

New Zealand Red Cross Regulations

October 2026

These Regulations are a companion to the New Zealand Red Cross Constitution, which can be found on the New Zealand Red Cross website.

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SECTION 1 Overview of New Zealand Red Cross

1.1 Introduction to the Regulations

These Regulations help New Zealand Red Cross people operate within the Constitution of New Zealand Red Cross. They describe aspects of formal governance, which are not covered in the Constitution, but which are necessary to ensure New Zealand Red Cross is a well-functioning member of the International Red Cross and Red Crescent Movement.

The Constitution and Regulations support Red Cross people to work together in the spirit of trust, cooperation, and innovation. If there is a conflict between the Constitution and the Regulations, the Constitution takes precedence.

If there is any doubt about the interpretation of any part of the Regulations, the National Board will refer to the latest version and determine the correct meaning. They will ensure wording is clarified appropriately in the Regulations.

The Regulations can be found on the New Zealand Red Cross website. When amendments are made, the updated Regulations will be made available on the website promptly.

1.2 Changes to the Regulations

The process for making changes to the Regulations is as follows:

- any Member may propose a change to the Regulations through their Area Council or their People Leader
- change proposals should be provided to the Office of the Secretary General for submitting to the National Board
- the Secretary General is responsible for circulating proposed changes to National Board members
- members of the National Board may also propose changes to the Regulations
- if the proposed change relates to operations, it will be shared with Areas, Branches or Groups. The National Board may waive this requirement if a 75% majority of the National Board votes to do so
- the National President will present proposed changes to the National Board
- the National Board will approve any changes to these Regulations in line with any direction provided by the National Council (Constitution, Article 1.13).

These Regulations will be reviewed regularly, and any necessary changes made then, unless required sooner. Minor corrections that do not alter the meaning or substance of any part of the Regulations may be made by the Office of the Secretary General with approval from the National President and reported at the next meeting of the National Board.

1.3 Our responsibilities as part of the Red Cross and Red Crescent Movement

New Zealand Red Cross is a member of the International Red Cross and Red Crescent Movement, the largest humanitarian network in the world. The Movement comprises the International Committee of the Red Cross (ICRC), the International Federation of Red Cross and Red Crescent Societies (IFRC), and individual National Red Cross and Red Crescent Societies, of which New Zealand Red Cross is one.

Membership of the Movement requires that:

- there is only one New Zealand Red Cross National Society
- the New Zealand Red Cross is recognised by the Government of New Zealand as a voluntary aid society auxiliary to the public authorities in the humanitarian field
- the National Society is constituted in the territory of a State that is party to the Geneva Conventions
- we respect the Fundamental Principles of the Movement
- we abide by the decisions of the governing bodies of the Movement (International Conference, Council of Delegates, General Assembly and Governing Board).

The Movement Coordination for Collective Impact Agreement (Seville Agreement 2.0) adopted by the Council of Delegates 2022 describes the coordination responsibilities for the components of the Movement.

As a National Society, New Zealand Red Cross contributes to and is bound by the rules and statutes of the Movement, set at the regular meetings of the governing bodies.

1.4 How the Movement is governed

New Zealand Red Cross is usually represented at the meetings of the governing bodies of the Movement by the National President, the Secretary General, and the National Youth Representative on the National Board. The governing bodies include the following:

1.4.1 The General Assembly of the International Federation of Red Cross and Red Crescent Societies (General Assembly)

The General Assembly is the supreme governing body of the IFRC and convenes every two years. The General Assembly is made up of the member National Societies. Each National Society has one vote. Decisions at the General Assembly are usually reached by consensus. However, if consensus cannot be reached, a vote is taken. New Zealand Red Cross is bound by the decisions of the General Assembly.

Decisions may be made by the Governing Board of the IFRC between sessions and these are binding.

1.4.2 Council of Delegates

The Council of Delegates is the assembly of the Movement's components to discuss humanitarian matters that concern the Movement as a whole. It convenes every two years.

1.4.3 The International Conference of the Red Cross and Red Crescent

The International Conference is the supreme deliberative body for the Movement and is held every four years. It comprises delegations from the National Societies, the International Committee of the Red Cross (ICRC), the International Federation of the Red Cross and Red Crescent Societies (IFRC), and the States who have ratified the Geneva Conventions.

Each delegation has one vote.

New Zealand Red Cross is bound by the decisions of all three governing bodies. These can be found on the Movement's Statutory Meetings website: rcrcconference.org.

The National Board will determine how decisions of the governing bodies are actioned by the National Society.

1.5 Protecting the Emblems

The Emblems of the Red Cross, Red Crescent, and Red Crystal are protected under both international and domestic law. The Geneva Conventions and Additional Protocols state that the Emblems can only be used in association with humanitarian aid – in both peacetime and times of war. The New Zealand Government has adopted legislation and measures to prevent any misuse of the Emblem. The New Zealand Geneva Conventions Act (1958) prohibits any unlawful use of the Emblems without prior authorisation by the New Zealand Minister of Defence.

New Zealand Red Cross has a duty to monitor use of the Emblems and report any misuse.

Every New Zealand Red Cross person can contribute to the protection of the Emblems by reporting any case of Emblem misuse to emblem@redcross.org.nz

Information about the correct use of the Emblem is available in the Emblem Policy on the New Zealand Red Cross website.

1.6 Fundamental Principles

The Fundamental Principles of the Movement govern our work. They are included in full in the Constitution and available on the New Zealand Red Cross website: Red Cross Fundamental Principles | New Zealand Red Cross

1.7 We Speak as One Red Cross

New Zealand Red Cross works in partnership with the Movement to advance the Fundamental Principles and International Humanitarian Law, and to protect the emblems of the Red Cross and Red Crescent movement.

In line with the Statutes of the Movement (Article 1.12.3 of the Constitution) there is only one New Zealand Red Cross Society and all official communication, with other components of the Movement and representation on behalf of New Zealand Red Cross, must be conducted or delegated by the National President or Secretary General, in line with the New Zealand Red Cross Media and Communications Policy.

If any Group, Branch or Area of the National Society receives any unsolicited correspondence or communication from any other component of the Movement (another National Society, the ICRC, or the IFRC), they should forward this correspondence to the Secretary General.

This includes any correspondence relating to:

- appeals for material or financial support
- requests to visit New Zealand Red Cross
- invitations for New Zealand Red Cross to visit another country's Red Cross National Society.

The Emblem Policy and Humanitarian Diplomacy Policy describe how New Zealand Red Cross engages in activity consistent with the Movement requirements.

The National Board is responsible for overseeing the National Society's participation in Movement-related activities (Article 1.12.2 of the Constitution).

1.7.1 Official international travel

Members who travel internationally as part of their responsibilities within New Zealand Red Cross are considered to be official representatives. They must know the nature and limits of their representation and receive the appropriate briefings before their departure. They may not commit New Zealand Red Cross to any programme, funding, material or other support, without the prior explicit approval of the National President or Secretary General.

1.7.2 Private international travel

New Zealand Red Cross people travelling overseas in a private capacity often wish to visit another component of the Movement. For any formal interaction with Movement components, letters of introduction must be arranged through the Office of the Secretary General. Visits to operational delegations of the IFRC, ICRC, or to National Societies engaged in relief operations must be approved by the National President or Secretary General.

1.7.3 International visitors

New Zealand Red Cross sometimes receives requests to host individuals or delegations from other National Societies. Depending on the itinerary of the visitors, an Area, Branch or Group may be asked to assist with hospitality. Any expenses are normally borne by the hosting Area, Branch or Group, although Red Cross House, in exceptional circumstances, may provide some financial assistance. All international visitors from the Movement must be notified to the Office of the Secretary General prior to the proposed visit.

1.8 Planning the work of New Zealand Red Cross

All work of New Zealand Red Cross must be approved by the National Board on an annual basis through the annual planning processes, coordinated by the Office of the Secretary General.

The annual Area planning process captures all proposed Red Cross services and activities that will be done by all Red Cross Areas, Branches and Groups. The planning requirements of Areas, Branches and Groups are set out in the Area, Branch and Group sections. Area plans are presented to the National Board for approval.

An annual national planning and budget process coordinated by the Office of the Secretary General determines the forward work plan for nationally led services and programmes, including, for example, DWST, Good and Ready and Meals on Wheels.

SECTION 2 Red Cross People

Red Cross people work as one team. Red Cross people have roles in governance, leadership, service delivery, and activities that support New Zealand Red Cross to achieve its mission.

This section explains the expectations of conduct for all Red Cross people, and how service to the Red Cross and Red Crescent Movement is rewarded and recognised.

2.1 How to become a Member

To become a Member of New Zealand Red Cross a person must:

- complete an application form either online or in person consenting to be a Member
- read, agree to abide by, and promote, the Fundamental Principles the New Zealand Red Cross Constitution, and other governance documents
- agree to comply with the New Zealand Red Cross Code of Conduct internal regulations on the use of the Emblem, and New Zealand legislation as it applies to New Zealand Red Cross
- provide their name and contact details to New Zealand Red Cross for the purposes of becoming a Member.

Membership starts when the steps outlined above have been completed and the new member has received a membership number. The National Board may decline a membership enrolment.

Being a Member of New Zealand Red Cross enables a person to:

- be part of the international Red Cross and Red Crescent Movement
- participate in advancing the organisation's mission.

There are two ways Members can participate in and advance New Zealand Red Cross's mission, through humanitarian action or by participating in the governance of New Zealand Red Cross.

