

**Constitution and Rules of The Opportunities Party (TOP)  
Incorporated**

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## **1 Formation**

### **Name**

1.1 The name of the Party will be The Opportunities Party (TOP) Incorporated.

### **Purpose of the Party**

1.2 The Party will be a political party and will, subject to meeting the criteria for registration, register and maintain registration under the Act.

### **Registered office**

1.3 The registered office of the Party will be at such place as the board from time to time determines.

### **Objects**

1.4 The objects of the Party are to:

1.4.1 Prioritise a prosperous, fair and equitable society

1.4.2 Nurture New Zealand's environment by ensuring that economic efficiency will be subject to environmental sustainability

1.4.3 Promote the adoption of a written constitution for New Zealand

1.4.4 Honour the Treaty of Waitangi

1.4.5 Ensure public-provided health, education and social services provide all New Zealanders equality of access and maximise their opportunity to fulfil their lifetime aspirations.

## **2 Membership**

2.1 Membership of the Party will be open to any person who is an Elector and who:

2.1.1 completes and submits to the Secretary an application form (in the form from time to time approved by the board);

2.1.2 pays the Membership Fee;

2.1.3 is not a member of another political party; and

2.1.4 is approved for membership by the board.

- 2.2 The board will have the absolute discretion to grant or refuse membership to any person, or to cancel membership in accordance with these rules, and will not be required or obliged to give any reason for doing so.

**Procedure if application accepted**

- 2.3 If the board approves a membership application, the Secretary must promptly give notice to the applicant stating that the applicant is a member of the Party.

**Register of members**

- 2.4 The Secretary will keep and maintain a register of members in which will be entered the full name, residential address, email address and date of entry of the name of each member.

**Membership Fee**

- 2.5 The level of the Membership Fee will be determined by the board from time to time.
- 2.6 Members must pay the Membership Fee:
- 2.6.1 on becoming a member; and
  - 2.6.2 every 3 years, beginning 1 October 2019.

**Membership is personal**

- 2.7 The rights and duties of a member are personal. They cannot be assigned or transmitted to anyone else. Membership rights and duties end when membership ends.

**Termination of membership**

- 2.8 A person will cease to be member when:
- 2.8.1 a member gives notice in writing to the Secretary of his or her resignation;
  - 2.8.2 the board believes at its absolute discretion that a member has failed to comply with these rules, or is guilty of conduct unbecoming of a member or prejudicial to the interests of the Party, and has provided notice to the member of its resolution to expel;
  - 2.8.3 a member has not paid their Membership Fee within 3 months of the date on which it was due; or
  - 2.8.4 a member dies.
- 2.9 The Secretary must record in the register of members the date on which the member ceased to be a member.

- 2.10 A member who has resigned or been expelled from the Party will cease to hold himself, herself or itself out as a member of the Party and will return to the Party all material produced by the Party (including any membership certificate, handbooks and manuals).

#### **Readmission of former members**

- 2.11 Any former member may apply for readmission as a member in the manner prescribed for admission of new members.

#### **Obligations of membership**

- 2.12 Members must treat all information relating to commercial arrangements entered into by the Party as strictly confidential and must not disclose any information regarding those arrangements or any other confidential or commercial sensitive information relating to the Party, to any third party without the prior written approval of the board.

#### **Refund of Membership Fees**

- 2.13 If the board resolves not to apply to the Electoral Commission for registration of the Party as a political party under the Act the board may further resolve to refund to current members any Membership Fees paid by them. Membership Fees will not be refundable in any other circumstances.

### **3 Meetings**

#### **Annual general meeting**

- 3.1 The Party must convene an annual general meeting of its members in each calendar year, however no annual general meeting is required to be convened within the first 18 months from the date of incorporation. The board must set the date of the meeting. The notice convening the annual general meeting must state that the meeting is the annual general meeting. The ordinary business of the annual general meeting is, without limitation:
- 3.1.1 to confirm the minutes of the last annual general meeting and any general meeting held since that meeting;
  - 3.1.2 to receive from the board reports on the activities of the Party since the last annual general meeting; and
  - 3.1.3 to read the names of those elected to the board in accordance with clause 4.28.
- 3.2 The meeting may also transact any special business determined by the board of which notice is given in accordance with these rules.

