d) If *TE TIRA AHU PAE* requires the *Member* to pay a charge for the information, the *Member* may withdraw the request, and must be treated as having done so unless, within 10 *working days* after receiving notification of the charge, the *Member* informs *TE TIRA AHU PAE*:
- (i) That the *Member* will pay the charge, or
 - (ii) That the *Member* considers the charge to be unreasonable.
- (e) Nothing in this Rule limits Information Privacy Principle 6 under the Privacy Act 1993.

10.0 GENERAL MEETINGS³⁹

10.1 The agenda and business of the Annual *General Meeting* shall include:

- (a) Call to order,
- (b) Apologies,
- (c) Confirmation of unconfirmed Minutes of previous *General Meeting(s)*,
- (d) Matters arising from the Minutes of previous *General Meetings*,
- (e) Annual Report of the *Board* on the affairs of *TE TIRA AHU PAE* for the most recent *financial year*,
- (f) Financial statements of *TE TIRA AHU PAE* for the most recent *financial year*,
- (g) Appointment of a member of the New Zealand Institute of Chartered Accountants who is not a *Member* to conduct an audit of the annual accounts of *TE TIRA AHU PAE* (see also Rule 11.17),
- (h) Notice of the disclosures, or types of disclosures, made by *Board Members* of interest in matters being considered by or affecting *TE TIRA AHU PAE* during the most recent *financial year* (including a brief summary of the matters, or types of matters, to which those disclosures relate), recorded in the *Conflicts of Interests Register* since the previous Annual *General Meeting* (see Rule 11.11I),

39 See sections 84-93, Incorporated Societies Act 2022.

- (i) Motions of which notice has been given under Rule 10.2,
 - (j) Set the annual subscription and any other fees for different classes of membership for the then current *financial year* (see Rule 9.10),
 - (k) Appointment of a *Patron*, and/or *Kaumātua*,
 - (l) General business.
- 10.2** Any *Entitled Member* wishing to give notice of any motion for consideration at the Annual *General Meeting* shall forward *written notice* of the same to the *Manager* at least 21 *clear days* before the date of the Meeting. The *Board* may consider all such notices of motion and may notify *Entitled Members* of its recommendations in respect of such notices of motion at any time before the Annual *General Meeting* in accordance with Rule 10.7 or at the Annual *General Meeting*.
- 10.3** Special *General Meetings* (which only *Entitled Members* and *Life Members* are entitled to attend) shall be called by:
- (a) The *Board*, or
 - (b) Within 21 *clear days* of written requisition to the *Manager* signed by not less than a quarter of the *Entitled Members* and such requisition must specify the business to be considered by the Special *General Meeting*.
- 10.4** A Special *General Meeting* shall consider and deal only with the business:
- (a) If Rule 3.2(a) applies, as specified in the *Board's* resolution, or
 - (b) If Rule 3.2(b) applies, as specified in the written requisition calling the *General Meeting* plus any additional business specified by the *Board*.
- 10.5** If the *Board* fails to give notice to *Entitled Members* and *Life Members* of a Special *General Meeting* within 21 *clear days* of receipt of a written requisition under Rule 3.2(b), those requisitioning the Special *General Meeting* may convene it in accordance with the procedures set out in out in Rules 10.6(a) and 10.7.
- 10.6** At least 14 *clear days* before any *General Meeting* the *Manager* shall, in accordance with Rule 10.7 give notice:
- (a) Notifying all *Entitled Members* of the venue/s, date, time, and business to be conducted at the *General Meeting*, and
 - (b) In the case of Annual *General Meetings* sending all *Entitled Members* copies of the Annual Report, financial statements of the most recent *financial year*, and notice of any motions and the *Board's* recommendations in respect of any notices of motion.
- 10.7** Notices to *Members* may be given by post, email or posted on the website or through the noticeboards at the campuses of Massey University, and:

- (a) If sent by email or electronically shall be deemed to have been received the day it was sent,
- (b) If posted on noticeboards shall be deemed to have been received the day it was posted,
- (c) The failure for any reason of any *Member* to receive or read such notice or information or any other irregularity, error or omission in notices, agendas and papers for the *General Meeting* or omission to give notices within a timeframe or omission to give notice to all persons entitled to receive notice, and any other error in the organisation of the *General Meeting* shall not invalidate any *General Meeting* or its proceedings if:
 - (i) The person chairing the *General Meeting* (see Rule 10.13), in his or her discretion, determines that it is still appropriate for the *General Meeting* to proceed despite the irregularity, error, or omission, or
 - (ii) The *General Meeting* by resolution passed pursuant to Rule 10.16 decides to proceed with the Meeting.

Procedure at General Meetings⁴⁰

- 10.8** The procedures and provisions set out in the following Rules 10.9-10.12 are subject to Rule 3.4 (relating to meetings in uncommon or emergency situations).
- 10.9** *General Meetings* may be attended by all (see Rule 9.12) *Entitled Members* in person or by proxy (being a person appointed pursuant to Rule 10.11) and may not be attended by any other person other than the *Manager* or an officer of *TE TIRA AHU PAE* unless admitted by resolution of the *General Meeting*.
- 10.10** If the quorum required under Rule 10.12 is not present within half an hour after a *General Meeting's* appointed start time:
- (a) If the *General Meeting* was called on a requisition of *Members* under Rule 3.4(b) it shall be dissolved, and
 - (b) If the *General Meeting* was called by the *Board* it shall stand adjourned for seven days to the same time and venue/s, and if at such adjourned meeting the required quorum under Rule 10.12 is not present those present in person or by proxy (as provided for in Rule 10.9) shall be deemed to constitute a sufficient quorum.
- 10.11** Subject to Rule 9.12, an *Entitled Member* shall have the following rights at a *General Meeting*:
- (a) An individual *Entitled Member* shall be entitled to attend, speak, and vote in person or by a signed original written proxy, and
 - (b) The person authorised under Rule 10.9 by an *Entitled Member* as its proxy shall be entitled to attend, speak and vote on behalf of that *Entitled Member*, and no other proxy voting shall be permitted.