2.2 Categories of Membership

There are two categories of membership:

- **Ordinary Members:** an Ordinary Member is a person who has completed the steps in 2.1 and been officially notified of their membership.
- **Honorary Life Members**: Ordinary Members can be awarded an Honorary Life Membership in recognition of their service to the mission of the New Zealand Red Cross. Section 3.2.2 explains what this Award is for.

2.3 Membership type and status

We use the following classifications to understand who our people are, how they contribute to the Movement, and how we can support them. It is possible to have more than one membership status.

Membership Types

There are two membership types that we use to understand the local governance unit members are affiliated with:

- **Area Member:** All Members belong to one Area based on the location of where they live or are registered. If otherwise eligible, Area Members may nominate, stand for election, and vote in Area Council elections of that Area. Where a member is enrolled in an Area and the boundaries of that Area changes, that member is automatically enrolled in the new Area in which they have their principal place of residence.
- **Branch Member:** All Members may choose to register with a Branch in the location where they usually live, if there is one. If the Member moves to another region within New Zealand or overseas, they may retain that Branch membership if they want to, but they may only be registered with one Area. Branch members are also Area Members of the Area in which the Branch located. Branch Members, if otherwise eligible, may nominate, stand for election, and vote in Branch elections of that Branch. Branch Members, if otherwise eligible, have direct voting rights in Area Council Elections of the Area in which the Branch is located.

Membership Status

Current Member

Current Members are recorded as 'active' in the National Register because they have participated in New Zealand Red Cross activities, governance or service delivery. Members may be recorded with one or more of the following statuses in the National Register:

- **Volunteer:** is a Member who volunteers their time to participate in the governance of New Zealand Red Cross or engages in humanitarian action that supports New Zealand Red Cross' objectives. Every volunteer reports to one or more People Leaders in a Branch, Area, Group or Team they are active in.

  A volunteer participates in the activities of New Zealand Red Cross in different ways:

  - volunteering their time to a Branch or Group led activity that supports the mission of New Zealand Red Cross
  - volunteering their time to a nationally led service or activity that supports the mission of New Zealand Red Cross
  - volunteering their time to participate in the governance of New Zealand Red Cross through a Group, Branch, Area Council, National Council or the National Board.

- **International delegate:** is a technical expert who meets the requirements for the role. For the purposes of participating in governance activities, an international delegate is considered a Volunteer up until the point they commence their deployment, at this point they are contracted and are then considered an Employee.
- **Employee:** is a person employed by the Secretary General under an individual or collective employment agreement. Employees are not required to enrol as members but those who do are employee members.
    - An employee contributes to humanitarian action by supporting the organisation to achieve the mission and work plan agreed by the National Board.
- **Youth | rangatahi or young person:** is any Member between ages five and 30. Any young person who serves in a leadership role is also considered a young leader.
- **Affiliate:** is a Member who has not participated in Red Cross services, activities, or governance or otherwise interacted with New Zealand Red Cross for a period of more than 12 months. Affiliate Members include those that have joined Red Cross with the intention to volunteer or be associated with Red Cross. An Affiliate is a Member that is not registered as a member of any Group or Branch and does not participate in volunteering activity.
    - Affiliate Members are registered in the Area where they live, to establish a connection with the Movement.
    - Affiliate Members may be periodically reviewed, and their membership status transferred to 'concluded' by the Membership and Volunteering Directorate. A Member who has their membership concluded due to inactivity can re-join as a Member.
- **Stood down:** refers to a Member who has been placed on leave or asked to stop volunteering for a limited time and is not eligible to participate as a volunteer. Members who are stood down, if otherwise eligible, may still vote, but not nominate or stand for election.
- **Excluded:** refers to a Member who has been asked to temporarily or permanently stop participating in specific humanitarian action through volunteering including governance.

Past Member

Past Members are those who are no longer active members of New Zealand Red Cross. Past Members will have their status recorded with one of the following statuses:

- **Concluded:** Membership that has ended at the conclusion of the Ordinary Member's voluntary assignment, delegateship or employment through a period of inactivity. A Member who has their membership concluded, if otherwise eligible, can request to re-activate their membership. Honorary Life Members will not have their membership concluded unless they resign or are suspended.
- **Resigned:** a Member that has given notice of their intention to no longer be a Member. If no date is included in the notice, the resignation takes effect immediately. A

Member that has resigned from membership can rejoin to reactivate their membership.

- **Suspended (indefinitely):** a Member may be suspended indefinitely following the disciplinary process or for health, safety and wellbeing reasons. A Member who has been suspended indefinitely may reapply to join but may not be readmitted. It is the National Board's decision.
- **Expelled:** a Member who has been expelled from membership following a disciplinary process may not reapply for membership unless their expulsion conditions allow it.
- **Deceased:** a person whose membership ended as they passed away while they were registered as a current Member.
- **Ceased:** A person's membership ceases when that person accepts nomination to be a representative of any political party or stands for elections in central government. A Member whose membership has ceased can request to reactivate their membership upon the conclusion of their membership in a political party, subject to any ongoing conflicts of interests.

2.4 Participating in the governance of the National Society

All Members belong to one Area where they live or are registered. See Membership Status (2.3) for information on which Members can participate in governance.

Where a Member is enrolled in an Area and the boundaries of that Area changes, that Member is automatically enrolled in the new Area in which they have their principal place of residence.

When a Member wishes to participate in the governance of New Zealand Red Cross they can do so through joining an Area or a Branch. They can also:

- nominate Members for official roles
- stand for election to a member-based governing body, including a Branch Committee, Area Council, or National Council as an Area Delegate (the requirements for these roles must be met).

The National Board and the National Council are the highest governing bodies and are comprised of Members. Area Councils consist of Members elected by Members (see section 11 for further information about election processes).

2.5 Participating in humanitarian action

When a Member decides to participate in humanitarian action, they may do so as a Volunteer, or an Employee. See Membership Status (2.3) for information on which

Members can participate in humanitarian action.

Some activities related to humanitarian action may require a certain skillset, for example in relation to child protection. International Delegates must successfully complete the New Zealand Red Cross interview and training process, including the International Mobilisation and Preparation for Action (IMPACT) training, and be currently enrolled in the delegate pool.

The skills required for volunteer roles will be identified in the role description and take into consideration the New Zealand Red Cross' commitment to the Health, Safety and Wellbeing of all Members. There may be further vetting, conflict of interest, training and risk management requirements that a Member must meet before being eligible for a Volunteer or Employee role.

The People Leader of the activity has the right to decline applications from prospective volunteers if they do not meet the requirements for the role. Those people are still eligible to participate in governance, apply for another volunteer role or remain Affiliate Members.

2.6 Participating as an Affiliate Member

Once an Affiliate Member engages in volunteering, they will be part of a Group or a Branch, depending on the type of volunteer activity they engage in. Their membership status will change from Affiliate to Volunteer.

If an Affiliate Member wants to start an activity themselves, they must do so through their Area Council as part of the Annual Area Plan, through a Branch or Area planning process. An example of such an activity might be an individual fundraising effort.

Affiliate Members do not need to attend any governance meetings, participate in the volunteer-led governance of the organisation, or vote in Area elections but may do so if they choose.

Affiliate Members that do not participate in any governance or volunteering activity may have their membership status reviewed as set out in section 2.3.

2.7 Structure of New Zealand Red Cross

Red Cross has two functional structures:

1. The **governance structure** determines how Members can participate in the governance of the organisation and influence the leadership and direction of New Zealand Red Cross.

2. The **operational structure** determines how the work plan agreed by the National Board is delivered and ensures that its delivery is efficient and effective.