### **Special general meetings**

- 3.3 Any general meeting of the Party except the annual general meeting is a special general meeting. The board may convene a special general meeting whenever it thinks fit. Reference in these rules to general meetings includes both annual general meetings and special general meetings.

### **Notice of meetings**

- 3.4 At least 14 days before the date fixed for a general meeting of the Party, the Secretary must send each member of the Party notice specifying the place, date and time of the meeting and the nature of the business to be transacted at it.

### **Limitation on business to be transacted**

- 3.5 No business may be transacted at a general meeting of the Party except the business specified in the notice of meeting. A member who wants an item of business to be transacted at a general meeting may give notice of the business in writing to the Secretary. The Secretary may include the business in the next notice of a general meeting at the discretion of the board.

### **Quorum**

- 3.6 An item of business may not be transacted at a general meeting unless a quorum of members entitled to vote is present while the item is being transacted. The quorum is 20 members.
- 3.7 If a quorum is not present at the time for commencement of a meeting and is still not present half an hour later, the meeting is automatically adjourned to the same time and day in the next week. It is to be held in the same place unless the chairperson specifies another place at the time of the adjournment or by a written notice given to members at least 24 hours before the date of the adjourned meeting.
- 3.8 If a quorum is not present at the time of the commencement of an adjourned meeting, and is still not present half an hour later, the quorum becomes 10 members. If that quorum is not present, the meeting is automatically dissolved.

### **Chairperson at meetings**

- 3.9 The Party Leader must preside as chairperson at each general meeting of the Party. If the Party Leader is absent, one of the other board members present at the meeting will preside as chairperson at the meeting.

### **Adjournment of meetings**

- 3.10 The chairperson of a general meeting at which a quorum is present may adjourn the meeting with the consent of a majority of the members present at the meeting. If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given as in the case of the original meeting.



**Limitation on business**

- 3.11 No business may be transacted at an adjourned meeting except the business left unfinished at the original meeting.

**The entitlement to vote**

- 3.12 A member is entitled to vote at a general meeting unless he or she owes an amount to the Party that is overdue.

**One member, one vote**

- 3.13 A member has one vote on any question that is to be decided at a general meeting. A vote must be given personally or by proxy. If votes on a question are tied, the chairperson of the meeting is entitled to exercise a second or casting vote.

**Voting by show of hands**

- 3.14 A question that is to be decided at a general meeting of the Party is to be decided on a show of hands. Unless a poll is demanded in accordance with clause 3.15, a declaration by the chairperson that a resolution has been carried, carried unanimously, carried by a particular majority, or lost, plus an entry to that effect in the minute book of the Party, is evidence of that fact, without proof of the number or proportion of the votes recorded for and against that resolution.

**Demanding of poll**

- 3.15 If at least five members entitled to vote at a general meeting demand a poll on a question that is to be decided at the meeting, the chairperson must comply with that demand. The demand may be made before a show of hands or immediately after the chairperson's declaration on a show of hands. In the latter case, the poll overrides the show of hands.
- 3.16 A poll that is demanded on a question of an adjournment must be taken immediately. Any other poll must be taken before the close of the meeting.

**Proxy**

- 3.17 A member may appoint another member as his, her or its proxy at a meeting by giving the Secretary a notice in the form prescribed by the board no later than 24 hours before the time of the meeting.

**4 Board**

**Board to manage the Party**

- 4.1 The Party is to be managed by a board. The board may exercise all the powers of the Party except those that the rules require to be exercised by an annual general meeting or special general meeting.

### **Board composition**

- 4.2 The board shall comprise not less than 3 and no more than 8 members being:
- 4.2.1 The Party Leader, who will be an ex-officio member of the board; and
  - 4.2.2 Up to 7 other members appointed in accordance with these rules.
- 4.3 Members of the board will hold office until they resign or vacate or are removed from office in accordance with these rules.

### **Vacation of office**

- 4.4 The office of an officer of the Party or of an ordinary member of the board becomes vacant if that officer or member:
- 4.4.1 ceases to be a member of the Party;
  - 4.4.2 resigns from office by giving the Secretary notice in writing;
  - 4.4.3 becomes bankrupt;
  - 4.4.4 is assessed as lacking mental capacity to manage his or her own affairs; or
  - 4.4.5 dies.