40 See sections 84-93, Incorporated Societies Act 2022.

10.12 The quorum for *General Meetings* is 50 *Entitled Members* in attendance in person or by proxy (as provided for in Rule 10.9) when the meeting is called to order and also present throughout the meeting.

10.13 Every *General Meeting* shall be chaired by:

- (a) The *Chairperson*, or
 - (b) In the *Chairperson's* absence, by the Deputy Chairperson, or
 - (c) In the absence of both the *Chairperson* and the Deputy Chairperson by some other *Board Member* elected for the purpose by the meeting, or
 - (d) By some independent person appointed by resolution of the *Board*,
 - (e) Failing the election or appointment of a chairperson under the foregoing provisions, by a person elected for the purpose by the meeting,
- and any such chairperson shall have the following powers and discretions:
- (f) To decide the order of business,
 - (g) If a *Member*, to exercise a deliberative and a casting vote,
 - (h) If not a *Member*, to exercise a casting vote,
 - (i) To direct that any person not entitled to be present at the Meeting, or obstructing the business of the Meeting, or behaving in a disorderly manner, or being abusive, or failing to abide by the directions of the chairperson be removed from the Meeting, and
 - (j) In the absence of a quorum or in the case of emergency, to adjourn the Meeting or declare it closed.

10.14 *TE TIRA AHU PAE* by resolution of a *General Meeting* may adopt a guide to or rules of meeting procedure for *General Meetings*, and in the absence of such a resolution all *General Meetings* and *Board* meetings shall be conducted in accordance with standard New Zealand meeting procedure.

10.15 A *resolution* passed by the required majority at any *General Meeting* binds all *Members*, irrespective of whether or not they were present or represented at any *General Meeting* when the resolution was adopted and whether or not they voted.

Amendment of this Constitution⁴¹

10.16 *This* Constitution may be amended or replaced, provided that no amendment may be made which would:

- (a) Alter the provisions in this Constitution which restrict the purposes of *TE TIRA AHU PAE* to advancing charitable purposes within New Zealand,
- (b) Alter any provision in this Constitution precluding *Members* from obtaining any personal profit from their membership or any benefit not potentially available to all *Members*
- (c) Otherwise conflict with the provisions of the *Statute*, but

41 See sections 30-37, Incorporated Societies Act 2022.

no change shall be made to *TE TIRA AHU PAE's* balance date without the prior approval of the Registrar of Incorporated Societies pursuant to the *Statute*.

10.17 Any proposed motion to amend or replace this Constitution:

- (a) May be proposed by the *Board*, or
- (b) Shall be signed by at least 100 *Entitled Members* and given in writing to the *Manager* at least 21 *clear days* before the *General Meeting* at which the motion is to be considered and accompanied by a written explanation of the reasons for the proposal, and the *Board* shall decide whether to submit any such proposal to a *General Meeting*.

10.18 The *Manager* shall in accordance with Rules 10.6 and 10.7 notify all *Entitled Members* of the proposed motion to amend the Constitution and of the *General Meeting* at which any such proposal is to be considered, of the reasons for the proposal, and of any recommendations from the *Board* in respect such notice of motion.

10.19 Any resolution to amend or replace this Constitution must be passed by a two-thirds majority of all *Entitled Members*:

- (a) Present and voting, or
- (b) Voting by proxy

10.20 Every alteration to this Constitution, including any change of *TE TIRA AHU PAE's* name, shall be promptly registered with the Registrar of Incorporated Societies as required by the *Statute*.

11.0 EXECUTIVE, BOARD MEMBERS AND BOARD APPOINTMENTS⁴²

11.1 The constitution and functions of the *Student Representative Executive* of *TE TIRA AHU PAE* are as follows:

- (a) Every *Student Representative*:
 - (i) Shall be natural person elected or appointed to the *Executive* to represent the interests of Massey University students
 - (ii) Must be a *Member* of *TE TIRA AHU PAE* at the time of election or appointment to the *Executive*, and
 - (iii) Must not be disqualified from being an officer of an incorporated society by section 47(3) of the *Statute* or from being an officer of a charitable entity under section 16(2) of the Charities Act 2005.
- (b) The *Student Representatives* on the *Executive* of *TE TIRA AHU PAE* shall consist of the following appointed to the *Executive* by a panel consisting of two current *Board Members*, the *Manager* and an independent person chosen by the Board:
 - (i) General/Distance President,

42 See sections 45-52, Incorporated Societies Act 2022.

- (ii) Mana Whakahaere,
 - (iii) Pasifika President,
 - (iv) Vice-President Distance,
 - (v) Vice-President Auckland,
 - (vi) Vice-President Manawatū,
 - (vii) Vice-President Wellington,
 - (viii) Auckland *Student Representative*,
 - (ix) Manawatū *Student Representative*,
 - (x) Wellington *Student Representative*,
 - (xi) Three Distance *Student Representatives*,
 - (xii) Kaiwhakahaere o Te Waka O Ngā Akonga Māori,
 - (xiii) Kaiwhakahaere o Manawatahi,
 - (xiv) Kaiwhakahaere o Kōkiri Ngātahi,
 - (xv) Kaiwhakahaere o Distance,
 - (xvi) Pasifika Auckland *Student Representative*,
 - (xvii) Pasifika Manawatū *Student Representative*,
 - (xviii) Pasifika Wellington *Student Representative*,
 - (xix) Pasifika Distance *Student Representative*,
 - (xx) International *Student Representative*, and
 - (xxi) Post-Graduate *Student Representative*.
- (c) The *Board* of TE TIRA AHU PAE will be appointed from the team of *Student Representatives* on the *Executive*, and the *Board* of TE TIRA AHU PAE shall consist of those *Student Representatives* appointed from the *Executive* under Rule 11.2

11.2 Subject to being qualified to hold office under Rule 11.1(a), the following *Student Representatives* on the *Executive* are *ex officio* members of the *Board*.