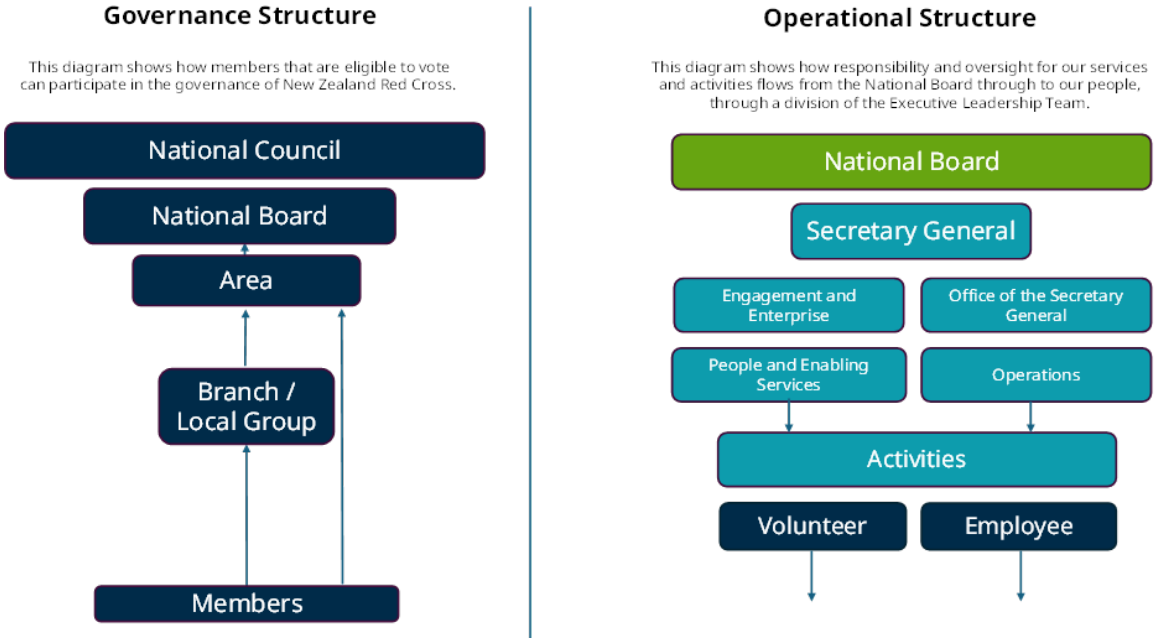


Figure 1: Governance and Operational Structures

2.8 Values of New Zealand Red Cross

People	Integrity	Partnership
We build the capacities of people and communities to work in solidarity, then find sustainable solutions to their most pressing needs and vulnerabilities.	We work in line with our guiding Fundamental Principles, in ways that are transparent and accountable.	As a member of the International Red Cross and Red Crescent Movement, guided by its statutes, we cooperate with governments and with other organisations in line with the Fundamental Principles, without compromising our Emblems and the independence, impartiality, and neutrality they represent.
Diversity	**Leadership**	**Innovation**
We celebrate the diversity of the communities we work with and of our Members and Employees, based on non-discrimination and our principles of impartiality, unity, and universality.	We show leadership and strive for excellence in our work, drawing attention to the rights, needs and vulnerabilities of communities and the factors that underlie them.	We draw inspiration from our shared history and tradition, but are equally committed to finding creative, sustainable solutions to problems that threaten human well-being and dignity in a changing world.

2.9 Members' rights

All Members of New Zealand Red Cross have the right to:

- be treated with respect and dignity
- have their contribution valued and recognised
- participate in the democratic processes of New Zealand Red Cross, according to the type of membership they hold or any variations to their rights (see section 2.3)
- be kept informed of the work of New Zealand Red Cross.

2.10 Members' rights when volunteering

When Members volunteer their time towards the objectives of the New Zealand Red Cross they can expect to:

- be valued and respected by New Zealand Red Cross for their contributions
- be identified as a volunteer when carrying out activities of New Zealand Red Cross
- receive appropriate support, including induction, training, briefings and supervision for their role
- have protection when volunteering for New Zealand Red Cross, particularly in relation to health and safety matters, including protection from abuse, psychosocial support, and also the right to be covered by insurance
- be offered reimbursement for reasonable costs they incur while volunteering, in accordance with organisational policies
- be recognised for exceptional service
- be able to present proposals and raise concerns with an appropriate officer of New Zealand Red Cross and receive a timely response
- participate in designing and improving the activities in which they are involved.

2.11 Variations on Members' rights to participate in governance

2.11.1 Employees (or Employee Members)

Members who are Employees may not hold office, nominate candidates or vote while they are employed by New Zealand Red Cross. The National Board may grant written consent either as a class exemption or specific approval to enable an employee to hold office, nominate candidates or vote.

Employees who have resigned or retired from a paid position may seek election to a governance role after a stand down period of six months from the date of their resignation or retirement.

2.11.2 International Delegates

New Zealand Red Cross responds to requests from Movement partners including other National Societies for specialist personnel (known as delegates) for overseas assignments.

Delegates are technical experts who have successfully completed the New Zealand Red Cross interview and training process, including the **I**nternational **M**obilisation and **P**reparation for **ACT**ion (IMPACT) training.

Delegate recruitment is through online applications.

Delegates become New Zealand Red Cross employees for the duration of their fixed-term contract while on deployment. While on deployment, delegates are treated as employees and cannot nominate candidates or vote. When an international delegate is not deployed, they revert to their previous membership status.

Delegates can hold office but must arrange for someone to act in their role while on deployment.

2.11.3 Youth

Some official youth governance roles have age limits to in comply with the Movement's requirements for youth representation.

Candidates for any youth governance role, including the National Youth Representative, may serve in the role for a maximum of six years or until they turn 31 years of age.

The National Youth Representative must retire at the National Council prior to turning 31 years of age, after which the retiring Member will be ineligible for re-election on the National board for a further three years.

Youth Area Councillors may serve of their Area Council as a Youth Representative until they turn 31 years of age. They may continue to serve as an ordinary Area Councillor after they turn 31 until the end of the elected or co-opted term.

Candidates for selection in any youth governance role must be no younger than 18 years and must stand down as a youth representative either prior to their 31st birthday (if they are the National Youth Representative) or on their 31st birthday (for a Youth Area Councillor).

People under 18 can be non-voting members of New Zealand Red Cross.

From 12 years of age they can sign their own membership enrolment form, with parental consent.

If under 12 years of age, a parent must sign the membership form.

2.12 Members' responsibilities to New Zealand Red Cross

All Members of New Zealand Red Cross must:

- follow the Fundamental Principles of the Movement
- uphold the New Zealand Red Cross values
- promote and participate in the work of New Zealand Red Cross and the Fundamental Principles within the community
- abide by the New Zealand Red Cross Code of Conduct and the Constitution
- follow New Zealand Red Cross policies and procedures where applicable to their work or volunteer activities

- disclose any potential, or actual conflicts of interest, if they are seeking election or appointment to, or holding, any office in New Zealand Red Cross (as required by the Constitution 2.9.1)
- take responsibility for their own health, safety and wellbeing and take reasonable care to make sure their actions or inactions do not knowingly put the health, safety, and wellbeing of others at risk
- treat any personal information they have access to through their work as an employee, volunteer, or international delegate, as confidential
- uphold the integrity and ethical standards set out in the Constitution and these Regulations.

Failure to uphold these behaviour standards may be considered misconduct and would be managed according to the misconduct and disciplinary procedures set out in section 2.14.

More information about unethical behaviour is available in the ethical behaviour policies, available on the website. The Code of Conduct can be found online or through an Area Support Team.

2.13 Managing conflicts of interest

A conflict of interest occurs when a Member's interests interfere, or appear to interfere, with the interests of New Zealand Red Cross. It is often hard to know if a conflict really exists or not – if you are in doubt, it is better to disclose it anyway.

Any Member, Employee and Volunteer is required to disclose potential conflicts of interest.

Any Member seeking election or appointment to, or holding any governance role in New Zealand Red Cross, shall be required to disclose to the Secretary General any potential or actual conflicts of interest, or issues that could be perceived as a conflict of interest, as soon as reasonably practicable after becoming aware of the potential, actual or perceivable conflict. (Constitution Article 2.9.1) Potential conflicts of interest include, but are not limited to:

- Your business or employer is selling goods or services to New Zealand Red Cross
- Holding a position in another organisation which could be seen to be acting against the Fundamental Principles.
- Being elected or seeking nomination for election as a representative of a political party or to a local government position.
- Having family members or partners who hold elected positions in local or national government.
- Holding one or more volunteer or paid roles with another organisation with similar goals, objectives or services to New Zealand Red Cross.

2.13.1 Procedure for reporting and managing a disclosure

Conflicts of interest should be disclosed in writing to a person's immediate People Leader, Volunteer Lead, Area Council Chair, or the National Board.

The person receiving the disclosure will consider the potential conflict and may ask for more detail from the person who has disclosed it. They will assess whether it is low risk or high risk and advise the Office of the Secretary General. The Office of the Secretary General will notify either the Secretary General, or National Board of high-risk conflicts.

If the person disclosing the conflict is an Employee Member or a Volunteer Member in support of a national programme (e.g. Disaster Welfare Support Team or Meals on Wheels) then the matter should be assessed by their People Leader and if high risk, escalated to their General Manager to decide how it should be managed.

If the person disclosing the conflict is a Volunteer Member supporting locally coordinated / led activities, that Member's Area Council is responsible for deciding if there is an actual or perceived conflict of interest and how it should be managed. If Councils are unsure, then they are to seek support from their Area Support Team to assist with decision making

An Area Chair may seek guidance from their National Board Liaison or the Secretary General where the conflict of interest is of "high risk".

If the Member disclosing a conflict holds a governance position at Area Council or National Board level, the National Board will decide whether a conflict is actual or perceived and how it should be managed. More information about how conflicts of interests are managed at the National Board level is provided in the National Board Charter.

Where it is determined to be an actual conflict of interest:

- The person receiving the disclosure should inform the Member of the decision promptly after the disclosure and advise them of any action the Member needs to take to manage the conflict.
- The Area Chair records the disclosure, their determination, and how any actual conflicts are being managed on an Interests Register.
- If the National Board receives a disclosure of conflict of interest, they follow the same process and inform the relevant Area Council.
- The National Board has the final decision on whether or not there is a Conflict of Interest (Article 2.9.3 of the Constitution).

If a conflict of interest is confirmed:

- It does not mean that a Member cannot seek or hold office.
- New Zealand Red Cross will try to manage the situation by asking for the person's cooperation.
- The person may be asked to not to take part in some activities or decision-making.

2.14 Complaints and disputes resolution process

2.14.1 What is a dispute?

A dispute is a disagreement or conflict between Members of New Zealand Red Cross, or between Members and the Society (New Zealand Red Cross as a legal entity) or its representatives. The disputes process set out here relates to those disagreements or conflicts that relate to misconduct, a breach of the Constitution, Code of Conduct, or New Zealand legislation by a Member or group of Members, including Groups, Branches and Area Councils. This is also the process to use if a Member's rights or interests have been damaged.