### **Removal of officer from office**

- 4.5 The board may remove a member of the board by a 75% majority at a meeting of the board held for that purpose, with the exception of the Party Leader whose appointment and removal is dealt with under clause 8.

### **Proceedings of board**

- 4.6 The board shall meet at such intervals as the board determines. The Party Leader or any two members of the board may convene a meeting. Adequate notice of a meeting must be given to members of the board. The notice must specify the place, date and time of the meeting and the nature of business to be transacted at it.

### **Quorum at a board meeting**

- 4.7 An item of business may not be transacted at a board meeting unless a quorum of members entitled to vote is present while the item is being transacted. The quorum is 50% of the members of the board. If a quorum is not present at the time for commencement of a meeting, and is still not present half an hour later, the meeting is automatically adjourned to the same time and day in the next week. It is to be held in the same place unless the chairperson specifies another place at the time of the adjournment or by a written note given to the board members at least 24 hours before the date of the adjourned meeting.

- 4.8 If a quorum is not present at the time of the commencement of an adjourned meeting, and is not present half an hour later, the meeting is automatically dissolved.

#### **Chairperson at board meetings**

- 4.9 The Party Leader must preside as chairperson at each board meeting. If the Party Leader is absent, the members present must elect one of their number to preside as chairperson at the meeting.

#### **Adjournment of board meetings**

- 4.10 The chairperson of a board meeting at which a quorum is present may adjourn the meeting with its consent. If a meeting is adjourned for 14 days or more, notice of the adjourned meeting must be given as in the case of the original meeting.

#### **Voting by show of hands at a board meeting**

- 4.11 A question that is to be decided at a board meeting has to be decided on a show of hands. Unless a poll is demanded in accordance with clause 4.12, a declaration by the chairperson that a resolution has been carried, carried unanimously, carried by a particular majority or lost, plus an entry to that effect in the minute book of the Party, is evidence of the fact, without proof of the number or proportion of the votes recorded for and against that resolution.

#### **Demanding a poll at a board meeting**

- 4.12 If at least three members entitled to vote at a board meeting demand a poll on the question that is to be decided, the chairperson must comply with that demand. The demand may be made before a show of hands or immediately after the chairperson's declaration on a show of hands. In the latter case the poll overrides the show of hands.

#### **Entitlement to vote at a board meeting**

- 4.13 A member is entitled to vote at a board meeting unless he or she owes an amount to the Party that is overdue. If votes on a question are tied, the chairperson of the meeting is entitled to exercise a second or casting vote.

#### **Written resolution**

- 4.14 A resolution in writing, signed or assented to in written form by all members of the board, is as valid as if it had been passed at a meeting of the board duly convened and held.
- 4.15 A resolution pursuant to clause 4.14 may consist of several documents in like form each signed or assented to by one or more members of the board.

#### **Subcommittees**

- 4.16 The board may appoint subcommittees of the Party consisting of such persons and for such purposes as the board thinks fit. At least three members of every subcommittee

must be members of the Party. Subcommittees will only have the powers and duties that are conferred on them by the board.

#### **Exclusion of Liability**

- 4.17 The board, members of the board and any subcommittee appointed under these rules shall not be liable to the members for, or in respect of, any act, matter or thing done, or suffered in good faith in pursuance of the Objects, notwithstanding any irregularity.

#### **Indemnity**

- 4.18 The members of the board and any subcommittee appointed under these rules will at all times be held indemnified by the Party from and against all claims, acts, proceedings and damages made, suffered or sustained by a board or subcommittee member as a result of his or her carrying out in good faith the requirements of the board, subcommittee or the Party.

#### **Initial board**

- 4.19 The initial board will be appointed by the Initial Party Leader, and its members shall hold office for such term as the Initial Party Leader determines.