- (a) The General/Distance President as an *ex officio* member of the *Board*,
- (b) Mana Whakahaere an *ex officio* member of the *Board*,
- (c) Pasifika President as an *ex officio* member of the *Board*,
- (d) One Vice-President (appointed in accordance with *Board* policy)
- (e) Three Kaiwhakahaere (appointed in accordance with *Board* policy)
- (f) One Pasifika *Student Representative* (appointed in accordance with *Board* policy)
- (g) Subject to being qualified to hold office under Rule 11.1(a), the *Student Representatives* on the *Executive* of TE TIRA AHU PAE for each following year shall be elected or appointed in the second university semester each year by a process outlined in Schedule 1, and:
 - (i) No *Student Representative on the Executive* shall serve for more than 3 consecutive years.
 - (ii) No *Student Representative* can be appointed or elected to more than one position on the *Board* unless a vacancy arises under Rule 11.5,
 - (iii) If a vacancy in the position of any *Student Representative* on the *Executive* occurs during that *Student Representative's* term (whether under Rule 11.3 or by death, resignation in writing delivered to the *Manager*, removal, or retirement) that vacancy shall be filled by appointment by the *Board* of some other *General Member* or *Student Representative* onto the *Executive*.

- (iv) If an elected position remains vacant after election, the vacancy can be filled by appointment by the *Board* of a *Member* or *Student Representative* holding another position on the *Executive*.
 - (v) The *Board* may, in its discretion, decide not to replace a *Student Representative* should a vacancy arise, having regard to the length of term of that *Student Representative* remaining, the capacity of the other *Student Representatives*, and *Student Representative* interest in seeking to being appointed to fill that vacancy.
 - (vi) The term of office of *Student Representatives* is one calendar year and expires at the end of each calendar year in the year following election or appointment to the *Executive*, but a *Student Representative* may be re-appointed but shall not serve in that position for more than 3 consecutive years.
- (d) The functions and powers of *Executive* are as follows:
- (i) To represent the interests of Massey University students,
 - (ii) Ngā whakapono katoa – only *Student Representatives* from each student community shall have the right and authority to represent the views of that student community,
 - (iii) Tino Rangatiratanga – the *Student Representatives* in each student community (General/Distance, Māori, and Pasifika) shall, under the leadership/guidance of each of their Presidents or Mana Whakahaere, have authority, independently, to determine their actions and outcomes,
 - (iv) Ngā tikanga katoa rite tahi – all *Student Representatives* share the same rights and privileges,
 - (v) Kāwanatanga – the eight *Student Representatives* referred to in Appendix (l) to (s) will be appointed to the governing *Board* in accordance with Rule 11.2,
 - (vi) Te ritenga Māori – all *Student Representatives* are required to honour Māori spiritual practices.
 - (vii) Taonga – all *Student Representatives* are required actively to protect and develop Māori treasures, knowledge, and values.

11.3 The *Board* of *TE TIRA AHU PAE* shall consist of 8 natural persons and:

- (a) All *Board Members* must be *Entitled Members* who are not prevented from serving on the *Board* under Rule 11.3, and *Student Representatives* appointed to the *Board* must be *Entitled Members* who are not prevented from serving on the *Board* under Rule 11.2.
- (b) The General/Distance President, Mana Whakahaere and Pasifika President of *TE TIRA AHU PAE*:
 - (i) Shall be ex officio members of the *Board*, and,
 - (ii) After all members of the *Board* are appointed pursuant to Rule 11.1(c), the *Board* at its first *Board* meeting shall elect one of those Presidents or Mana Whakahaere as the *Chairperson* and another of those Presidents or Mana Whakahaere as the Deputy *Chairperson* of the *Board*, and
- (c) The other five *Board Members* shall be members of the *Executive* appointed to the *Board* pursuant to Rule 11.2

and they, together with any additional *Board Members* co-opted under Rule 11.5, shall be *TE TIRA AHU PAE's Board* and hold office under Rule 12.1,

11.4 *Board* members while in office:

- (a) Must not be prevented from serving on the *Board* under this Rule,
 - (b) Must not be disqualified under section 47(3) of the *Statute* from being appointed or holding office as a member of the *Board*, namely:
 - (i) A person who is under 16 years and appointees to of age,
 - (ii) A person who is an undischarged bankrupt,
 - (iii) A person who is prohibited from being a director or promoter of, or being concerned or taking part in the management of, an incorporated or unincorporated body under the Companies Act 1993, the Financial Markets Conduct Act 2013, or the Takeovers Act 1993, or any other similar legislation,
 - (iv) A person who is disqualified from being a member of the governing body of a charitable entity under section 31(4)(b) of the Charities Act 2005,
 - (v) A person who has been convicted of any of the following, and has been sentenced for the offence, within the last 7 years:
 - an offence under subpart 6 of Part 4 of the Incorporated Societies Act 2022,
 - a crime involving dishonesty (within the meaning of section 2(1) of the Crimes Act 1961),
 - an offence under section 143B of the Tax Administration Act 1994,
 - an offence, in a country other than New Zealand, that is substantially similar to an offence specified in the previous three subparagraphs, or
 - a money laundering offence or an offence relating to the financing of terrorism, whether in New Zealand or elsewhere, or
 - (vi) A person subject to—
 - An order under section 108 of the Credit Contracts and Consumer Finance Act 2003; or
 - A forfeiture order under the Criminal Proceeds (Recovery) Act 2009; or
 - A property order made under the Protection of Personal and Property Rights Act 1988, or whose property is managed by a trustee corporation under section 32 of that Act,
- AND** before being elected or appointed to office must sign a certificate confirming that he or she consents to being elected or appointed and is not disqualified from being elected or appointed or holding office under section 47(3), Incorporated Societies Act 2022 set out above,
- (c) Must not be a person who is disqualified from being an officer of a charitable entity under section 16 of the Charities Act 2005,
 - (d) Must not be a person prevented from serving on the *Board* under this Rule, and
- Unless specifically permitted by this Constitution no person may hold more than one position on the *Board*, and if a person is eligible for more than one position and is declared appointed to