A complaint involves an allegation that a Member, or group of Members in the case of a Group, Branch Committee or Area Council has:

- engaged in misconduct
- breached, or is likely to breach, a duty under the Society's Constitution, Code of Conduct, New Zealand Red Cross Regulations or policies or New Zealand law
- damaged the rights or interests of a Member or the rights or interests of Members generally.

Any Member may also raise a complaint against the Society if that allegation relates to the Society breaching any duty under the Constitution or bylaws of the Incorporated Societies Act.

If a complaint or dispute is about employee conduct, this process will apply as appropriate and in so far as it aligns with Employment Law and New Zealand Red Cross policies for managing employment issues. Sometimes the processes differ for Members whether they act as Volunteers or Employees, but the principles of natural justice, impartiality and privacy as set out below are the same. If there is any doubt, contact People and Capability Directorate or an Area Support Team.

2.14.2 Principles of natural justice, impartiality and privacy will apply

New Zealand Red Cross will uphold the following principles to any complaint or disputes resolutions process, regardless of the nature of the dispute and the type of role that person plays in New Zealand Red Cross.

Principle	Definition
Appropriate investigation	Where appropriate, allegations are investigated before any decision as to outcome is made.
Procedural fairness	Members are informed of the allegations against them, are provided with all information relevant to the allegations, and are given a reasonable opportunity to consider and respond to the allegations.

Principle	Definition
No surprises	Members are made aware at the beginning of the process of the potential outcomes and consequences.
Representation	Members are advised of their right to a support person and/or legal representative.
Impartiality and non-discrimination	Processes will be undertaken promptly, impartially and without discrimination.
Privacy	Processes will be managed sensitively and with regard to the privacy rights of those involved.

2.14.3 Principles of decision making and appeals will apply

New Zealand Red Cross will uphold the following principles when handling any complaint:

- The decision makers will be a subcommittee of the National Board, or in the case of a Member who is also an Employee, the Secretary General.
- For decisions that impact on membership status the subcommittee of the National Board will be the decision maker. The subcommittee of the National Board may delegate authority for carrying out investigations. The delegated authority can take decisions that do not impact membership status, otherwise will refer back to the subcommittee to take a decision.
- The Secretary General may delegate authority for low-level decision making and investigations where the complaint is about an employee.
- The National Board will manage the appeal process for Volunteer Member decisions with the ability to establish another subcommittee to carry out the appeal process.

2.14.4 Problem resolution at the lowest possible level

If a Member has a conflict or disagreement with any other Red Cross person, this should be managed at the lowest possible level (Article 2.10.3 of the Constitution). All efforts to resolve a complaint or a dispute at the lowest possible level should be exhausted by those parties involved in the dispute, unless it is not appropriate to do so.

Refer to the **Problem Resolution** guidelines for guidance on how to resolve conflicts. The general approach is outlined below:

- Individuals involved in a disagreement should try to resolve the conflict themselves, unless it is not appropriate to do so.
- If the conflict or disagreement cannot be resolved between the parties, it should be raised, in writing, with the person's leader as soon as possible.

- If the People Leader cannot resolve the conflict or disagreement, they may refer the issue to their immediate leader who will advise on further avenues.

If an issue cannot be resolved between the parties or with the involvement of a third parties, such as the person's People Leaders who are closest to the matter, and other avenues of direct reports have been taken, it may be escalated by making a complaint.

2.14.5 Making a complaint

A Member may make a complaint by giving notice in writing to the Secretary General directly, that:

- states that the person is starting a procedure for resolving a dispute in accordance with the Constitution
- sets out the allegation to which the dispute relates and whom the allegation is against
- sets out any other information that has been requested by New Zealand Red Cross to support the allegation.

Any member of the National Board and the Secretary General may, on behalf of New Zealand Red Cross, make a complaint involving an allegation against a Member, Branch Committee, Area Council or Group, by giving to the Member a notice in writing that:

- states that the Society is starting a procedure for resolving a dispute in accordance with the Constitution
- sets out the allegation to which the dispute relates.

In making a complaint, the allegation must provide all relevant details so that a Member, Group, Branch Committee or Area Council against whom an allegation is made is fairly informed of the allegation about them and can prepare a response. The information required must have enough detail for the specific aspect of the Constitution, Regulations, Code of Conduct, duty or (where relevant), employment agreement or New Zealand Red Cross policy that has been breached to be assessed.

The Secretary General may accept a complaint in another format if a written format is not appropriate.

2.14.6 The complaint may be referred to someone else to action

The Secretary General, a subcommittee of the National Board or the delegated decision makers are the final decision makers. They can appoint another impartial person or persons to initiate a process for investigating and reporting and make recommendations to the decision maker.

A complaint may be referred to any of the following to investigate and report on to the decision maker, or make decisions if delegated:

- the Secretary General

- another impartial person, internal to the organisation, as assigned by the Secretary-General
- an external person.

With the consent of all parties, the complaint may be referred to a consensual dispute resolution (for example, mediation, facilitation, or a tikanga-based practice).

2.14.7 Investigating a complaint

As soon as is reasonably practical, and where appropriate, an investigation into the allegations made in the complaint will be conducted applying the principles of natural justice, impartiality and privacy.

In conducting the investigation, the investigator will:

- provide the person or entity being investigated with details of the allegations
- provide an opportunity for the person being investigated to have a support person or representative present in any meetings
- provide fair opportunity for the person being investigated or a representative of the entity being investigated (in the case of an allegation against a Branch Committee, Area Council or Group) to respond to the allegations and have their response heard
- provide a fair opportunity for the person being investigated to provide witnesses or other evidence that is relevant to the allegation
- provide the respondent with an opportunity to respond to any new evidence that comes to light through the investigation process and that may influence the decision
- provide a fair opportunity for the complainant to be heard in the investigation process
- consider all responses before making any findings of fact
- subject to the Privacy Act 2020 and the Protected Disclosures (Protection of Whistleblowers) Act 2022, provide the same information to the decision maker and to the complainant and the person being investigated.

During the investigation process Members or groups of Members who are the subject of the complaint will be given the opportunity to be heard by any of the following methods:

- submitting a written statement
- discussion with the investigator.

2.14.8 Rights of the person being complained about – 'The Respondent'

A person or group being complained about is called 'the respondent'.

All evidence, including evidence from the person being investigated, will be considered by the decision maker.

The respondent has a right to be heard before the complaint is resolved or any outcome is determined. A respondent will be considered to have been given the right to be heard if:

- the respondent is fairly advised of all allegations concerning them, with enough details and time given to allow them to prepare a response
- the respondent has a reasonable opportunity to be heard during the investigation process through any of the methods listed above (2.14.7)
- if the decision-maker considers that an oral hearing is needed the respondent and decision maker are both present at the oral hearing (if any)
- the respondent's written statement or submissions (if any) are considered by the decision maker before a final decision is made.

Subject to the Privacy Act 2020, and the Protected Disclosures (Protection of Whistleblowers) Act 2022 the respondent has the right to the same information that is provided to the decision maker.

If the respondent is the Society, a member of the National Board or the Secretary General may exercise the right on behalf of the Society.

A respondent will be considered to have been given the right to be heard if:

- the respondent is fairly advised of all allegations concerning them, with enough details and time given to allow them to prepare a response
- the respondent has a reasonable opportunity to be heard through any of the methods listed above
- if the decision-maker considers that an oral hearing is needed one is held
- the respondent and decision maker are both present at the oral hearing (if any)
- the respondent's written statement or submissions (if any) are considered by the decision maker before a final decision is made.

2.14.9 Determining the dispute

Following the investigation process above, or where it is decided that an investigation into the facts has not been appropriate the decision maker will determine whether the allegation is upheld and requires disciplinary action based on all the information presented.

All evidence/evidence from the person being investigated - will be considered by the decision maker. When the decision maker has considered the written statement or submission from the person they are considered 'heard'.

2.14.10 New Zealand Red Cross may decide not to proceed further with complaint

Despite the process for investigations above, the decision maker may decide not to proceed further with a complaint for any of the following reasons:

- the complaint is of a vexatious nature
- the complaint does not appear to disclose or involve any allegation of the following kind:
    - that a Member has engaged in misconduct that meets the threshold for disciplinary action
    - that a Member, an Officer, or the Society has materially breached, or is likely to materially breach, a duty under the Society's Constitution or bylaws or the Incorporated Societies Act 2022
    - that a Member's rights or interests or Members' rights or interests generally have been materially damaged
- the complaint appears to be without foundation or there is no apparent evidence to support it
- the Member who makes the complaint has an insignificant interest in the matter
- the conduct, incident, event, or issue giving rise to the complaint has already been investigated and dealt with under the Constitution
- there has been an undue delay in making the complaint.

2.14.11 Proceeding further with a complaint: determining the outcome

If the recommended disciplinary action impacts the person's status as a Member of New Zealand Red Cross or their role in a governance body:

- the subcommittee of the National Board will be the ultimate decision makers regarding whether a Member is sanctioned or suspended, expelled, or excluded from membership of the New Zealand Red Cross.

If the decision maker considers disciplinary action that impacts a member's role as an employee or volunteer may be appropriate:

- the Secretary General will be the ultimate decision maker regarding any disciplinary outcome, up to and including dismissal from a volunteer role that serves an operational function, or termination of employment in line with the Employment Relations Act 2000.

Where a Member is expelled, suspended, or excluded from membership, the decision shall be conveyed to the Member's Branch, Area Council or National Volunteering Lead as appropriate.

