

NZPI Board Manual

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What is NZPI

The New Zealand Planning Institute (NZPI), which was established as an Incorporated Society in 1949, is the professional organisation representing planners, resource managers, urban designers, and environmental practitioners throughout New Zealand. NZPI promotes professional excellence and works in partnership with planners to shape the future according to the changing and diverse needs of all New Zealanders. See www.planning.org.nz for more information.

Who are NZPI Members

NZPI currently has approximately 2500 members that belong to a range of membership categories. Full details of the membership categories, subscription fees and criteria can be found [on our website](#).

How does NZPI add value to its membership

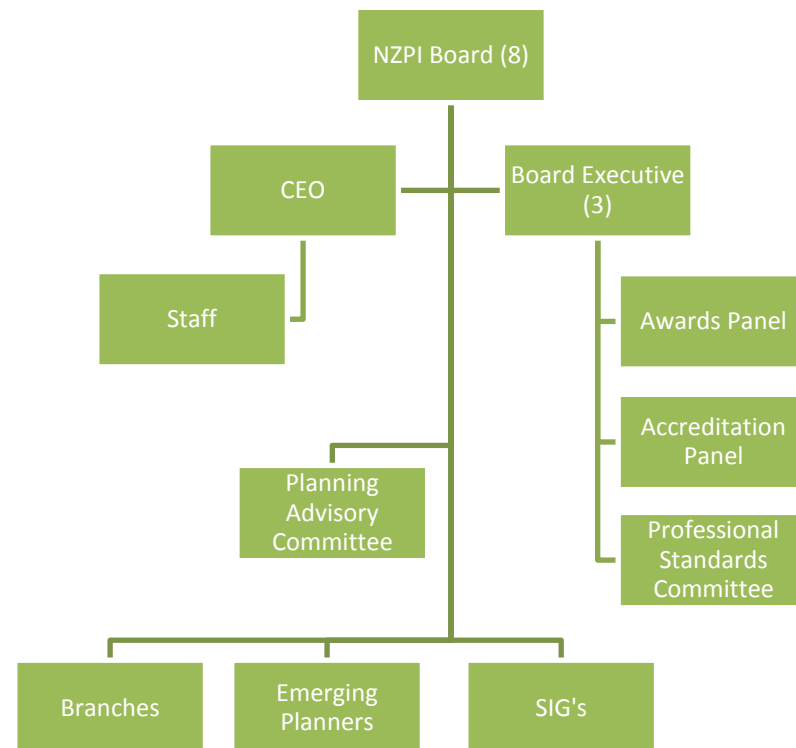
NZPI provides a large and diverse range of membership benefits including advocacy, education, accreditation, scholarships, exchange programs and networking opportunities. Full details of membership benefits can be found [on our website](#).

How is NZPI Governed

The governance of the NZPI is defined in the NZPI constitution, which can be found [on our website](#).

Governance Structure

The following graphic depicts how the component parts of NZPI relate to one another and form a cohesive governance framework.



What does the NZPI Board do

As per the constitution the role of the Board is to:

- Determine the Organisation's Mission, Vision and Goals
- Select the CEO
- Support the CEO and review his or her performance
- Ensure effective organisational planning
- Ensure adequate resources
- Manage resources effectively
- Determine and monitor the organisation's programs and services
- Enhance the organisation's public image
- Serve as a Court of Appeal
- Assess Its own performance

How do you become a Board member

The NZPI Board is made up of eight elected members elected from across New Zealand. The adjacent map indicates the boundaries from which the eight Board Members are elected. The number of Board members from each region is as follows:

- 3 Board members from the Auckland / Northland region
- 2 Board members from the rest of North Island (excepting Wellington)
- 1 Board member from the Wellington region
- 2 Board members from the South Island



The eight Board members are elected by eligible voting members of NZPI for a three year term. Those eight elected members then select a Chair by simple majority from amongst their number. Please note that all Board nominees must be full members of NZPI.