more than one position, the nominee shall take office to the most senior position listed in Rule 11.1 for which the person was nominated.

- 11.5** In addition to *Board Members* appointed under Rule 11.2(a), the *Board* may, for special projects, co-opt any person (other than a person disqualified from serving by reason of Rule 11.3(b)) to the *Board* who signs a written consent to join the *Board* and a certificate that he or she is not disqualified from being appointed or holding office as a *Board Member* by this Constitution or the Incorporated Societies Act 2022, for a specific purpose, or for a limited period, or generally until the next Annual *General Meeting*, and unless otherwise specified by the *Board* any person so co-opted shall have full speaking rights as a *Board* member but not voting rights.

11.6 Terms of office of *Board Members*⁴³

- (a) The term of office of appointed *Board* members expires at the end of each calendar year.
- (b) No *Board* member shall serve for more than 3 consecutive years.
- (c) The term of office of a co-opted *Board Member* co-opted pursuant to Rule 11.5 expires at the end of any finite term for which that person was co-opted, or otherwise at the end of next Annual *General Meeting* held after that co-option.
- (d) If any *Board* member ceases to be qualified to hold office because that *Board* member is disqualified from holding office in terms of Rule 11.4 that *Board* member shall cease to hold that office.

- 11.7** If a vacancy in the position of any *Board Member* occurs during the *Board Member's* term (whether under Rule 11.3 or by death, resignation in writing delivered to the *Manager*, removal, or retirement) that vacancy shall be filled by appointment of some other *Student Representative* from the *Executive*, not prevented from serving on the *Board* under Rule 11.3, by resolution of the *Board* for the remainder of the term.

Chairperson and Deputy Chairperson

- 11.8** The *Chairperson* shall, in addition to all other duties described in this Constitution, generally oversee and direct the affairs and business of *TE TIRA AHU PAE* and act as spokesperson for *TE TIRA AHU PAE*.

11.9 Functions of the *Chairperson* and Deputy-Chairperson:

- (a) The *Chairperson* shall be appointed by the *Board*, and in addition to all other duties described in this Constitution, shall generally oversee and direct the affairs and business of *TE TIRA AHU PAE* and act as spokesperson for *TE TIRA AHU PAE*.
- (b) The Deputy Chairperson shall assist the *Chairperson* and, in the absence or in the event of the inability of the *Chairperson*, the Deputy Chairperson shall undertake all the duties and have all the powers of the *Chairperson*.

43 See sections 50-51, Incorporated Societies Act 2022.

Manager and Records⁴⁴

11.10 The *Board* shall appoint a *Manager* who shall perform the duties of secretary of *TE TIRA AHU PAE*, manage its activities, manage its finances and maintain its financial records on such terms and conditions as the *Board* deems appropriate, and:

- (a) If the *Manager* is an individual, that person must be at least 18 years of age, at all times resident in New Zealand and must not have any of the characteristics set out in Rule 11.3, and
- (b) May be an employee of or contractor to *TE TIRA AHU PAE*.

11.11 The *Manager* shall:

- (a) Record the minutes of all *General Meetings* and *Board* meetings, and, in the absence of proof to the contrary, all such minutes when confirmed by the next such meeting and signed by the chairperson of that meeting shall be:
 - (i) Confirmation that the previous meeting was duly called, and
 - (ii) Treated and accepted as a true and correct record of what occurred at the previous meeting.
- (b) Be *TE TIRA AHU PAE's Contact Person* whom the Registrar of Incorporated Societies can contact when needed, and must be at least 18 years of age and must at all times be resident in New Zealand and not disqualified under the *Statute* from holding that office, and any change in that *Contact Person* or that person's name or *contact details*⁴⁵ shall be advised to the Registrar of Incorporated Societies within 20 *working days* after that change occurs or after *TE TIRA AHU PAE* became aware of the change,
- (c) Maintain the *Membership Register*,
- (d) Hold *TE TIRA AHU PAE's* records, documents, books, and the signed written consents and certificates of all elected or co-opted *Board* members to serve on the *Board* (and paper records may be digitally recorded and stored),
- (e) Maintain the *Conflicts of Interests Register*, which shall be available for inspection by *Board* members at any reasonable time,
- (f) Lodge with Registrar of Incorporated Societies an annual return in a form and as required by the *Statute*,
- (g) Deal with and answer *TE TIRA AHU PAE* correspondence, and
- (h) Perform such other duties as directed by the *Board*.

11.12 Subject to the terms of the *Manager's* contract, the *Board* shall have the power in its discretion to suspend or remove the *Manager* from office.

⁴⁴ See sections 112-116, Incorporated Societies Act 2022.

⁴⁵ See sections 5(2) and 116(1)(b), Incorporated Societies Act 2022.