#### **Election of board members**

- 4.20 If there is a vacancy on the board, or the board determines that one or more additional board members ought to be appointed, then within a reasonable period of time prior to the next annual general meeting the board must appoint a Selection Committee. The Selection Committee must comprise at least two members of the board, including the Party Leader, and may comprise up to five other members who may or may not be members of the board.
- 4.21 The Selection Committee must provide notice to all members of the Party of any vacancies or new positions that are required to be filled by election to the board. The notice will invite members to forward written nominations to the Selection Committee within a time set by the Selection Committee. The nominations shall include:
- 4.21.1 a signed letter from the nominee that confirms their willingness to be elected;
  - 4.21.2 a brief statement detailing why the nominee is a sound candidate for election to the board; and
  - 4.21.3 a photograph of the nominee.
- 4.22 Members may nominate themselves for election to the board.
- 4.23 The Selection Committee must consider each nominee and may conduct any further interviews or inquiries that it deems necessary. Following this inquiry the Selection

Committee will deliver to the board a list of nominees that it endorses, complete with any information that it has obtained on those endorsed nominees.

- 4.24 The board must then determine the candidates for election to the board from the Selection Committee's list of endorsed nominees. The decision of the board will be final and there will be no right of appeal against any decisions made by the Selection Committee or the board during the candidate selection process.
- 4.25 No error made by the Selection Committee or the board or anyone else will invalidate the candidate selection process.
- 4.26 The board will give its final list of candidates to the Secretary. The Secretary will circulate voting papers to each member by post or by email no less than 4 weeks prior to the annual general meeting. The voting papers will contain photographs and brief synopses of each candidate.
- 4.27 Members must return their completed voting papers to the Secretary either by post or by email no later than a week prior to the annual general meeting. Any voting papers that are not returned before this time period will be deemed invalid, unless the board determines otherwise.
- 4.28 The Secretary and a board member appointed by the board will count the voting papers. The Secretary will announce the results of the vote at the annual general meeting.

#### **Casual vacancy**

- 4.29 If a board member vacates office, and there is a need to appoint a new board member to ensure that the minimum number of board members is maintained, the board will appoint a member to fill the vacancy. That person will hold office for such period as the board determines, being a term of not more than 3 years.

#### **Powers of the board**

- 4.30 The board will have the power to do all lawful acts and things incidental or conducive to the attainment of the Party's objects including the power to:
- 4.30.1 determine how the Party uses its funds to pay the costs and expenses of furthering or carrying out its objects, and for that purpose may employ such people as necessary;
  - 4.30.2 purchase, lease, hire or otherwise acquire, exchange, and sell, lease or otherwise dispose of property, rights or privileges to further or carry out its objects as necessary;
  - 4.30.3 negotiate and enter into any arrangements with any other organisation in order to achieve the Party's objects, and do all things necessary in order to carry out those arrangements;

- 4.30.4 invest Party funds in any investment in which a trustee may invest; and
  - 4.30.5 borrow or raise money with or without security on such terms as the board thinks fit.
- 4.31 Notwithstanding any other provision, the board may only use the Party's money to further purposes recognised by law. No money of the Party is to be applied for the sole personal or individual benefit of any member.

## **5 Secretary**

### **Board to appoint Secretary**

- 5.1 The board must appoint a Secretary of the Party. The Secretary may be a member of the board, but does not need to be.

### **Term of office**

- 5.2 The Secretary will hold office for such term as the Board determines.

### **Role of Secretary**

- 5.3 The Secretary must:
- 5.3.1 attend general meetings and board meetings and keep minutes of the resolutions and proceedings of each general meeting and each board meeting in the Party's minute book and the board's minute book;
  - 5.3.2 maintain regular communication with members;
  - 5.3.3 provide such information as may be requested from time to time by any member;
  - 5.3.4 ensure that the Party fully complies with New Zealand's electoral laws and policies, including;
    - (a) annual statutory declarations confirming continuing eligibility for registration;
    - (b) annual party donation and loan returns;
    - (c) authorising electoral advertising; and
    - (d) making general election expense returns.
  - 5.3.5 Complete such other duties as the board may determine from time to time.