The Chair is empowered to then select from the remaining board members both a Deputy Chair and Treasurer/ Secretary.

Collectively, the Chair, Deputy Chair and Treasurer/Secretary form the Executive.

The NZPI Board is supported in its work by the staff in the NZPI national office.

Is NZPI an Umbrella Organisation

NZPI has a number of groups/committees that sit under its constitutional, administrative and financial umbrella. These include:

- 11 Branches (including the London Branch)
- Emerging Planners Group
- Papa Pounamu (Maori/Pasifika Special interest group)

NZPI also has a number of sub-committees. These include:

- The Executive
- The Planning Advisory Committee
- The NZPI Professional Standards Committee
- The NZPI Awards Panel
- The NZPI Accreditation Panel

NZPI Branches

There are 10 [NZPI branches](#) throughout New Zealand and an overseas branch based in London. Each branch holds its own events and activities. Each is governed by a local Chair and Committee. The Chairs are full members of NZPI and are elected for a twelve month term at the Branch Annual General Meeting. Each Branch is self-funding.

NZPI Emerging Planners Group

The Emerging Planners Group is made up of Emerging Planner reps and members throughout all of the Branches of NZPI. Further information on the Emerging Planners group can be found [on our website](#).

Papa Pounamu

Papa Pounamu is the Maori/Pasifika Special Interest group of NZPI. Further information on Papa pounamu can be found [on our website](#).

The Executive

The Executive of NZPI is made up of the Chair, Deputy Chair and Hon Secretary/Treasurer. The Executive Board provide oversight for matters of a routine business nature or matters on which a clear policy has been established by the Board. At every meeting of the Executive Board a quorum shall be a number not less than three.

Planning Advisory Committee

The Board is supported in its work by an advisory committee that is made up of the following

- The Chair of all NZPI Branches (or his/her delegate). Please note that if the Chair elects to delegate this role then the chosen delegate must be a full member of NZPI and have at least 10 years planning experience
- A representative of all Special Interest Groups (SIG's)
- The national representative of the Emerging Planners Group

The role of the Planning Advisory Committee is to:

- Support and monitor progress against Strategic Plan objectives
- Provide input on development of the planning policy and submissions program
- Advise NZPI Board on potential additions/revisions to the Strategic Plan
- Advise NZPI Board on potential issues through reports to NZPI Board
- Communicate with NZPI Board following each PAC meeting

The Senior Policy Advisor provides administrative support to the PAC. The Chair of the NZPI Board is an ex-officio member of PAC. The relationship between PAC and the Board is guided by the PAC Protocol. More information on PAC can be found [on our website](#).

NZPI Awards Panel

The Awards Panel is typically made up of the Executive of NZPI. Its role is to recommend Award categories/criteria and winning nominees to the NZPI Board for endorsement. More on the NZPI Awards can be found [on our website](#)

NZPI Professional Standards Committee

The Professional Standards Committee is headed by the immediate past chair of the NZPI. And assisted by the Chair of NZPI, the CEO and NZPI Lawyer as necessary. More information on NZPI Professional Standards Committee and the NZPI Code of ethics can be found [on our website](#).

Accreditation Review Panel

The Accreditation Review Panel is responsible for review of all Universities undergoing accreditation or reaccreditation. It is selected by the Executive and reports to the Board.

Membership Interviews

There are membership interview panels established within each region. These panels serve to consider membership applications to NZPI.

Fellowships

The Board may from time to time offer invitations or accept nominations for persons to become a Fellow, a Life Fellow or an Honorary Fellow of the Institute in accordance with the following guidelines:

- The candidate shall have been a Full Member for not less than 10 years
- During the immediately preceding 10 years the candidate's principal occupation shall have been in the planning profession, of which at least 5 years shall have been in a supervisory capacity whereby the candidate was responsible for planning work undertaken by others

The candidate will have rendered conspicuous service to the planning profession. Such service may include involvement with the Institute, contributions to planning education, promotion of the planning profession to the wider community, including by the presentation of papers or the preparation of publications, or representation of the profession in Government, non Government, or community bodies or forums.