Financial Procedures⁴⁶**11.13** The *Manager* shall:

- (a) Keep such written books of account as may be necessary to provide a true record of *TE TIRA AHU PAE's* financial position,
- (b) Maintain an assets register recording the assets of *TE TIRA AHU PAE*,
- (c) Consult with the *Board's* finance subcommittee as required, and keep the *Board* informed about *TE TIRA AHU PAE's* financial position,
- (d) Report on *TE TIRA AHU PAE's* financial position to each *Board* meeting,
- (e) Abide by the *Board's* approved financial policies,
- (f) Present financial statements of the most recent *financial year* (in such format as may be required by law) to the Annual *General Meeting*, and
- (g) File copies of those financial statements with the Registrar of Incorporated Societies or the Charities Board in a form and as required by the *Statute* and/or the Charities Act 2005.

11.14 The *Board* shall maintain bank accounts in the name of *TE TIRA AHU PAE*, and all withdrawal forms shall be signed, and electronic banking systems operated by any two of the *Manager*, *Treasurer*, and any other person designated by the *Board*.

11.15 The *Board* shall have the power in its discretion to suspend or remove the *Treasurer* from office.

11.16 The Annual *General Meeting* each year may, or if required by law shall, appoint a Member of the New Zealand Institute of Chartered Accountants who is not a *Member* to conduct an audit of the annual accounts of *TE TIRA AHU PAE*, and if any such person is unable to act the *Board* shall appoint a replacement.

***Board meetings held using any audio, audio and visual, or electronic communication technology*⁴⁷**

11.17 Notwithstanding any other provisions in this Constitution, the *Board* may hold a *Board* meeting at a notified venue or some other venue or venues and at two or more venues using any audio, audio and visual, or electronic communication technology that gives each *Board Member* attending in person or remotely a reasonable opportunity to participate.

12.0 GOVERNANCE, FUNCTIONS AND POWERS OF THE *BOARD*⁴⁸

12.1 The *Board* shall meet at such place and at such times and in such manner as it shall determine, and:

- (a) The quorum for *Board* meetings is four (4) *Board Members*,

⁴⁶ See sections 101-109, Incorporated Societies Act 2022

⁴⁸ See sections 26(1)(f), 46, 54 and 63-73, Incorporated Societies Act 2022.

- (b) The *Chairperson* shall chair *Board* meetings, or in the *Chairperson's* absence the Deputy Chairperson, and in the absence of both of them any other *Board Member* determined by the *Chairperson*,
- (c) Each Member of the *Board* present at a meeting of the *Board* is entitled to 1 vote and in the event of a tie on any question the *Chairperson* may exercise an additional casting vote.
- (d) A resolution in writing signed or assented to by email, or other form of visible or other electronic communication by or of all *Board Members* shall be valid and effectual as if it had been passed at a meeting of the *Board* duly convened and held. Any such resolution may consist of several documents in like form each signed by one or more of the *Board Members*,
- (e) A meeting of the *Board* may be held where one or more of the *Board Members* is not physically present at the meeting, provided that:
 - (i) Notice of the meeting is given to all *Board Members* in accordance with the procedures agreed from time to time by the *Board*, and
 - (ii) All *Board Members* participating in the meeting can communicate with each other effectively simultaneously and instantaneously whether by means of telephone or video conferencing facility or by any other form of communication,
- (f) If any failure in communication prevents Rule 12.1(e) from being satisfied and such failure results in the quorum not being met or maintained the meeting shall be suspended until the requirements under Rule 12.1(e) are met, and if not met within 15 minutes from the time of interruption the meeting shall deem to have been terminated or adjourned,
- (g) Any meeting held where one or more *Board Members* is not physically present shall be deemed to be held at the place specified in the notice of meeting provided a *Board Member* is there present and if no *Board Member* is there present the meeting shall be deemed to be held at the place where the chairperson of the meeting is located, and
- (h) The *Board* may remove any *Board Member* who misses more than two meetings without apology or appropriate reason and/or if the *Board* deems that the *Board Member's* contribution to *Board* meetings and business is inadequate, and that removal may be effected by a resolution and vote at any *Board* meeting so long as a quorum is present, and the *Board Member* can be replaced in accordance with Rule 11.7.

12.2 In each calendar year, *TE TIRA AHU PAE* shall be governed by the *Board*, which shall be accountable to the *Members* for the advancement of *TE TIRA AHU PAE's* purposes and the implementation of resolutions approved by any *General Meeting* or by a *Board* meeting, and at all times each *Board Member*.

- (a) Shall act in good faith and in what he or she believes to be the best interests of *TE TIRA AHU PAE*,
- (b) Must exercise all powers for a proper purpose,
- (c) Must not act, or agree to *TE TIRA AHU PAE* acting, in a manner that contravenes the *Statute* or this Constitution,