2.14.12 Appealing a decision

Employee Members wishing to appeal a decision relating to their employment should refer to the Disciplinary Policy, as the process is different under employment law. Employees are not able to appeal a decision under this clause.

If the National Board subcommittee's decision is that a Member being sanctioned, suspended, expelled or excluded from membership of the New Zealand Red Cross, that Member has a right of appeal to the National President in respect of that decision, provided that they can demonstrate to the National President to a reasonable extent that the subcommittee breached the rules of natural justice or that there was not reasonable cause for the decision.

If a Member wishes to appeal the decision, they can do so by approaching the National President in writing, explaining why they seek an appeal.

- The National President will appoint a subcommittee different from the original subcommittee who will consider the complaint.
- The National President, in setting up this subcommittee, will determine how extensive the appeal process will be; and be able to delegate the appeal process to an impartial person or persons.
- The National Board will be the decision maker in the case of an appeal.

A member who has been expelled may lodge an appeal against the decision within 90 days of receiving written notice of the expulsion. Appeals received after this period will not be accepted unless exceptional circumstances are demonstrated.

2.14.13 A Member may be stood down for the duration of an investigation

For the purposes of allowing an investigation to be conducted efficiently and fairly, the decision maker may serve a Member notice that they are stood down from any or all duties for the duration of the investigation.

If a Member is stood down, that Member is required to stop performing any or all duties and may be asked to return any New Zealand Red Cross property they have.

Where a Member is also an Employee, if it is appropriate to do so, the Member may also be suspended from their employment for the duration of the investigation. The decision-maker in this regard will be the Secretary General.

2.15 Keeping records of membership

As an Incorporated Society, New Zealand Red Cross must keep a National Register of all Members, including their contact details.

Volunteer People Leaders and Area Councils are responsible for ensuring that Members in their Area keep their records up-to-date, including membership status.

Members can update their information online or by emailing membership@redcross.org.nz.

Membership statuses recorded are set out in section 2.3.

2.16 Transferring membership

Members who wish to transfer their membership from one Area or Branch/Group to another may advise the Area Support Team who will notify the Area or Branch to which the Member is transferring and update the Member's record in the National Register.

2.17 Terminating membership

If a Member wishes to end their membership, they can do so by notifying:

- their Area Chair or Branch President
- their People Leader or the person leading the activity or programme they volunteer in
- the Area Support Team for their Area
- the National Membership and Volunteering Team at membership@redcross.org.nz
- the organisation through the 'update your membership details' form on the New Zealand Red Cross website.

Persons receiving resignations must notify the relevant Area Support Team, who are responsible for updating the National Register accordingly. Resignation from voluntary assignment in an activity will conclude a person's membership, unless they request to remain as an Affiliate Member at the time of their resignation from their voluntary duties.

Termination will take effect from the date stated in the notice. If there is no date included in the notice, the resignation will be effective immediately.

The National Board may terminate membership following a dispute resolution or disciplinary process (see section 2.14). If a person's membership is terminated, that person may only be re-admitted as a Member, or be eligible for nomination or election to any position in New Zealand Red Cross after a period of three calendar years from the date of termination of membership (or employment), or such other time period set by the National Board.

SECTION 3 Recognition

New Zealand Red Cross celebrates the contribution of people to our Mission. Anyone can thank and celebrate the contribution of others. To recognise substantive and significant contributions the National Council has instituted Area and National level Honours and Awards. Full details for recognising contributions, and procedures for all Honour and Awards can be found in the guidelines.

3.1 Celebrating and recognising contributions of New Zealand Red Cross people

3.1.1 Certificate of Service

All New Zealand Red Cross people may ask for a record of their service during or on conclusion of their duties. The People Leader of the New Zealand Red Cross person can issue a Record of Service. The Record of Service does not constitute a professional or personal reference. It will include the dates of service, and the details of the involvement of the person.

3.1.2 References

On the discretion of the People Leader, they may serve as written or verbal referees for New Zealand Red Cross people in relation to their work (rather than as an endorsement of New Zealand Red Cross). Persons may or may not be eligible to receive a reference, depending on their current membership status. If the person is under disciplinary action, all requests need to be processed through the People and Enabling Services Group.

3.1.3 Other Recognition

All New Zealand Red Cross people may nominate other New Zealand Red Cross people for recognition by external parties such as National Volunteer Week awards, local recognition events or community recognition. People Leaders are to notify People and Enabling Services Business Partner, where aware, of any external awards and recognition their people have received to be entered on the record for that person if they pertain to that person's role within New Zealand Red Cross.

3.2 Honours and Awards

The National Council is empowered to create any Honours and Awards as it sees fit (Article 2.5.1 of the Constitution).

The Honours and Awards Committee of the National Board is responsible for ensuring

the nomination processes and criteria are followed for all award nominations.

The procedure and authorisations for each Award is found in the Honours and Awards guidance available through the Area Support Teams or on the website.

All Members, supporters and partners of New Zealand Red Cross are eligible for nomination for an honour or award if they meet the criteria specified for each award. When possible, New Zealand Red Cross awards should be given while the recipient is still contributing to the Movement. Where recipients have retired from New Zealand Red Cross, their award should be made within six months of their retirement.

3.2.1 Area Awards

Long Service Awards for five to 35 years of service are conferred by the Area Council. Any eligible New Zealand Red Cross person can nominate another New Zealand Red Cross person to be considered by the Area Council. Nominations must be submitted to the Area Support Team. Area Councils consider nominations and confer awards twice a year. Nominations for awards must be submitted to the Area Support Team by 1 May or 1 October each year.

Award	Who can be nominated?	Why is it awarded?	What is awarded?
Long Service Certificate	Length of service through humanitarian action during every year that the award recognises	5, 15, 25, 35 years of service	Certificate
Long Service Badge	Length of service through humanitarian action during every year that the award recognises	10, 20, 30 years of service	Badge & certificate
New Zealand Red Cross Certificate of Commendation	New Zealand Red Cross people	Contributed in an exceptional way for at least 5 years, or made a significant contribution	Certificate
New Zealand Red Cross Certificate of Appreciation	New Zealand Red Cross people	Noteworthy achievement	Certificate

3.2.2 National Awards

National awards are conferred by the Honours and Awards Committee of the National Board, except for Counsellor of Honour nominations, which must be approved by the National Board for decision by National Council. Any eligible New Zealand Red Cross person can nominate another New Zealand Red Cross person to be considered by the Area Council. Area Councils endorse nominations before they are submitted to the National Board. Nominations for awards must be submitted to the Area Support Team by 1 June each year.

Award	Who can be nominated?	Why is it awarded?	What is awarded?
Long Service Certificates for 45 or more years of Service	Length of service through humanitarian action during every year that the award recognises	45, 55, 65 etc. years of service	Certificate
Long Service Badges for 40 or more years of service	Length of service through humanitarian action during every year that the award recognises	40, 50, 60 etc. years of service	Badge & certificate
Counsellor of Honour	Maximum of 20 at any time		
New Zealand Red Cross Medal of Honour	Eligible members	Outstanding Society- changing achievement	Bronze medallion, badge & certificate
New Zealand Red Cross Distinguished Service Award	New Zealand Red Cross people	Exceptional service as a driving force to strengthen New Zealand Red Cross	Badge & certificate
New Zealand Red Cross International Service Award	New Zealand Red Cross people	Achievement doing international work	Badge & certificate
New Zealand Red Cross Meritorious Service Award	New Zealand Red Cross people	A significant, sustained contribution	Badge & certificate

Award	Who can be nominated?	Why is it awarded?	What is awarded?
New Zealand Red Cross Honorary Life Member	New Zealand Red Cross people	Contributed in an exceptional way for more than 10 years, or made a significant contribution	Badge & certificate
New Zealand Red Cross Certificate of Commendation	New Zealand Red Cross people	Contributed in an exceptional way for at least 5 years, or made a significant contribution	Certificate
New Zealand Red Cross Certificate of Appreciation	New Zealand Red Cross people	Noteworthy achievement	Certificate
National Society Achievement Award	Pacific Island National Societies	Outstanding achievement	Up to NZ $5,000
Jennifer Clark Memorial Scholarship	New Zealand Red Cross people aged 18-30	To use for a course that promotes leadership or corporate governance	Up to $2,000

3.2.3 International Awards

International Awards are conferred by the relevant bodies of the Movement. Any eligible New Zealand Red Cross person may nominate another New Zealand Red Cross person. Nominations for awards must be submitted to the Office of Secretary General.

Award	Who and why	When
Henri Dunant Medal	Individuals for acts of great devotion	Less than 5 every 2 years
Florence Nightingale Medal	Nurses or nurse aides who are active members of a National Society or affiliated medical or nursing institution	Less than 50 every 2 years

Award	Who and why	When
Henry Davison Award	Individuals or National Societies for outstanding service to International Federation of Red Cross and Red Crescent (IFRC)	Less than 5 every 2 years
The Red Cross and Red Crescent Prize for Peace and Humanity	Individuals or National Societies for PEACE	Maximum of 2 every 4 years
Volunteer Development Award	National Societies for promoting volunteering	3 every 2 years

SECTION 4 Groups

This section describes how Members can participate in activities of New Zealand Red Cross through Groups.

4.1 What is a Group?

A Group is an entity of Volunteer Members that participate in humanitarian action. Groups undertake activities within an Area Plan to fulfil the mission of New Zealand Red Cross. Groups may be local or national.

