



# Board Policy

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## Preamble

Spiritualism New Zealand is governed by a Board. The Board is responsible for the administration, general conduct and management of Spiritualism New Zealand in accordance with its [Act](#), [Constitution](#) and [Policies](#).

### 1. Composition

- 1.1. The composition of the Board is specified in section 8 of the Constitution. Our current policy on the composition of the Board is:
  - a. five (5) office holders, including the Chairperson (who is also the President)
  - b. a minimum of three (3) ordinary Board members, and
  - c. other members as the Board shall from time to time decide, e.g. Regional Coordinators as the membership of Spiritualism New Zealand grows.
- 1.2. The five (5) office holders are President, Vice President, Treasurer, Secretary and Registrar.

### 2. Eligibility

- 2.1. Any Individual Member or representative of an Organisation Member is eligible to be nominated as an ordinary Board member.
- 2.2. The five (5) office holders are nominated from Board members who have served for at least one (1) year on the Board.
- 2.3. Board members, including office holders, are voted onto the Board by a majority vote of the National Council (Individual Members and Organisation Member representatives).
- 2.4. All Board member appointments are dependent on a 'clear' criminal conviction history. This is obtained through either a Police Vetting Check or a Ministry of Justice criminal record request undertaken by Spiritualism New Zealand (free of charge) for the purposes of determining an individual's suitability to be a Board member.<sup>1</sup>

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<sup>1</sup> Among other matters, Spiritualism New Zealand seeks to protect the safety of the public and uphold the reputation of those representing Spiritualism New Zealand as members of the Board.

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- 2.5. A 'clear' criminal conviction history is one containing no convictions or where the Registrar is satisfied that the information will not interfere with an individual's ability to hold or to act in the relevant position or perform any relevant functions.
  - 2.6. If a criminal conviction history comes back with a conviction:
    - a. the information is considered by the Registrar and a nominated office holder of Spiritualism New Zealand
    - b. approval for the Board member's election to be confirmed is at the discretion of the Registrar and nominated office holder. If there is a difference of opinion, the President of Spiritualism New Zealand has the final decision.
  - 2.7. The criteria for approving a conviction is based on but not limited to:
    - a. the length of time since the offence was committed
    - b. the current age and level of maturity compared to when the crime was committed
    - c. the seriousness of the crime (length of sentence, use of violence/weapons, circumstances of the crime)
    - d. pattern of previous criminal behaviour/convictions
    - e. the nature of the position relative to the nature of the offence/conviction.
  - 2.8. Criminal conviction histories are required to be renewed:
    - a. every three (3) years, or
    - b. on the request of any two members of Spiritualism New Zealand when there are grounds to believe an offence may have been committed in the intervening period.
  - 2.9. It is the responsibility of Spiritualism New Zealand to ensure that the requirement to get a new criminal conviction check is fulfilled.
  - 2.10. The results of a criminal conviction history are processed and destroyed six (6) weeks after processing.
  - 2.11. Board members must declare any Conflict of Interest that may exist or arise (refer Section 17 of the [Constitution](#)).

### 3. Term of office

- 3.1. All Board members are deemed to be Individual Members for their term of service on the Board with their annual fee waived for that time.



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- 3.2. Board members shall serve for a three-year term and may be re-elected for a further two (2) terms. No Board member may serve for more than three consecutive terms.

- 3.3. Any board member completing three consecutive terms must stand down for at least one (1) year before becoming eligible for re-election to the Board.

### 4. Election of Board

- 4.1. Not less than 42 days before the date fixed for the National Council meeting (Annual General Meeting) the Board shall, by notice in writing, call for nominations for elected Board members.

- 4.2. Nominations for Board positions:

- a. must be made in writing, including by post or email, by any voting member
- b. must be received by Secretary not less than 21 days before the date fixed for the National Council.

- 4.3. Immediately after the closing date for nominations, all members will be sent a list of all nominations received. If nominations exceed the number of vacancies an election shall be held by postal ballot prior to the National Council meeting. Voting papers will be sent to all voting members with at least 14 days' notice of the closing date for receipt of votes. Votes may be cast electronically by email. All Board members will be announced and confirmed at the National Council meeting.

- 4.4. If vacancies equal or exceed the number of nominations received, then those received by the closing date will be declared duly appointed.