- (d) When exercising powers or performing duties as a *Board Member*, must exercise the care and diligence that a reasonable person with the same responsibilities would exercise in the same circumstances taking into account, but without limitation, the nature of *TE TIRA AHU PAE*, the nature of the decision, and the position of the *Board Member* and the nature of the responsibilities undertaken by him or her,
 - (e) Must not agree to the activities of *TE TIRA AHU PAE* being carried on in a manner likely to create a substantial risk of serious loss to *TE TIRA AHU PAE* or to *TE TIRA AHU PAE's* creditors, or cause or allow the activities of *TE TIRA AHU PAE* to be carried on in a manner likely to create a substantial risk of serious loss to *TE TIRA AHU PAE* or to *TE TIRA AHU PAE's* creditors,
 - (f) Must not agree to *TE TIRA AHU PAE* using its funds or property other than to advance the purposes of *TE TIRA AHU PAE*, and
 - (g) Must not agree to *TE TIRA AHU PAE* incurring an obligation unless he or she believes at that time on reasonable grounds that *TE TIRA AHU PAE* will be able to perform the obligation when it is required to do so.
- 12.3** Subject to this Constitution and any resolution of any *General Meeting* the *Board* may:
- (a) Approve resolutions by a majority of *Board Members* without the necessity for a physical *Board* meeting, and approval may be given by *Board Members* all signing the resolution or approving it by email or other electronic means,
 - (b) Exercise all *TE TIRA AHU PAE's* powers, other than those required by the *Statute* or by this Constitution to be exercised by *TE TIRA AHU PAE* in *General Meeting*,
 - (c) Assign duties and/or delegate powers to *Board Members*, and
 - (d) Enter into contracts on behalf of *TE TIRA AHU PAE* or delegate such power to a *Board Member*, sub-Board, employee, or other person.
- 12.4** Every *Board Member* having a personal interest in a matter relating to *TE TIRA AHU PAE* must disclose details of the nature and extent of any interest (including any monetary value of the interest if it can be quantified) to the *Board*, and the declared interest shall be recorded by the *Manager* in *TE TIRA AHU PAE's Conflicts of Interests Register* kept by the *Board*.
- 12.5** The *Board* shall maintain oversight and control over business units owned or established by Massey University Students' Association (MUSA) and any profits from any business unit after meeting its expenses shall only be distributed for the benefit of Manawatū students with the approval of a resolution of a *General Meeting* of students from the Manawatū campus.

13.0 DISPUTES, COMPLAINTS AND DISCIPLINE⁴⁹

The following disputes procedures in this section of the Constitution are designed to enable and facilitate the fair, prompt and efficient resolution of *disputes* and *complaints* in a manner that complies with the requirements set out in the *Statute*. All *Members* (including the *Board*) are obliged to comply with these procedures to resolve *disputes* and *complaints*, and to cooperate to resolve disputes efficiently, fairly, and with minimum disruption to *TE TIRA AHU PAE*'s activities.

- (a) Any *dispute* raised by a *Member*, and any *complaint* by anyone, is to be lodged in writing by the complainant with the *Manager* and must provide such details as are necessary to identify the details of the *dispute* or *complaint*.
- (b) The complainant raising a *dispute* or *complaint* and the *Board* must consider and discuss whether a *dispute* or *complaint* may best be resolved through informal discussions, mediation, or arbitration. Where mediation or arbitration is agreed upon, the parties will sign a suitable mediation or arbitration agreement.
- (c) Rather than investigate and deal with any *dispute* or *complaint*, the *Board* may:
 - (i) Appoint a sub-committee to deal with the same, or
 - (ii) Refer the same to an external arbitrator, arbitral tribunal, or external visitor (or referee), so long as minimum standards of natural justice consistent with those specified in the *Statute* are satisfied, and
 the *Board* or any such sub-committee or person considering any *dispute* or *complaint* is referred to in the balance of this Rule as the "decision-maker."
- (d) The decision-maker shall:
 - (i) Consider whether to investigate and deal with the *dispute* or *complaint*, and
 - (ii) May decline to do so pursuant to Clause 6, Schedule 2, Incorporated Societies Act 2022 where the decision-maker and *TE TIRA AHU PAE* are both satisfied that:
 - the *dispute* or *complaint* is trivial, or
 - the *dispute* or *complaint* does not appear to disclose or involve any allegation that a *Member* or *Board Member* has engaged in material misconduct, that a *Member* or *Board Member*, or *TE TIRA AHU PAE* has materially breached, or is likely to materially breach, a duty under this Constitution or bylaws made under it, or the Incorporated Societies Act 2022 Act, or that a member's rights or interests or members' rights or interests generally have been materially damaged, or
 - the matter raised appears to be without foundation or there is no apparent evidence to support it, or
 - the complainant has insufficient interest in the matter, or
 - the conduct, incident, event, or issue has already been investigated and dealt with by *TE TIRA AHU PAE* under this Constitution, or
 - that there has been an undue delay in raising the *dispute* or making the *complaint*.

⁴⁹ See sections 38-44 and Schedule 2, Incorporated Societies Act 2022.

- (e) Where the decision-maker decides to investigate and deal with a *dispute or complaint*, the following steps shall be taken:
 - (i) The complainant and the person or persons complained against must be advised of all details of the *dispute or complaint*,
 - (ii) The *Member* or *TE TIRA AHU PAE* which is the subject of the *dispute or complaint* must be given an adequate time to prepare a response,
 - (iii) The complainant and the *Member* or *TE TIRA AHU PAE* which is the subject of the *dispute or complaint* must be given an adequate opportunity to be heard, either in writing or at an oral hearing if the decision-maker considers that an oral hearing is required, and
 - (iv) Any oral hearing shall be held by the decision-maker, and/or any written statement or submissions shall be considered by the decision-maker.
- (f) Where the decision-maker decides to investigate and deal with a *dispute or complaint*, the following steps shall be taken:
 - (i) The complainant and the person or persons complained against must be advised of all allegations concerning the *Member* and of all details of the *dispute or complaint*,
 - (ii) The person or persons complained against must be given an adequate time to prepare a response,
 - (iii) The complainant and the person or persons complained against must be given an adequate opportunity to be heard, either in writing or at an oral hearing if the decision-maker considers that an oral hearing is required, and
 - (iv) Any oral hearing shall be held by the decision-maker, and/or any written statement or submissions shall be considered by the decision-maker.
- (g) A *Member* may not make a decision on or participate as a decision-maker regarding a *dispute or complaint* if two or more *Board Members* or the decision-maker considers that there are reasonable grounds to infer that that person may not approach the *dispute or complaint* impartially or without a predetermined view (and such a decision must be made taking into account the context of *TE TIRA AHU PAE* and the particular case, and may include consideration of facts known by the other *Members* about the decision-maker so long as the decision is reasonably based on evidence that proves or disproves an inference that the decision-maker might not act impartially).
- (h) The decision-maker may:
 - (i) Dismiss a *dispute or complaint*, or
 - (ii) Uphold a *dispute* and make such directions as the decision-maker thinks appropriate (with which *TE TIRA AHU PAE* and *Members* shall comply),
 - (iii) Uphold a *complaint* and:
 - Reprimand or admonish the *Member*, and/or
 - Suspend the *Member* from membership for a specified period, or
 - Terminate the *Member's* membership, and
- (i) Order the complainant (if a *Member*) or the person or persons complained against to meet any of *TE TIRA AHU PAE's* reasonable costs in dealing with a *dispute or complaint*.