## **6 Party list**

### **Board to seek nominations**

6.1 In a year where there is a General Election, the board must seek nominations for the Party List.

### **Notice to members**

6.2 The Secretary must provide notice to all members that the board is seeking nominations for the Party List. The notice provided by the Secretary will invite members to forward written nominations to the board within a time period set by the board. The nominations shall include:

6.2.1 a signed letter from the nominee that confirms their willingness to be elected;

6.2.2 a brief statement detailing why the nominee would be a sound List Candidate;

6.2.3 a written reference in support of the nominee from a person of standing in the community who is not to be related to the nominating member or the nominee (if they are different people) and;

6.2.4 a photograph of the nominee.

6.3 Members may nominate themselves for the Party List.

### **Board to consider nominations**

6.4 After the expiry of the time period, the board will consider all nominations that is has received and may conduct any further interviews or inquiries that it deems necessary.

### **Board to produce the Party List**

6.5 The board will then produce the Party List which will consist of ranked List Candidates. When determining how many List Candidates to place on the Party List, the board may have regard to:

6.5.1 the number of electorates (if any) that the Party wishes to contest in the upcoming election; and

6.5.2 the number of members that the Party may have in Parliament.

6.6 The decision of the board will be final and no error in this process made by the board or anyone else will invalidate the selection of the Party List.

6.7 The final Party List will be circulated to all members.

## **7 Electorate Candidates**

### **Board may ask List Candidates to stand as Electoral Candidates**

- 7.1 Following the board's selection of the Party List, the board may ask any List Candidates to stand for the Party as Electoral Candidates.

### **Selection process to be determined by board**

- 7.2 The process of selecting Electoral Candidates will be at the discretion of the board and any decisions made by the board will be final.
- 7.3 A List Candidate may decline to become an Electoral Candidate and continue to be a List Candidate.

## **8 Party Leader**

### **Role**

- 8.1 The Party Leader will be responsible for directing the Party's parliamentary affairs, should it be represented in Parliament.
- 8.2 The Party Leader will be an ex-officio member of the board with full voting and speaking rights.

### **Appointment and removal**

- 8.3 The Party Leader must be a member of the Party, and prior to their appointment they may be a member of the board.
- 8.4 The Party Leader will be appointed and may be removed by a 75% majority of the board.
- 8.5 The Initial Party Leader shall be the Party Leader until such time as he resigns or is removed as the Party Leader.

## **9 Caucus**

### **Formation and existence of Caucus**

- 9.1 Caucus shall be formed on the election of persons to represent the Party in Parliament and shall exist for the period that the Party has members in Parliament.

### **Membership of Caucus**

- 9.2 Members of Caucus shall be:
- 9.2.1 the Party Leader



9.2.2 the persons elected to represent the Party in Parliament

9.2.3 any other persons appointed by Caucus from time to time.

### **Caucus rules**

9.3 Caucus will make such rules for its conduct as it sees fit, as long as they are not inconsistent with the Objects of the Party.

9.4 Only the Party Leader and elected representatives shall have voting rights on any matters to be decided by Caucus. If votes on a matter are tied, the Party Leader is entitled to exercise a second or casting vote.

## **10 Policy Committee**

### **Policy Committee to develop policy**

10.1 The Policy Committee will be solely responsible for determining and developing the Party's policies.

10.2 The Policy Committee will ensure that the Party's policies are well-researched and independently verified. In developing the Party's policies the Policy Committee shall be guided by the principles of best practice and independence.

10.3 The Policy Committee will have the power to commission policy research and formulation work as it determines necessary, subject only to these rules and the availability of funding (which will not be unreasonably withheld by the board).

10.4 In formulating the Party's policies the Policy Committee will consult with the wider party to establish the appropriate values base that will underpin the policy design, and ensure that the Party's policies are consistent with the Party's values base.

10.5 Notwithstanding clause 10.1, where the Party has elected representatives in Parliament, those representatives may negotiate policy with other parties where that is appropriate. In these circumstances the elected representatives will consult with the Policy Committee as best they can.

### **Policy Committee composition**

10.6 The Policy Committee shall comprise at least 2 and no more than 5 members appointed in accordance with clause 10.7. The members of the Policy Committee do not have to be members of the board, or members of the Party.