Life Fellow

When considering a candidate for elevation to Life Fellow of the Institute, the Board shall take into account guidance from the following criteria:

- The candidate is a Fellow of the Institute.
- The candidate has rendered distinguished service to the profession of planning; that is, a service that is considered outstanding and generally performed by a person considered eminent and superior in reputation as a planner.

- The candidate is most likely to be a person approaching retirement after a long and distinguished career in the planning profession.

Honorary Fellow

When considering a candidate for elevation to Honorary Fellow of the Institute, the Board shall take into account guidance from the following criteria:

- A candidate will not have been a Full Member of the Institute and need not have been a member of the Institute.
- The candidate will be distinguished by scientific, artistic, literary, political, or other eminent attainments and whose activities promote or have promoted the aims and objects of the Institute.

The Board Decision Making Process

Upon considering a nomination for fellowship the Board will act in accord with the following principle: That decisions on fellowship nominations be unanimous where possible and the subject of discussion at a formal board meeting where unanimity is absent.

What are the Roles and Responsibilities of NZPI Board?

The NZPI Board is entrusted to work on behalf of all members and is accountable for NZPI's performance. It emphasises strategic leadership, sets the vision for the organisation and ensures that it complies with legal and policy requirements.

Service on NZPI's board of directors is without remuneration, except for administrative support, travel, accommodation and other costs directly incurred in meeting members' duties.

Policies are at a governance level and outline clear delegations to the CEO. The Board and CEO form the leadership team with the role of each documented and understood. The CEO reports to the board as a whole with committees used sparingly and only when a need is identified in order to contribute to Board work. The Board is proactive rather than reactive in its operations and decision making and does not involve itself in the administrative details of the day to day running of NZPI.

- Set and, as needed, modify the vision, mission and values
- Protect the special character/values of the organisation
- Ensure a sensible and feasible Strategic Plan
- Approve and monitor the Annual Plan
- Develop and review the general policy direction
- Monitor and evaluate outcomes of product and services
- Support and contribute to the performance review of the CEO
- Act as good employers and have an understanding of how NZPI operates
- Provide financial stewardship
- Oversee, conserve and enhance the NZPI's resource base
- Account to members for the products and services of NZPI
- Approve major policies and program initiatives
- Manage risk
- Build a broad base of community support
- Enhance the NZPI's public image

- Assess its own performance
- Exercise governance in a way that fulfils the intent of the Treaty of Waitangi by valuing and reflecting New Zealand's dual cultural heritage

The Board is committed to a program of professional development that includes the induction of new Board members



Does NZPI have a Strategic Plan

The NZPI Strategic Plan can be found [on our website](#). This document guides the focus of the NZPI, informing every decision that is made and the development of all annual plans. The Strategic Plan is regularly reviewed to ensure currency.

Does NZPI have an Annual Plan

The NZPI Annual Plan has been endorsed and will be provided as part of the Board's induction package. It is a reflection of the priorities to be found within the NZPI Strategic Plan.

NZPI also has a Constitution and Regulations

The NZPI Constitution and Regulations were reviewed and revised in 2015. These are two of the foundation documents of NZPI and should be read and understood by all Board members. The Constitution and companion Regulations can be found [on our website](#).

Board Policies

NZPI has a number of operational policies that Board members will need to be aware of as follows:

- Travel Policy
- Credit card use
- Delegations
- Membership Service Commitment

These policies will be provided to all new Board members as part of the induction program.

What are the Roles and Responsibilities of the Chair

As a partner to the Board members and Chief Executive Officer (CEO), the Board Chair provides oversight to NZPI. The Board Chair supports and sustains the work of NZPI, and provide governance leadership and strategic support.