A Local Group undertakes activities that are developed locally, report through to Area Councils and have activities approved through the Area Planning process. Example of Local Groups include University Groups, Youth Groups, Groups in communities, Curtain Banks, Knitting Groups, Fundraising Groups, Groups from ethnic communities, Workplace Groups.

National Groups deliver services that form part of a nationally organised programme of service delivery. This includes Disaster Welfare and Support Teams (DWST), national Meals on Wheels (MoW: note national MOW has local coordinators), national Retail and the Pathways to Settlement programme involving volunteers.

Groups can do one or more of the following:

- deliver services to vulnerable people in line with the national plan
- raise funds for the work of New Zealand Red Cross
- provide a New Zealand Red Cross presence in the community.

A Group is informal in that it does not require a structure that has officer roles (e.g. President, Treasurer and Secretary). A Local Group within an Area reports to their Area Council. A National Group within the national programme reports through the line management responsibility for the national programme.

Members may choose to volunteer their time in one or more Groups.

Any group that undertakes a specific activity and reports to a Branch is an activity of that Branch and is not a Group under this definition.

4.2 Financial management of a Group

A Group may not have its own bank account.

A Local Group's funds and budget are administered by an Area Council as part of the annual area planning process. Local Groups may not incur expenses for activities

without approval from an Area Council.

A National Group's funds must be administered by a budget holder.

4.3 Establishment and closure of a Group

Area Councils approve the establishment or closure of Local Groups in their Area. The Secretary General may approve the establishment or closure of a National Groups.

4.4 Group Coordinator

Groups are led by Group Coordinators. Local Groups are led by a Volunteer. National Groups may be led by an Employee or a Volunteer.

Group Coordinators are the People Leader for the volunteers that participate in the Group's activity.

The Group Coordinator provides:

- people leadership and coordination to their Group to undertake the assigned programmes, activities or services that fulfils the mission of the New Zealand Red Cross
- direction to the Local Group that enables their continued presence
- be the contact/liaison person between the group and the rest of New Zealand Red Cross.

National Group Coordinators report to a National Programme People Leader. Local Group Coordinators report to their Area Council. Groups are supported by their local Area Council and Area Support Team.

Further guidance about the Group Coordinator role is available in the Roles and Responsibilities guidance on the website Area roles and responsibilities | New Zealand Red Cross or from the Area Support Team.

4.5 Responsibilities of a Local Group

Each Local Group is responsible for:

- preparing a plan of Local Group activities for the coming year and a simple budget to support the Area plan, with administrative support from the Area Council or Area Support Team
- recruiting Volunteers to carry out the humanitarian activities of the Local Group

- distributing relevant communications to the Local Group
- welcoming and inducting new Members and Volunteers to the Local Group through appropriate vetting and induction processes
- providing planning, monitoring, and reporting information to the Area Council in line with expectations
- identifying and managing any risks for Local Group activities
- supporting and leading Volunteers who participate in Local Group activities
- supporting Local Group members to adhere to New Zealand Red Cross health safety and well-being procedures related to Member-led facilities and activities
- effectively managing and resolving any Member disputes (for example, unacceptable behaviour, discrimination, bullying or harassment) in a timely and unbiased manner, and escalating these when necessary to the Area Council
- ensuring Local Group members are recognised appropriately through honours and awards, and thanked for their contributions
- ensuring appropriate exit processes are followed for departing Local Group members.

4.6 Responsibilities of a National Group

Volunteering in the national volunteering programmes of the Red Cross is organised through National Groups. National Groups of volunteers carry out humanitarian activities approved in the National Plan.

National Groups may be led by Employees (e.g. Migration Volunteer Programme Lead) or by Volunteers (e.g. Disaster Welfare Support Team Leaders).

National programmes may consist of one or more National Groups. Examples include Disaster Welfare Support Teams, Meals on Wheels, Refugee Support Volunteer Teams, and national Retail Shop teams.

Volunteers in National Groups deliver services in line with the National Plan of New Zealand Red Cross. The National Group lead is the People Leader for Volunteers in their team.

The Membership and Volunteering Team supports Members volunteering their time in National Groups. Area Support Teams help connect National Groups through their People Leaders with the Area Council.

SECTION 5 Branches

A New Zealand Red Cross Branch is a formal grouping of Members with elected officials that carries out activities to achieve New Zealand Red Cross' mission.

5.1 Status of Branches

Branches are local units of New Zealand Red Cross, not separate entities.

Where it is appropriate, a Branch may hold a bank account.

5.2 The role of a Branch

A Branch helps to fulfil the mission of New Zealand Red Cross by:

- promoting the Fundamental Principles of the Movement
- upholding the New Zealand Red Cross values
- undertaking activities that support New Zealand Red Cross mission in line with the National Plan and Area Plans
- maintaining an effective New Zealand Red Cross presence in the community
- mobilising local support for New Zealand Red Cross
- offering volunteering opportunities in humanitarian action through activities approved in the Area Plans
- promoting active and meaningful youth engagement through participation of young people and inclusion of their voice in the humanitarian work across governance, management, programmes, and service delivery
- raising funds to deliver their own Branch activities, to fund other New Zealand Red Cross activities, or to support special appeals.
- attracting new Members who represent the diversity of their community and encourage Members to be active and make a long-term commitment to New Zealand Red Cross.
- thanking voluntary Members, supporters, and donors
- communicating with other Groups and organisations in their community to enhance the work of New Zealand Red Cross.

5.2.1 Composition of a Branch

Branches must maintain sufficient membership to meet the responsibilities set out in section 5.3.

Branches formed before 1 March 2010 have a minimum of five members, and Branches formed after 1 March 2010 have a minimum of 20 members.

5.3 Responsibilities of a Branch

Each Branch is responsible for:

- appointing a Branch Committee to govern the Branch and uphold its responsibilities (see 5.7 for the responsibilities of the Branch Committee)
- preparing a draft plan of their activities for the coming financial year in alignment with the Area Planning Guide
- nominating a Health Safety and Wellbeing Champion and regularly discussing health safety and wellbeing matters at Branch meetings, including identifying any risks in their activities and how to manage those risks
- ensuring new Branch Members and departing Members are processed promptly and efficiently by the Area Support Team and recorded in the National Register of Members
- welcoming new Branch Members and familiarising them with New Zealand Red Cross
- telling new Branch Members about their rights and responsibilities
- recording all decisions made by the Branch in their minutes
- holding an Annual Meeting every year to:
    - receive an annual report from the Branch President on the activities of the Branch during the past year
    - receive and approve the financial report for the year ending 30 June
    - elect Branch officials onto the Branch committee and to fill any vacant roles.

5.4 Financial management of a Branch

Branches may only incur operating expenditure if the expenditure is in a budget approved by the National Board through the Area planning process.

Branches may not spend their funds on any purpose, project or activity that is a non-approved activity or has been declined by the National Board or the Secretary-General.

Branches may not employ individuals or pay honorariums.

Branches may not give donations to other organisations without approval from the National Board (Article 1.10.4 of the Constitution). Approval should be sought through the Area planning process. For information on partnerships and sponsorship at the

Branch level, see section 12.15.

Branches may not remit funds to specific service areas of New Zealand Red Cross outside of the Area planning process.

Branch property and assets belong to New Zealand Red Cross and are held on a national asset register.

Branches send their annual statement of accounts to the Finance Team by the date notified by the Finance team in July each year.

Branches follow the financial management and administrative guidance provided to them by the Finance Team.

More information about financial management is provided in section 12.

5.5 Branch subscriptions

Subscriptions are not a requirement of membership, and no Member will be expelled for not paying a subscription.

Branches may set a voluntary membership subscription at an appropriate level, but a subscription must not exclude any potential Member.

Subscriptions are deemed a donation from Members and considered New Zealand Red Cross funds.

5.6 Partnerships between Branches and other organisations

If Branches want to do any activities in partnership with another organisation, they need approval from the National Board, through their Area Council as part of the Area planning process.

No relationship or partnership should result in unsatisfactory ongoing obligations for New Zealand Red Cross in terms of time, material, reputation or funds.

5.7 Responsibilities of the Branch Committee

Branch Committees are responsible for ensuring the Branch is connected with the Area Council of the geographic region they exist within, and that the Branch has access to information and systems it needs from the organisation.

5.7.1 Composition of a Branch Committee

Branches are required to elect a President, Secretary and, if the Branch operates a bank

account, a Treasurer. Elections for these roles should be conducted in the manner described in section 10 and be held at the Annual General Meeting (AGM) of the Branch.

Branch Committees may also appoint Members to roles that support the functioning of the Branch, including but not limited to a Health, Safety and Wellbeing Champion, Membership Coordinator, Communications Coordinator, and coordinators for specific activities that the Branch supports. Together with the Branch President, Secretary and Treasurer, they form the Branch Committee. The Branch Committee must not exceed nine Members.

All Branch Officials may hold their position for no more than two terms or six years of continuous service on the Branch Committee, regardless of the role held. Time spent filling a mid-term or casual vacancy does not count towards this limit. After serving for two terms or six consecutive years, a stand-down period of one term or three years is required.

Where Branch Committee members who have completed two terms or six years continuously, and replacements cannot be found, the Area Council must be notified by the Branch.

The Area Council may approve an extension of one year. The Area Council must support the Branch to find replacement Officials. The Area Council must then also consider whether to support transitioning the Branch to a Local Group where a Group Coordinator can be identified or direct the Branch to close.