10.7 The Initial Party Leader will be a member of the Policy Committee and will appoint, and may remove Policy Committee members. Following the death or incapacity of the Initial Party Leader, or the giving of notice by the Initial Party Leader that he no longer wishes to

hold the power of appointment and removal of Policy Committee members, the Policy Committee may itself:

- 10.7.1 appoint Policy Committee members; and
- 10.7.2 remove Policy Committee members by unanimous resolution of the other members, where there are at least 3 members.

10.8 In considering candidates for appointment to the Policy Committee, the person or persons holding the power of appointment must give primary consideration to their policy research and advisory experience.

#### **Vacation of office**

10.9 A Policy Committee member vacates office if he or she:

- 10.9.1 resigns from office by giving the remaining Policy Committee members notice in writing;
- 10.9.2 is removed from office pursuant to clause 10.7;
- 10.9.3 is assessed as lacking mental capacity to manage his or her own affairs; or
- 10.9.4 dies.

#### **Chairperson**

10.10 The Initial Party Leader will be the chairperson of the Policy Committee, until such time as he resigns as chairperson of the Policy Committee, or vacates office as a member of the Policy Committee.

10.11 Following the resignation of the Initial Party Leader as chairperson, or his vacation from office as a member of the Policy Committee, the Policy Committee will appoint one of its members as the chairperson of the Policy Committee for such term as it thinks fit, and may by unanimous resolution of the other members, replace a chairperson.

10.12 If the chairperson is unable for any reason to perform the chairperson's duties then the Policy Committee may elect an acting chairperson during the relevant period.

#### **Proceedings of Policy Committee**

10.13 The Policy Committee will meet at such intervals as the chairperson of the Policy Committee determines, and may meet in person or in any other medium determined by the chairperson.

10.14 The Policy Committee will make decisions by majority vote of those present at a meeting, and the chairperson will have a casting vote.

- 10.15 The Policy Committee will report to the board at such intervals, and in such manner as the Policy Committee and the board determine.

#### **Exclusion of liability**

- 10.16 The Policy Committee members shall not be liable to the Party or its members, or in respect of any act, matter or thing done, or suffered in good faith in pursuance of their role, notwithstanding any irregularity.

#### **Indemnity**

- 10.17 The Policy Committee members will at all times be held indemnified by the Party from and against all claims, acts, proceedings and damages made, suffered or sustained by them as a result of their carrying out in good faith the role of the Policy Committee.

## **11 Dispute Resolution**

#### **Dispute between members**

- 11.1 If a dispute arises between two members of the Party, it shall be resolved by negotiation between the parties with the assistance of the Board.

#### **Dispute involving decision of the board**

- 11.2 Where a member wishes to dispute a decision of the board, notice of the dispute must be given to the Secretary within 5 days of the member becoming aware of the board's decision. The board must hear the member's dispute within 15 days if it determines that the dispute is valid.
- 11.3 The board will make all reasonable attempts to resolve the dispute with the member in good faith negotiations.
- 11.4 If the parties cannot resolve the dispute in accordance with clause 11.3, the dispute shall be referred to, and finally resolved by, arbitration in accordance with New Zealand law and the current Arbitration Protocol of the Arbitrators' and Mediators' Institute of New Zealand Inc. (**AMINZ**). The arbitration shall be conducted by one arbitrator to be agreed upon by the parties and if they should fail to agree within 21 days, then to be appointed by the President of AMINZ.
- 11.5 The subject matter of the dispute and the findings of the arbitrator (if the dispute is arbitrated) shall be confidential to the parties and any respective professional advisors.

## **12 Bylaws**

- 12.1 The board may enact bylaws that may amend or clarify these rules. Any bylaws must not be inconsistent with these rules.

12.2 The party Secretary must keep a register of all such bylaws which will be readily available to all members upon request.

12.3 The board may amend or revoke bylaws at its own discretion.

## **13 Miscellaneous**

### **Alteration of rules**

13.1 Subject to clause 13.2, these rules may be altered, added to or rescinded at any meeting of the board called for that purpose. The notice of meeting given to board members will contain details of the proposed amendments, or a copy of the rules marked up with the proposed amendments. The resolution to alter, add to or rescind these rules will be effective if passed by not less than 75% of the board members present at the meeting.

13.2 Clause 10 (relating to the formation and operation of the Policy Committee) and this clause 13.2 cannot be removed or amended without the prior unanimous approval of the Policy Committee.