Specific responsibilities of the Chair include:

Leadership, governance, and oversight

- As a Board member set and, as needed, modify the vision, mission, goals and values of NZPI
- Appoint and lead the Executive, i.e Deputy Chair, Secretary/Treasurer
- Protect the special character/values of the organisation
- Being a trusted advisor to the CEO as s/he develops and implements NZPI's strategic plan
- Developing and managing relationships and communications with: funders, partners, and other stakeholders
- Approving NZPI's annual budget, audit reports, and material business decisions; being informed of, and meeting all, legal and fiduciary responsibilities

- Reviewing outcomes and metrics created by NZPI for evaluating its impact, and regularly measuring its performance and effectiveness using those metrics
- Acting as a good employer
- Managing risk
- Enhancing the NZPI's public image
- Helping the Board to undertake a formal assessment of its own performance
- Coordinating and undertaking an annual performance evaluation of the CEO
- Periodically consulting with board members on their roles
- Planning, presiding over, and facilitating board and committee meetings; partnering with the CEO to ensure that board resolutions are carried out
- Acting as an ambassador for the organisation
- Exercise governance in a way that fulfils the intent of the Treaty of Waitangi by valuing and reflecting New Zealand's dual cultural heritage.
- Acting in accord with all Board Policy.

Board and Chair terms

NZPI's Board Chair (and Board members) serve a three-year term and are eligible for re-election. Board meetings are held quarterly. The Board Chair is in the first instance **elected** by the membership as a Board member and then **selected** by a simple majority of the eight Board members.

Qualifications for the Role of Chair

This is an opportunity for an individual who is passionate about the success of the planning profession and who has a track record of Board/Council leadership. The selected Board Chair may have achieved leadership stature in business, government, philanthropy, or the non-profit sector.

Ideal nominees may have the following attributes:

- Extensive professional experience with significant executive leadership accomplishments in business, government, philanthropy, or the non-profit sector
- Demonstrated success as a non-profit board member or board chair
- A commitment to and understanding of the planning profession preferably based on experience
- Diplomatic skills and a natural affinity for cultivating relationships and persuading, convening, facilitating, and building consensus among diverse individuals
- Excellent written and oral communication skills coupled with natural affinity for public speaking
- Personal qualities of integrity, credibility, and a passion for improving the planning profession

What are the Roles and Responsibilities of Board Members

The Board Members of NZPI support the work of the organisation and provide mission-based leadership and strategic governance. While day-to-day operations are led by NZPI's chief executive officer (CEO), the Board-CEO relationship is a partnership, and the appropriate involvement of the Board is both critical and expected.

Service on NZPI's Board of Directors is without remuneration, except for administrative support, travel, and accommodation costs in relation to Board Members' duties.

Specific Board Member responsibilities include:

Leadership, governance and oversight

- As a Board member set and, as needed, modify the vision, mission, goals and values of NZPI
- Protect the special character/values of the organisation
- Develop and manage relationships and communicating with: funders, partners, and other stakeholders
- Approve NZPI's annual budget, audit reports, and material business decisions; being informed of, and meeting all, legal and fiduciary responsibilities
- Review outcomes and metrics created by NZPI for evaluating its impact, and regularly measuring its performance and effectiveness using those metrics
- Act as a good employer
- Managing risk

- Enhance the NZPI's public image
- Commit to a program of professional development for Board members
- Act as an ambassador for the organisation
- Exercise governance in a way that fulfils the intent of the Treaty of Waitangi by valuing and reflecting New Zealand's dual cultural heritage.
- Act in accord with all Board Policy
- Attend local Branch meetings
- Be active in media commentary
- Be involved on local interview panels

Board terms/participation

NZPI's Board Members are elected to serve a three-year term and are eligible for election. Board meetings are held quarterly.

Qualifications for the Role of Board Member

This is an opportunity for individuals who are passionate about NZPI's mission and who have a track record of board leadership. Nominated Board Members may have achieved leadership stature in business, government, philanthropy, or the non-profit sector.