If a Branch Committee Member is unable to complete a full year between AGMs, the Branch Committee may choose to fill the vacancy by appointing any Member for the remainder of the year or may call a Special Meeting to nominate and elect a replacement.

Any Branch Member may attend and vote at general Branch meetings. Only Branch Committee members may vote at Branch Committee meetings.

If a Branch is unable to fill the roles of Branch President, Secretary, and where it is required, Treasurer, the Branch should consider becoming a Group, which does not have a governance structure, but is led by a Group Coordinator.

Any Branch Member may not hold the President and Treasurer role at the same time.

5.7.2 Branch President

The Branch President ensures all Branch activities and programmes operate in alignment with the strategic priorities of New Zealand Red Cross. In particular they:

- work in collaboration with their committee to ensure good governance principles are practised and embedded in the overall management of the Branch and its Members (including those who volunteer their time)
- cultivate a welcoming environment that enables Members and Volunteers to feel well-placed and supported to deliver good in their community

- lead the planning, monitoring, and reporting of Branch-related activities and collaborate with other New Zealand Red Cross people and stakeholders for the same
- liaise with Activity Coordinators leading activities overseen by the Branch
- play a key role in keeping their Members informed through effective communication
- engage with internal and external stakeholders to raise awareness of the organisation's profile in the local community or encourage engagement with our humanitarian mission
- Further guidance about the Branch President role is available in the Roles and Responsibilities guidance on the website Area roles and responsibilities | New Zealand Red Cross or the Area Support Team.

5.7.3 Branch Secretary

A Branch Secretary helps the Branch President to administer the Branch so it can fulfil its role. In particular, they:

- help to create an effective relationship between the Branch committee and other Branch Members, Area Council and the Area Support Team
- ensure Branch meetings run smoothly and constructively by ensuring timely notice of Branch meetings, accurate recording of Branch meetings and good meeting conduct.

5.7.4 Branch Treasurer

A Branch Treasurer makes sure that their Branch manages its money properly. They work closely with the Branch President and Secretary. In particular, they are responsible for:

- understanding and complying with the financial management requirements
- applying the required accounting standards with support from their Area Council
- applying the requirements for bank accounts where their Branch operates one (see section 12.7).

5.8 Meetings of Branches

Branch meetings should be held at least quarterly. Meetings may be in person or online or a hybrid of both.

Any New Zealand Red Cross person may attend Branch meetings. Any member wishing to attend Branch meeting should tell the President before the meeting.

All Branch members present at Branch meeting are entitled to vote on any decision

brought forward at the meeting (unless they are currently employees).

The Area Coordination and Planning Lead and Senior Area Partner may attend Branch meetings and have speaking rights, but do not have voting rights.

The President may grant speaking rights.

Members may put items on the Branch meeting agendas. Members should send items in writing to the Branch President.

The Branch Committee must share Branch meeting minutes with the Senior Area Partner in a timely manner after each Branch meeting and make minutes available to Branch members on request.

5.9 Annual General Meeting (AGM)

Branches must hold an AGM after 30 June and before 15 July each year. All Branch Members are advised, in writing or by advertisement, of the date and place of the meeting at least two weeks before the meeting.

If role holders from the Branch Committee and over 25% of members of a Branch are present, that constitutes a quorum for a Branch AGM meeting.

If a Branch fails to achieve the 25% of members present at an AGM, those present should still elect the Branch Officials but the result must be ratified by the Area Council. The Area Council should be satisfied that the result is fair and balanced and in the best interests of the Branch.

All Branches with 10 Members or less must have a minimum quorum of the 3 Branch Officials and 2 other Members.

All Branch Members are granted voting rights for any decisions brought forward at the meeting.

- Within 14 days after the AGM Branches send to their Area Council Chair:
    - the annual and financial reports, which are also sent to the Finance Team
    - a list of nominated Branch officials which are also sent to the Senior Area Partner.
- The Branch Committee must share Branch meeting minutes with the Senior Area Partner in a timely manner after each Branch meeting and make minutes available to Branch members on request.
- All Branches must approve their annual financial reports at their AGM.

5.10 Establishing a Branch

A grouping of 20 or more Members may apply to an Area Council to form a new Branch. To establish a Branch, the prospective Branch Members should approach the Area Council seeking formal support for the establishment of a New Zealand Red Cross Branch.

The Area Council and the Area Coordination and Planning Lead will provide advice on the preparatory work required to form a Branch. When the Area Council believes the rules and responsibilities of Branches are able to be met, the Area Council recommends the application to the National Board seeking recognition of the Branch.

If the National Board approves the establishment of the Branch, the Area Council arranges the election of Branch officials.

5.11 Amalgamating a Branch

If a Branch decides to close or combine with another Branch, they talk to their Area Council.

To amalgamate multiple Branches the following steps must be taken:

- Presidents of the Branches inform the Area Council Chair, the relevant National Board Liaison and the Area Coordination and Planning Lead of the intention to amalgamate.
- Presidents of the Branches notify members of the formal motion to amalgamate with another Branch at least six weeks in advance of a meeting in each Branch.
- A formal vote of the motion to amalgamate is put to a meeting of each Branch.
- A 75% majority of the Members present at the meeting is needed for the motion to pass.
- If successful, a meeting of the combined Members of the Branches is held to elect new Branch officials.
- The Branch Treasurer must close any surplus bank accounts.
- All records of the closed Branches must then be forwarded to the Area Support Team within four weeks of the closure of the Branches.
- The President of the new amalgamated Branch informs the National Board through their Area Council.

5.12 Closing a Branch

If a Branch has failed to meet its responsibilities or elect the required officials the National Board may decide to close the Branch, following consultation with the Area Council.

If a Branch decides to close, they must follow these steps:

- The Branch President discusses the proposed closure with the Area Council Chair, the Area Coordination and Planning Lead and the National Board Liaison.
- Branch Members are notified of a Special General Meeting to discuss the formal motion to close the Branch, with at least six weeks' notice given.
- A formal vote of the motion to close the Branch is put forward at the Special General Meeting.
- A majority of 75% affirmative of those attending is needed for the motion to pass.
- The result of this vote must be sent to the National Board by the Branch President copying in the Area Chair.
- The accounts of the Branch and a copy of the income and expenditure statement and the final balance of funds must be forwarded to the Finance Team within four weeks of the formal resolution to close. The Branch Treasurer must close any bank accounts.
- Within four weeks of the closure of the Branch, all records of the Branch must be sent to Finance.

Any equipment held by a Branch on its closure must be returned to the Area Support Team. If a Branch decides to become a Group, they must follow these steps:

- The Branch President discusses the situation with the Area Council Chair, the Area Coordination and Planning Lead and the National Board Liaison.
- Each Member of the Branch is notified of a Special General Meeting to discuss the formal motion to change the Branch to a Group, with at least six weeks' notice.
- A formal vote of the motion to change the Branch to a Group is put at this meeting.
- A majority of 75% in the affirmative of those attending the meeting is needed for the motion to pass.
- The accounts of the Branch must be finalised, and a copy of the income and expenditure statement and the final balance of funds must be forwarded to the Area Council within four weeks of the formal resolution to close. The Branch Treasurer must close any bank accounts.
- Within four weeks of the closure of the Branch all records must then be sent to Finance.
- Any equipment which is not required for future activities must be returned to the relevant team at Red Cross House.
- At the first Group meeting a coordinator will be appointed to liaise with the Area Council.

5.13 Dissolving a Branch

The National Board may determine the process by which Branches are dissolved, and any transitional matters that may arise.

The National Board may dissolve a Branch or direct the Area Council to call for an election of a new Branch Committee where a Branch has failed to uphold its responsibilities. If practical, Members of the affected Branch are consulted before any action is taken.

A Member from any Branch Committee that has been dissolved can only be eligible for nomination or election to another Branch Committee with the approval of the National Board.

SECTION 6 Area Councils

6.1 Status/Definition of Areas

The New Zealand Red Cross Constitution gives the National Board the power to define 'Areas' (Article 4.3.2 (ii) of the Constitution). The definition may change from time to time according to changes in population, community needs and New Zealand Red Cross capacity.

The seven Areas are:

- Northern
- Midland
- East-West
- Central
- Upper South
- Canterbury
- Southern

A map of the Areas is available on the website.

6.2 Purpose and role of Area Councils

Area Councils provide leadership in their Area to promote and develop New Zealand Red Cross. They lead by supporting all New Zealand Red Cross people with motivation, inspiration, innovation, and empowerment.

6.3 Composition of Area Councils

An Area Council will consist of:

- a minimum of five, and up to a maximum of nine elected New Zealand Red Cross Members
- up to two co-opted persons, or such other number as the National Board decides
- at least one Youth Area Councillor (within either the elected or co-opted persons limits).

If any Member of an Area Council is absent for two consecutive meetings without prior approval, their seat on the Area Council is declared vacant as a matter of automatic

procedure. Any Area Council member who vacates their position this way cannot stand in the following year's election and must wait until the second election cycle following the vacation of their position to stand again.

Area Councils are encouraged to appoint a volunteer Minute Secretary.

If an Area Council member is elected to the National Board, they must resign from the Area Council.

6.4 Responsibilities of Area Councils

Area Councils have five areas of responsibility.