13.3 Where any alterations are made to these rules the board shall provide notice of the alterations to the members.

### **Execution of documents**

13.4 The Secretary will retain the common seal of the Party.

13.5 Documents will be executed by the Party pursuant to a resolution of the board in one of the following ways:

13.5.1 by affixing the common seal witnessed by the Party Leader and countersigned by some other member of the board

13.5.2 where the document is not required by statute to be executed under common seal, the Party Leader or some other member of the board signing on behalf of the Party.

### **Annual financial statements**

13.6 Every year a set of annual financial statements will prepared by or at the instigation of the board showing all the receipts and expenditure of the Party since the preceding annual financial statements and will include a general statement of the funds, effects, liabilities, assets and all mortgages, charges and securities of any description affecting any property of the Party.

### **Auditor**

- 13.7 Prior to registration of the Party under the Act, the board will appoint a suitably qualified person who meets the criteria under the Act, as the Party's auditor to audit the Party's accounts and returns to the extent required by the Act.

### **Financial year**

- 13.8 The financial year of the Party will be from 1 January to 31 December or as may otherwise be determined by the board.

### **Fees and expenses for board members**

- 13.9 No member of the board will be entitled to meeting fees or reimbursement of travel expenses.

### **Winding up**

- 13.10 The Party may be dissolved and its affairs wound up at a meeting of the board called for that purpose. The notice for that meeting must specify winding up the Party as the business, or part of the business, of the meeting. The resolution will be effective if passed by not less than 75% of the board members present at the meeting.
- 13.11 If the Party is wound up, the surplus assets after payment of all debts, costs and liabilities will be disposed of in accordance with the terms of a resolution passed at a meeting of the board called for that purpose. The surplus assets or funds must be given or transferred to some other organisation within New Zealand having objectives similar to those of the Party.
- 13.12 No portion of the assets or the funds of the Party may be transferred directly to any member or members of the Party.

### **Notices**

- 13.13 A notice or other document may be served on a member of the Party either personally or by sending it by post or by emailing it to the member at the address or email address shown on the register of members.
- 13.14 A notice or other document sent by post is to be treated as having been given to the person at the time the letter would have been delivered in the ordinary course of the post.
- 13.15 A notice or other document sent by email is to be treated as having been given to the person at the time the email was successfully sent to the person.

## 14 Definitions and interpretation

### Definitions

14.1 In these rules the following definition will apply:

**Act** means the Electoral Act 1993 or any replacement or substituting legislation.

**Caucus** means the body of persons established under clause 9 and responsible for representing the Party in Parliament.

**Election** means an election of a member of the House of Representatives, and includes a General Election and a By-Election as those terms are defined in the Act.

**Electoral Candidate** means a constituency candidate, as that term is defined in the Act.

**Elector** means any person who is eligible to enrol as an elector under the Act.

**General Election** means as that term is described in the Act.

**Initial Party Leader** means Gareth Huw Thomas Morgan.

**List Candidate** means as that term is defined in the Act.

**Membership Fee** means the fee payable to become, and remain, a member of the Party.

**Objects** means the objects of the Party as set out in clause 1.4.

**Party** means the party formed and operating pursuant to these rules.

**Party Leader** means the person who is the leader of the Party appointed or holding office under clause 8.

**Party List** means the list of candidates selected by the Party to contest an Election.

**Policy Committee** means the committee formed for the purpose of determining and developing the Party's policies in accordance with clause 10.

**Secretary** means party secretary appointed and holding office in accordance with these rules.

**Selection Committee** means a committee appointed by the board in accordance with clause 4.20.

# The Opportunities Party (TOP) Incorporated

## Selection process for Electoral and List Candidates

### Background

- A Under rule 6.4 of the Party's Constitution and Rules (**Rules**) the board may enact bylaws that amend or clarify the Rules, provided that they are not inconsistent with the Rules.
- B Under rule 7.2 of the Rules the process of selecting Electoral Candidates will be at the discretion of the board.
- C At a meeting of the board held on 7 March 2017 the board resolved to:
  - a. adopt the process set out in this document as the process for selecting Electoral Candidates; and
  - b. clarify where appropriate the process for the selection of List Candidates.
- D The process set out in this document supersedes any previously adopted candidate selection processes.