- (j) If any *Member* complained against resigns after a *complaint* is received *TE TIRA AHU PAE* shall have power to continue to follow the procedures set out for investigating and making decisions on the *complaint* and, if the *complaint* is upheld, of imposing penalties and making orders for payment of costs.

14.0 WINDING-UP⁵⁰

- 14.1** *TE TIRA AHU PAE* may be wound up or liquidated or removed from the Register of Incorporated Societies under the provisions of the *Statute* provided that any such proposal is notified and approved as required by the *Statute*.
- 14.2** In accordance with Rules 10.6 and 10.7 the *Manager* shall notify all *Entitled Members* and *Life Members* of any proposed motion to wind up *TE TIRA AHU PAE* or remove it from the Register of Incorporated Societies and of the *General Meeting* at which any such proposal is to be considered, of the reasons for the proposal, and of any recommendations from the *Board* in respect such notice of motion.
- 14.3** Any resolution to wind up *TE TIRA AHU PAE* or remove it from the Register of Incorporated Societies must be passed at a *General Meeting* by a two-thirds majority of all *Entitled Members* present and voting and/or voting by proxy.
- 14.4** If *TE TIRA AHU PAE* is wound up or liquidated or removed from the Register of Incorporated Societies no distribution shall be made to any *Member*.
- 14.5** Subject always to the prohibition in Rule 14.4, on *TE TIRA AHU PAE*'s winding up or liquidation or removal from the Register of Incorporated Societies of its surplus assets after payment of all debts, costs and liabilities shall be vested in a charitable organisation with similar purposes as *TE TIRA AHU PAE* as is decided upon by a resolution to wind-up or following its liquidation or removal from the Register of Incorporated Societies

50 See sections 208-230, Incorporated Societies Act 2022.

Schedule – Appointments of Student Representatives onto the Executive

Annual Executive Appointments

1. Seven *Student Representative* positions under Rule 11.1(b)(i) to 11.1(b)(vii) will be appointed to the *Executive* for the following calendar year.
2. Unless the *Board* resolves to hold them at another time, appointments will be made prior to elections in the second semester.
3. The appointment process:
 - (a) The *Board* will call for expressions of interest from the student body,
 - (b) Interested individuals must attend a presentation to learn more about *Student Representative* roles and reconfirm their interest,
 - (c) Interviews will be held with shortlisted candidates, and
 - (d) The seven *Student Representatives* will be appointed, and the student body shall be notified.
 - (e) Candidates will be shortlisted and interviewed by a *Board* appointment panel, and the appointment panel shall include the following members:
 - (i) Each President and Mana Whakahaere will be on their cohorts appointment panel unless (v) below applies
 - (ii) The TE TIRA AHU PAE *Manager*,
 - (iii) The TE TIRA AHU PAE Representation Manager, and
 - (iv) Up to 3 additional panel members per cohort (General/Distance, Māori, and Pasifika) recommended to the board by each cohorts President or Mana Whakahaere.
 - (v) If a President or Mana Whakahaere is standing for reappointment, they will be replaced on the appointment panel by another board member or Student Representative on the Executive from within their cohort.

Student Representatives on the *Executive* – Elections

4. Sixteen (16) *Student Representative* positions under Rule 11.1(b)(viii) to 11.1(b)(xii) will be elected to the *Executive* for the following calendar year.
5. The Election Manager
 - (a) The *Board* will appoint an Election Manager for any elections before nominations close.
 - (b) The Election Manager will be responsible for the conduct of the election.
 - (c) When nominations close, the Election Manager will immediately provide a list of names of nominees to the *Board* and will liaise with the *Board* regarding any ongoing appeals or withdrawals or vacancies in respect of nominations.
 - (d) The Election Manager will ensure that the election is fair and democratic and takes place in accordance with these Rules.
 - (e) **Powers and duties of the Election Manager:** The Election Manager will:
 - (i) Appoint any assistants with such powers as the Election Manager sees fit,
 - (ii) Provide materials and facilities suitable for voting,
 - (iii) Ensure that only *Members* vote,

- (iv) Ensure the election is conducted by secret ballot,
 - (v) Publicly notify *Members* of the days on which voting will be held specifying the hours during which voting may take place,
 - (vi) Regulate the manner of voting and of recording votes,
 - (vii) Arrange for and supervise the counting and recounting of votes and disallow votes not submitted in the specified manner or which are not sufficiently clear,
 - (viii) Retain all voting papers safely for ten (10) *working days* after the elections after which time all voting papers will be destroyed unless a recount is demanded before ten (10) *working days* which requires voting papers to be recounted and kept for that purpose only after which time they will be destroyed,
 - (ix) Do all things necessary, expedient, or advisable in the Election Manager's opinion for the proper, fair and democratic conduct of the elections, and
 - (x) Provide a written report in a timely manner to the *Board* certifying that the elections have been conducted in accordance with these Rules and notify any irregularities in the elections after the conclusion of voting.
- (f) **Additional staff assistance:** In the performance of these duties, the Election Manager can require the assistance of the *TE TIRA AHU PAE's* relevant communications and events staff and volunteers.
- (g) All acts and things done by the Election Manager will be deemed to be authorised by the *Board* provided that they were done in accordance with these Rules.
6. Sixteen (16) *Student Representative* positions under Rule 11.1(b)(viii) to 11.1(b)(xxi) will be elected to the *Executive* for the following calendar year.

