

13. NATIONAL COUNCIL

Standing Orders

13.1. The Standing Orders of National Council shall form part of these By-laws and are set out at Schedule One.

13.2. Where there are any inconsistencies between RNZRSA's Constitution and/or these Bylaws and the Standing Orders, the Constitution and the By-laws shall take precedence.

Method of Voting

13.3. 13.3 Every question submitted to National Council or to any meeting of the Board or Forum shall be decided as set out in this Rule.

13.4 Accepted methods of voting are:

- a. on the voices (either in person or by teleconference or other equivalent technology); or
- b. by a show of hands; or
- c. by postal poll; or
- d. by email or equivalent technology.

13.5 When voting on the voices or by show of hands, every member present shall have one vote.

13.6 In the case of an equality of votes, the Chair of the meeting shall have a casting vote in addition to any votes to which they may otherwise be entitled.

13.7 Unless a poll is demanded by the Chair of the meeting or by at least three members present, a declaration by the Chair of the meeting that a resolution has been carried or lost, and an entry to that effect in the Minutes of the meeting, shall be conclusive evidence of the fact without proof of the number of votes recorded in favour of or against such resolution.

13.8 If a poll is demanded, it shall be taken in such a manner and at such a time as the Chair of the meeting may direct and the result of the poll shall be deemed to be a resolution of the meeting at which the poll was demanded. A demand for a poll may be withdrawn. The demand for a poll shall not prevent the continuance of a meeting for the transaction of any business other than the question on which a poll has been demanded.

13.9 The Chair of any meeting of the Council may with the consent of the meeting adjourn the meeting from time to time, and from place to place, but no business shall be transacted at any adjourned meeting other than business left unfinished at the meeting from which the adjournment took place.

Proxy Voting

13.10 Proxy voting shall be permitted under these By-Laws. Proxy voting must be undertaken in accordance with the appropriate Proxy Representative Form, determined by whether the Proxy Vote is to be undertaken at National Council or at some other meeting as permitted under the Constitution or these By-Laws.

Exercising a Proxy Vote

13.11 For votes by poll, delegates will be issued with voting papers in one colour for their personal vote, and in a different colour for any proxies carried. For votes by show of hands, delegates will be issued with one card in a colour for their personal vote, and in a different colour for any proxy votes carried. Proxy votes “on the voices” or “by acclaim” will not generally be possible.

Proxy Representative Form - National Council

13.12 If a Full, Affiliate or Life Member is entitled to vote as a delegate at a Council meeting, but is not able to attend the meeting, a proxy vote may be made under the following conditions:

- a. The Full, Affiliate or Life Member may authorise a qualified voting delegate who will be present at the Council meeting, to exercise their vote(s) on their behalf.
- b. Authorised assignment of a proxy shall be advised in writing to RNZRSA and between the parties.
- c. The Full, Affiliate or Life Member assigning a proxy shall notify the RNZRSA Chief Executive of the identity of its proxy carrier(s) for each vote to be exercised by proxy, no later than four weeks before the Council meeting.
- d. If for any reason a notified proxy-holder cannot attend the Council meeting, the party assigning the proxy may reassign that proxy to an eligible delegate who will be present at the Council meeting provided the change is notified to the Returning Officer at the beginning of the first plenary session and before any vote is taken.

13.13 Unless these conditions are met, the proxy vote will be void.

13.14 To assign a proxy at National Council, complete the form below and send it to: The Chief Executive, RSA National Office, PO Box 27248, Marion Square, Wellington 6141, or email to: nationalcouncil@rsa.org.nz to arrive no later than **4 weeks** preceding National Council. Send the duplicate copy to the person nominated as proxy. *(A downloadable copy of the form is also available on the [RSA's website](#).)*

Observers

13.15 Any member entitled to be represented at Council meetings may send one observer to such meetings. Observers shall not have the right to speak or vote on any business at the Council meeting. The name of the observer shall be delivered to the Chief Executive no later than seven (7) weeks prior to the date of the National Council.

13.16 The Forum may invite any organisation, whether or not such organisation is a member of RNZRSA, to have observers at Council meetings

Quorum

13.17 No business shall be transacted at any meeting of the Council unless a quorum is present.

13.18 If within half an hour from the time appointed for any meeting a quorum is not present, the meeting if an extraordinary general meeting of the Council convened upon the requisition of members shall be dissolved. In any other case it shall stand adjourned to the next day at the same time and place, and the members present at the adjourned meeting may transact any business as if they constituted a full quorum.

Adjournments

13.19 The Chairman of any meeting of the National Council may with the consent of the meeting adjourn the meeting from time to time, and from place to place, but no business shall be transacted at any adjourned meeting other than business left unfinished at the meeting from which the adjournment took place.



APOINTMENT OF PROXY AT NATIONAL COUNCIL

In accordance with the By-Laws of RNZRSA, I/we appoint [listed below] to exercise my/our voting entitlement at National Council. The voting entitlement must be exercised in accordance with the below instructions, or where no instructions have been given, the proxy may vote as they see fit.

RSA:

List name of Member or person you are giving your proxy vote/s to. You may only assign the number of votes you are entitlement to.	
1st vote assigned to	
2nd vote assigned to	

3rd vote assigned to	
Number of votes you are entitled to at National Council	
Number of Delegates attending National Council on your behalf	
If there are fewer Delegates attending on your behalf than the number of votes you are entitled to, have you assigned your remaining votes to your own Delegate as proxy votes?	Yes / No
If yes, how many have you assigned?	
If no, did you allocate your entitlement to another Member or person	Yes/ No
If yes, please ensure the name of your proxy holder/sis listed above.	

For and on behalf of	Name of Full Affiliate or Life Member
Sign and date	Secretary