### Decision to stand Electoral Candidates

- 1 Whilst the primary focus of the Party is on the party vote, the board may decide to stand Electoral Candidates in one or more electorates in a General Election, or an Electoral Candidate in a By-election. The decision whether or not to stand an Electoral Candidate shall be at the discretion of the board and any decisions made by the board will be final.

### Notice to members

- 2 At a time determined by the board, the Party Secretary will provide notice to all members that the board is seeking nominations for List and/or Electoral Candidates. The notice provided by the Party Secretary will invite members to forward written nominations to the board within a time period set by the board, and specified in the notice. The board may however close nominations early in respect of List Candidates and/or Electoral Candidate positions, generally or in a particular electorate, by giving the members not less than 5 days' notice.
- 3 The nominations shall include:
  - a. a signed letter from the nominee that confirms their willingness to be appointed as a Candidate;
  - b. a brief statement detailing why the nominee would be a sound List and/or Electoral Candidate;
  - c. a written reference in support of the nominee from a person of standing in the community who is not to be related to the nominating member or the nominee (if they are different people);
  - d. a photograph of the nominee;
  - e. the nominee's current curriculum vitae; and

- f. any information about the nominee which is not favourable or that could bring the Party into disrepute or reasonably cause the nominee to be ineligible for appointment as a Candidate.

4 Members may nominate themselves as a List and/or Electoral Candidate;

5 Where a member is making a nomination in respect of a non-member, the non-member nominee must personally apply for membership of the Party as soon as is practicable.

#### **Board to consider nominations**

6 After the expiry of the time period for nominations, the board will consider all nominations that it has received and may conduct any further interviews or inquiries that it deems necessary. If the board considers it appropriate, it may begin considering nominations immediately on receipt rather than waiting until the expiry of the nomination period.

7 In carrying out nomination assessments, the board must take into account each nominee's:

- a. understanding of and commitment to the Party's policies;
- b. ability to connect with the public, give speeches and effectively debate policy issues;
- c. eligibility to stand as a candidate;
- d. ethical and moral character;
- e. ability to add value; and
- f. connection to the electorate and the communities within it, if applicable.

#### **Board to select Electoral Candidates**

8 Following completion of its assessment of the Electoral Candidate nominees, the board will select the nominees it considers suitable to stand as Electoral Candidates.

#### **Board to produce Party List**

9 Following completion of its assessment of the List Candidate nominees, the board will produce a Party List in accordance with rule 6.5 of the Rules.

10 The board may from time to time add or remove Candidates from the Party List, and/or change how the Candidates are ranked where it considers it necessary to do so.

#### **Board's reserved power to appoint Candidates**

11 Notwithstanding the processes set out above, the board shall have the power, at any time before the date on which candidates need to be notified to the Electoral Commission, to appoint any person it considers suitable as a List and/or Electoral Candidate.

#### **Board to notify members and others**

12 The board will, on such date or dates as it determines, advise members, and such other persons as it considers appropriate, of the Candidates selected to represent the Party, and in respect of List Candidates, the order in which they will be ranked on the Party List.



### **Candidate code of conduct**

- 13 All Candidates must agree to comply with, and adhere to, the Party's candidate code of conduct (**Candidate Code of Conduct**). The Candidate Code of Conduct will be developed by the board and made available to Candidates within a reasonable time prior to their appointment.
- 14 The board may add to or amend the Candidate Code of Conduct from time to time. The board will promptly notify Candidates of any addition or alterations to the Candidate Code of Conduct.

### **Board may withdraw candidacy**

- 15 The board may withdraw the candidacy of any Candidate:
- a. who breaches the Candidate Code of Conduct;
  - b. whose information provided to the Party Secretary, the board or any other party as part of the candidate selection process was inaccurate or misleading in any material part or respect or omitted significant relevant material; or
  - c. where in the view of the board, the withdrawal is in the interests of the Party.

### **Decisions of board to be final**

- 16 The decisions of the board will be final and no errors in this process made by the board or anyone else will invalidate the selection of List and/or Electoral Candidates.