Annual Executive Elections

7. The *Board* will set a time to hold the annual *Executive* elections to elect the *Student Representatives* to the *Executive* for the following calendar year. Unless the *Board* resolves to hold them at another time, these elections will be held in the second semester.
- (a) **Nominations**
- (h) **Eligibility:** All Members are eligible for nomination provided they are eligible in accordance with Rule 11(1)(a).
 - (i) **Opening nominations:** The *Board* will resolve to open nominations for *Student Representatives* on the *Executive* at a reasonable time prior to the date set for the election.
 - (j) **Calling for nominations:** The *Manager* will post notice to the Student Body calling for nominations for *Student Representatives* on the *Executive*.
 - (k) **Nominations open:** This notice will specify the date by which nominations must be submitted to the *Manager*, and nominations must be open for at least five (5) *working days*.
 - (l) **Submitting a nomination:** All nominations must be in writing and are effective when:

- The nominee and one (1) other *Member* have signed the nomination form; or
 - Three (3) *Members*, with the consent of the nominee, have signed the nomination form.
- (m) **Maximum positions sought:** A person can only be nominated for a maximum of two (2) positions on the *Executive*.
- (n) **Advertising nominees:** After nominations close, the *Manager* will prepare a list of valid nominees (in alphabetical order) and their nominator for each position and notify this list publicly to all *Members*.
- (o) **Refusing a nomination:** The *Manager* may not refuse a nomination for any reason other than on grounds of form or eligibility.
- (p) **Appeals:** Any nominee or *Member* may appeal a decision of the *Manager* to refuse or accept a nomination provided that:
- Appeals must be made in writing to the *Manager* or the *President* within twenty-four (24) hours of the close of nominations; and
 - Appeals must specify the reasons for appeal.
- (q) **Determining appeals:** The *Board* shall have full power to accept or reject any nomination under appeal or to determine the matter in any other manner.
- (r) **No nominee for a position:** Where no nomination has been received in respect of any position, nominations will be extended for at least forty-eight (48) hours and if no nominations are received after this extension, the position shall be considered to be vacant and the vacancy may be filled by the *Board* by appointment.
- (s) **Withdrawal of nomination:** Where a nominee wishes to withdraw from an election, the nominee must deliver to the *Manager* a written withdrawal, and such withdrawal shall be irrevocable.

8. Voting

- (a) **Opening voting:** Voting for nominees will open within ten (10) *working days* of nominations closing.
- (b) **Voting open:** The voting period will be no less than three (3) *working days* but cannot exceed seven (7) *working days*.
- (c) **Method of voting:** Voting will occur in accordance with the following rules:
- (i) *Members* each have one vote per *Executive* position and may allocate their vote towards a nominee or may vote 'no confidence' or abstain,
 - (ii) Voting may take place through any media, physical or digital as may be determined by the *Board* from time to time, and
 - (iii) Voting will open for such times during the voting period determined by the *Board*.
- (d) **Outcomes of voting:** The following may be the outcome of voting for any given position:
- (i) **Nominee elected:** The nominee with the most votes will be elected provided that the nominee also receive more votes than abstentions and votes of "no confidence."
 - (ii) **Tie:** Where two or more nominees receive an equal number of votes, the *Manager* will determine whether to extend the voting period to receive further votes and if so, for

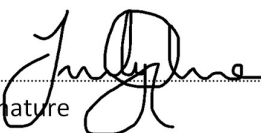
how long (being a minimum of six (6) hours on the next *working day*). If extended, the *Manager* will publicly advertise the names of the nominees for the tied position to all *Members* and arrange for a re-vote. Those nominees who were tied will remain as nominees in any extended voting period unless they withdraw.

- (iii) **Vacancy:** If there are more "no confidence" votes and abstentions than votes for the highest polling nominee then the position will be vacant.
- (iv) **Nominee must choose position:** If a nominee receives more votes than any other nominee and votes of "no confidence" and abstentions for two positions, then they must select the position they prefer within two (2) *working days* and the second-highest polling nominee for the other position shall be deemed to elected to that position.
- (e) **Advertising elected nominees:** The *Manager* will determine the outcomes for each position and will promptly publicly advertise the list of elected nominees and vacant positions (as the case may be) to all *Members*. This list will include the number of valid votes cast for each nominee, as well as 'no confidence' votes and abstentions for each position.
- (f) **Recount:** A nominee may demand a recount of votes by writing to the *Manager* if the margin between the nominees or between the nominee and 'no confidence' votes or abstentions is within 5% of the total votes cast. The *Manager* must then recount the votes and provide a response to the nominee who requested the recount within 48 hours of the request being received by the *Manager* and re-advertise the list of successful nominees and vote counts should a correction be necessary.

Signatures to confirm acceptance of the MASSEY UNIVERSITY STUDENT ASSOCIATIONS FEDERATION new constitution and name change to TE TIRA AHU PAE:

Jacalyn Clare

Name

Signature 

Aniva Feau

Name

Signature 

Ramairoa Tawera

Name

Signature 