- 4.5. Nominations to fill unfilled vacancies may be called for at the National Council meeting. In the event of such nominations which have been seconded exceeding those vacancies then there will be an election to determine which of those people so nominated will fill them. The election will be by ballot.

- 4.6. Should a vacancy occur in the offices of President, Vice President, Treasurer, Secretary or Registrar during a time when a meeting of the National Council cannot conveniently be convened to vote in their replacement, a replacement must be appointed from among the remaining members of the Board until a meeting of the National Council can conveniently be convened to elect a new office holder.

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- 4.7. Any other vacancy occurring among elected Board members during a time when a meeting of the National Council cannot conveniently be convened to vote in their replacement, may be filled by the Board. Any person so chosen shall retain office only for such period as determined by the Board but not beyond the next National Council meeting.

### 5. Co-opted Board members

- 5.1. To ensure adequate representation and skills, the Board has the ability to co-opt members to the Board.
- 5.2. The co-opted members will only hold position for such period as determined by the Board but not beyond the next National Council meeting.
- 5.3. Co-opted members will have the same authorities as other Board members.

### 6. Dismissal of Board member

- 6.1. A Board member shall be disqualified from holding office if:
- they become physically or mentally incapable of acting as a Board member, or
  - they tender a written resignation, or
  - they cease to be a member of good standing in Spiritualism New Zealand, or
  - they do not provide a clear criminal conviction history, or
  - they do not comply with the requirement to obtain or renew a criminal conviction history through Spiritualism New Zealand, or
  - they are convicted of any criminal offence (excluding any minor traffic offence), or
  - in the opinion of the majority of the Board members, the Board member is guilty of misconduct.
- 6.2. When a majority of the Board members consider that a Board member may have through any action or inaction behaved in a manner that may amount to misconduct then the following procedure shall apply.
- The Chairperson shall enquire into the circumstances of the matter as soon as practicable after it comes to his/her notice and shall give the Board member whose conduct is being enquired into a reasonable opportunity to comment on the issue of the complaint or concern.



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- b. The Board member whose conduct is being enquired into shall be entitled to be represented at all stages throughout the enquiry and shall also be entitled to have a support person present.
  - c. If after the hearing the Board member's explanation of the complaint or concern the Board is satisfied that there has been misconduct the Board may resolve to terminate the Board member's office either with or without notice as the Board may deem appropriate in all the circumstances.
  - d. Any such enquiry into the behaviour of a Board member shall be conducted by the Board in good faith and according to the principles of natural justice.
  - e. The absence of a Board member from three (3) consecutive Board meetings is deemed as a resignation from the Board by the Board member unless the Board decides otherwise.
  - f. If the Chairperson is the one whose conduct is being investigated, then the Vice President will run the meeting.

### 7. Board meetings

- 7.1. The Board shall hold at least three (3) meetings annually spread throughout the financial year with National Council meeting being held in August.
- 7.2. The President presides at all Board meetings as the Chair. If the President is absent from the meeting or is precluded from chairing under section 17 of the Constitution, the Vice President shall be Chair.
- 7.3. The quorum for Board meetings is two-thirds of all the members of the Board.
- 7.4. Meetings may be held either by:
  - a. a number of the members who constitute a quorum being assembled together at the place, date and time appointed for the meeting, or
  - b. means of audio or tele-conference or video conference or by Skype, Facetime or similar application by which all Board members participating and constituting a quorum can simultaneously hear each other throughout the meeting.
- 7.5. All decisions shall be made by majority vote. The method of voting shall be determined by the Board from time to time.
- 7.6. A written resolution agreed to in writing (whether by electronic communication or otherwise) by at least three quarters (3/4) of the Board shall have the same effect as if passed at a meeting.



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- 7.7. The notice period and method of notice for meetings shall be determined by the Board from time to time, but the notice period must be at least ten (10) days.

### 8. **Board powers**

- 8.1. The Board powers are specified in clause 19 of the Constitution. In addition the Board can:
- a. approve and terminate membership as set out under the Membership Policy
  - b. create different levels of membership or categories of subscription
  - c. set the quorums and voting percentages required for various meetings according to the numbers of members
  - d. approve any expenditure not exceeding \$20,000 as per the Financial Policy
  - e. borrow money if approved by the National Council.