Ideal nominees may have the following attributes:

- Extensive professional experience with significant executive leadership accomplishments in business, government, philanthropy, or the non-profit sector
- A commitment to and understanding planning and the planning profession, preferably based on experience
- Diplomatic skills and a natural affinity for cultivating relationships and persuading, convening, facilitating, and building consensus among diverse individuals
- Personal qualities of integrity, credibility, and a passion for improving the planning profession.

What is the role of the Hon Secretary/Treasurer

The Hon Secretary/Treasurer is selected by the Chair from the members of the Board for a three year term. S/he is a member of the Executive and is tasked with the following:

- Monitors and oversees the finances, income and expenditure of NZPI in partnership with the CEO
- Works with the CEO to draft the annual budget for Board members' approval
- Ensures development and review of financial policies and procedures in partnership with the CEO
- Signs off on the audited annual accounts
- Participates in all Executive decision making
- Maintains records of the Board and ensures effective management of NZPI records

- Ensures minutes are distributed to members within two weeks after the Board meeting

What is the role of the CEO

The CEO is selected by the Executive and approved by the Board. The relationship between the Chair and the CEO is one of partnership and is critical to the success of the organisation. The CEO undertakes the following:

- Advises and supports the Board in its decision making
- Advocates/promotes NZPI and stakeholder change related to NZPI mission
- Supports motivation of NZPI staff and volunteers
- Ensures staff and Board have sufficient and up to date information
- Looks to the future for innovation change
- Interfaces between the Board and NZPI staff and volunteers
- Facilitates development of the Strategic and Annual Plans
- Interfaces between NZPI and the community
- Formulates policies and planning recommendations to the Board
- Decides or guides courses of action by NZPI staff
- Oversees operations of organisation
- Implements agreed plans
- Manages human financial and physical resources of NZPI
- Makes recommendations, supports Board during orientation and self – evaluation
- Support's Board's evaluation of the CEO

- Works in alignment with all NZPI policies
- Oversees elections and referendums

What is the role of the Branch Chairs

The 11 branch chairs are elected at the local AGM of the respective Branches. To be eligible for the role of Chair nominees must be a full member of NZPI.

The role of branch chairs includes the following:

- Participation on the Planning Advisory Committee
- Strategic leadership of Branch in alignment with broader NZPI strategy
- Ensuring GST reports are provided to NZPI officer in timely manner
- Ensuring end of year financial and audit reports are provided to NZPI officer in timely manner
- Keeping records of branch meetings
- Acting in accord with a standardised branch manual

Does NZPI have a Code of Ethics for Board Members

NZPI has endorsed the following code of Ethics for all Board members of NZPI. Nominees for the role of Board member must be willing to commit to, and sign, the ethics statement below.

Ethics Statement

“In establishing policy for and on behalf of NZPI’s members, I am a custodian in trust of the assets of their Institute. The members recognise the need for competent and committed elected board members to serve their organisation and have put their trust in my sincerity and abilities. In return, the members deserve my utmost effort, dedication, and support.

Therefore, as a board member of NZPI, I acknowledge and commit that I will observe a high standard of ethics and conduct as I devote my best efforts, skills and resources in the interest of NZPI and its members. I will perform my duties as board member in such a manner that members’ confidence and trust in the integrity, objectivity and impartiality of NZPI are conserved and enhanced. To do otherwise would be a breach of the trust which the membership has bestowed upon me.”

General

I will always hold the betterment of the membership of the organisation as my priority, including during all participation in discussions and voting matters.

I recognize that I am obligated to act in a manner which will bear the closest public scrutiny.

It is my responsibility to contribute to the Board any suggestions of ways to improve NZPI’s policies, standards, practices or ethics.

I will not abuse my position as a board member by suggesting to any NZPI staff member or volunteer that I am entitled to, or expect, any special treatment beyond regular members of the NZP.

I will declare any conflict of interest, be it real, potential, or apparent, which is not immediately obvious with regard to any matter being discussed in my presence during a meeting.

If the board decides at any time during a meeting that I have a conflict, I will accept their request that I refrain from participating in the discussion and I will leave the meeting at the board's request. I understand that the board's decision will be recorded in the minutes, either with or without the reasons for the decision being also recorded

I understand that the following activities are considered by NZPI to be conflicts of interest, and that conflicts of interest are not limited to the following situations:

- where a director makes a decision or does an act motivated by other or additional considerations than "the best interests of NZPI
- where a director personally contracts with the organisation or where he/she is a director of other organisations which are contracting with NZPI
- where a director learns of an opportunity for profit which may be valuable to him/her personally or to another organisation of which he/she is a member, or to other persons known to the director
- where a director, in any circumstance as related to the organisation, puts his/her personal interests ahead of the best interests of NZPI
- being disloyal to the not-for-profit organisation and its members

Examples of potential conflict of interest include:

- A board member makes a decision motivated by considerations other than the "best interests of the not-for-profit organisation"
- A board member or close family member personally contracting with NZPI
- A board member learns of an opportunity for profit which may be valuable to him/her personally or to another organisation of which he/she is a member
- A board member assists a third party in their dealings with NZPI, where such assistance could result in favourable or preferential treatment being granted the third party, by NZPI
- A board member receives gifts or loans from NZPI

Information

I will not knowingly take advantage of, or benefit, from information that is obtained in the course of my official duties and responsibilities as a board member, and that is not generally available to membership

I will be alert to information which NZPI can use to develop improved policies and strategies

I will protect NZPI's information closely and will not release or share confidential information without the permission, preferably in writing, of the person who provided it

I will maintain confidentiality of all information which the board deems ought to be kept confidential

Resources

I be mindful of resources which are in my trust on behalf of NZPI, and will help establish policies which ensure the maximization of secure and protected resources

I expect to be reimbursed for legitimate expenses incurred by myself for the sake of NZPI. I will keep all such expenses reasonable and justifiable and will discuss expenses which may be in question with the organisation's Chair.

Representing the Organisation

As part of my duties as a board member, I represent NZPI informally and formally to other associations, institutes, government officials, and business representatives. I recognize that it is important that I represent NZPI in such a way as to leave others with a positive impression of the organisation. In my duties I will preserve and enhance the good reputation of NZPI and will avoid behaviour which might damage its image.

Interpretation

The Chair of NZPI shall ensure that the practice of this ethics policy will be fair, just, and equitable in all situations of interpretation and application.

Enforcement

The Chair is ultimately responsible for immediate interpretation, application and enforcement of the board members' code of ethics policy. All

complaints concerning a possible code of ethics violation shall be made in writing to or by the Chair with a copy provided to the complainant.

The Chair shall make an initial determination of the issue and shall attempt initial resolution of the problem with the complainer and the complainant.


If this initial attempt at resolution is not successful, the president shall appoint a tribunal composed of three board members to investigate the complaint. The tribunal is required to investigate as required and submit a written report to the president within 30 days. The Chair will render his/her decision within ten days of receiving the tribunal's report.

The Chair's decision may be appealed in writing to the Board for consideration at the board's next regular scheduled meeting for a final decision. The final decision shall be delivered in writing to the complainer and complainant.

Delegation and Penalties

Should the Chair be the subject of a written complaint, the Deputy Chair shall perform the duties normally assigned to the Chair in this matter.

Penalties imposed for breach of the code of ethics may include, but are not limited to, the following:

-  excluding the Board member from portions of all future meetings and discussions which relate to the stated conflict of interest, and/or

- censure of the Board Member, in private, in public, or both, and/or
- removal of the Board Member from office by a resolution passed by a vote of two-thirds of the members voting at an annual or special general meeting of the not-for-profit organisation's members, provided that notice of such a proposed resolution is given with the notice calling the meeting.

I have read and I accept NZPI's Code of Ethics for all Board Members

Date: _____

Signature of Nominee: _____

Branch Chair and Group Contacts

Branch Chair and group contact details can be found [on our website](#).

NZPI Staff Contacts

NZPI staff contact details can be found [on our website](#).