6.4.1 Leadership responsibilities

With the help of the Area Support Teams, Area Councils work to:

- develop and retain a strong and diverse membership base for New Zealand Red Cross in their Area
- ensure Branches/Groups welcome new Members appropriately
- support Branches, Groups, Area Members, and local employees to assess opportunities and solve problems
- enable all New Zealand Red Cross people in their Area to have their say and contribute their skills and expertise to New Zealand Red Cross' work
- identify potential candidates for the National Board
- provide opportunities for potential National Board candidates to increase their knowledge and experience of New Zealand Red Cross
- promoting active and meaningful youth engagement through participation of young people and inclusion of their voice in the humanitarian work across governance, management, programmes, and service delivery
- facilitate proposals for honours and awards in their Area
- where necessary, support Local Groups by holding and managing a bank account on their behalf and by following all requirements for bank accounts
- work with the Area Support Team to ensure that volunteers in teams within their Area are able to participate in Area activities, including honours and awards, and elections
- resolve conflicts that arise between Members in their Area, with guidance from their National Board Liaison if needed.

6.4.2 Communication and relationship building responsibilities of Area Councils

Area Councils:

- encourage transparency, information sharing and open communication at all levels within their Area
- record all decisions made by the Area Council in their minutes
- strive for effective relationships between all Red Cross people
- facilitate effective communication between their Area and the National Board, the National Council, and New Zealand Red Cross people around New Zealand. Each Area Council has one National Board member with whom they liaise (their National Board Liaison)
- enhance the profile of New Zealand Red Cross in their Area by making presentations, liaising with other organisations, and representing New Zealand Red Cross at public events and meetings
- communicate with Area and Affiliate members from time to time and ensure they are welcomed, orientated, receive information, and are invited to events held in the Area.

6.4.3 Planning and reporting responsibilities of Area Councils

Area Councils:

- work with the Area Coordination and Planning Lead to oversee the planning of New Zealand Red Cross activities in their Area
- are responsible for ensuring the Branches and Local Groups in their Areas prepare draft plans and report on these in alignment with the Area planning guide
- are required to review and ratify their draft Area Plans and reports in alignment with the Area planning guide
- may ratify activities proposed by Branches and Local Groups in their draft Area Plan if they are consistent with the planning guidance approved by the National Board
- may decide not to ratify planned activities that are inconsistent with planning guidance
- work with the Area Coordination and Planning Lead to oversee the planning of New Zealand Red Cross activities in their Area.

6.4.4 Health, Safety and Wellbeing responsibilities of Area Councils

Area Councils:

- ensure that Health, Safety and Wellbeing is well managed in their Area, including Branches and Groups within their Area, and that appropriate risk assessments have been completed for all activities in their Area Plan
- should nominate a ‘Health, Safety and Wellbeing’ officer for their Area.

6.4.5 Integrity responsibilities of Area Councils

Area Councils must:

- inform Members that it is a requirement to follow the Fundamental Principles, Constitution, New Zealand Red Cross Values, the Code of Conduct, and all policies and procedures
- respond promptly to complaints by Members about misconduct, grievances, or conflicts of interest in their Area
- keep a Conflicts of Interest Register
- monitor use of the Red Cross Emblem in their Area and report breaches to emblem@redcross.org.nz.

6.5 Co-opted members

An Area Council may choose to co-opt up to two Members who have special experience and skills or qualifications. Co-opted Members must become Members of New Zealand Red Cross.

The Area Council determines the term for co-opted Members, with a maximum of two consecutive terms of three years.

An Area Council can agree to further co-opted Members if the National Board approves it.

6.6 Area Council Officials

Every year at the first meeting of a new Area Council, the Area Councillors elect a Chair and Deputy Chair from amongst their Members. Where the Area Council has a bank account they must also elect a Treasurer. Elections are by secret ballot. Rotation of the Chair is encouraged, though not compulsory. Areas may also appoint Area Councillors to other roles to support Area activities.

Area Councillors can hold a position for a maximum of two consecutive terms of three years (excluding time spent filling a mid-term/casual vacancy but inclusive of time spent in a co-opted role).

If an Area Councillor is unable to complete a full year between annual meetings, the Area Council may choose to fill the vacancy by appointing any Member for the remainder of the year or may call a Special Meeting to nominate and elect a replacement.

A Deputy Chair may also be termed a co-chair. Where this is the case, a minimum of one co-chair is to attend the Area Council Chairs calls with the National Board and Executive Leadership Team.

Area officials are responsible for ensuring good communication with the organisation and

the Branches and Groups in their geographic region, and ensuring that the Area has access to information and systems it needs from the organisation.

If an Area is unable to fill its offices, they should consult with the National Board.

If the National Board Liaison is unavailable to preside over the first meeting of the newly elected Area Council, to allow for the election of the Area Chair the Area Coordination and Planning Lead may fulfil this role. The election item should be the first item on the agenda and once the Area Chair is elected, the meeting is turned over to the new Area Chair to conduct.

The Area Council Chair:

- provides leadership and guidance to the Area Council and membership, encouraging Members to follow the Fundamental Principles, the New Zealand Red Cross Code of Conduct and other governance documents
- encourages the Area Council and membership to promote diversity, equity and inclusion
- works with the Area Council to deliver good leadership for Branches, Groups, and Members (which includes those who volunteer their time) to provide meaningful contributions within local communities
- ensures the Area delivers on its purpose and meets the requirements set out in these Regulations and meets the strategic priorities of New Zealand Red Cross within their Area
- promotes a focus on health safety and well-being and collaborate with the Area Support Team to ensure Members and Volunteers understand their responsibilities to the New Zealand Red Cross Health, Safety and Wellbeing procedures
- represents New Zealand Red Cross at meetings or functions of other organisations to raise our public profile. Seek to build relationships that provide opportunities for New Zealand Red Cross to support vulnerable communities
- ensures that any unresolved concerns or disputes between Members are effectively managed and resolved in a timely and unbiased manner (with support from the Senior Area Partner)
- the Area Chair may delegate any responsibilities they are unable to undertake to the Deputy Chair and other Area Councillors.

The Area Councillors:

- contribute to the work of the Area Council to deliver positive and stable leadership that strengthens and protects New Zealand Red Cross in the Area
- support the Area Chair to empower Branches, Groups, and Members (including those who volunteer their time) to plan and deliver activities in alignment with New Zealand Red Cross' strategic priorities.

Further information about Area Council officials can be found on the website here: Area roles and responsibilities | New Zealand Red Cross

6.7 Meetings of Area Councils

Area Councils meet at least quarterly. Meetings may be in person or online or a hybrid of both.

One half of the members of an Area Council constitutes a quorum.

Non-attendees should send apologies to the Chair.

Area Councils should allow any New Zealand Red Cross person to attend meetings. Any member wishing to attend an Area Council meeting should tell the Chair before the meeting.

The Chair may grant speaking rights but not voting rights.

Area Councils must keep minutes of all decisions made at meetings.

Members may put items on Area Council agendas. Members should send items in writing to their Area Council Chair.

The Area Coordination and Planning Lead may attend Area Council meetings and have speaking rights, but do not have voting rights.

If an Area Council wants to discuss matters without others present, they may declare a meeting or part of a meeting to be 'in committee', which means others cannot attend. They must provide a rationale for their decision to hold a meeting or part of the meeting 'in committee' before the meeting.

6.8 Meeting schedule

At the start of the financial year (1 July), the Area Council makes a schedule of dates for all Area Council meetings in the next 12 months with details on when and where the meetings will take place.

The Schedule should be sent to Area Councillors, the Area Coordination and Planning Lead, each Branch and Local Group in the Area, their National Board Liaison and any Area members.

6.9 Meeting preparation

Area Council meetings should be notified to Area Councillors at least three weeks before they are held.

Items for the agenda from any member in the Area should sent to the Area Chair at least two weeks before the meeting

The Area Council Chair prepares an agenda, which always includes Health, Safety and Wellbeing. At least seven days before every Area Council meeting, the Chair sends the

agenda and any papers to Area Councillors, their National Board Liaison and the Area Coordination and Planning Lead. Confidential papers may be sent to only Area Councillors.

Apologies for non-attendance should be sent to the Chair as soon as possible before the meeting.

Each Area Councillor prepares a brief, written update on the Branches/Groups for which they are responsible.

The Area Support Team prepares a brief, written update on national activities in the area.

Late items may be tabled at the meeting at the Chair's discretion. Such papers are sent to the National Board Liaison as soon as practical.

6.10 Decisions and voting

All decisions made by Area Councils should be recorded in their minutes.

Voting is by Area Councillors present.

The aim is to reach decisions by consensus.

For matters of substance, a formal vote should be taken, with a proposal moved, seconded, and then a vote by Area Councillors. The Chair has their own vote and a casting vote if a vote is tied.

6.11 Distribution of Minutes

Within two working weeks after each Area Council meeting, minutes are distributed to:

- Office of the Secretary General, who will distribute the minutes to the National Board members
- Area Councillors
- Area Coordination and Planning Lead
- Branches/Groups.

6.12 Annual Area planning and reporting

Every year the Area Council is required to prepare and ratify a draft Area Plan of the Area's activities (including all Area, Branch, Local Group and individual activities) for the coming financial year, in alignment with the Area planning guidance. This includes activities that involve providing funds.

The National Board assesses the draft Area Plans and makes decisions regarding their approval.

For new activities (either new to Red Cross or new to the Branch, Local Group or Area), the new activity assessment process must follow the new activity approval process as detailed in the Area Planning guidance.

If an Area Council, Branch or Local Group are not engaging in a timely way with the Area planning process, the National Board Liaison or National Board nominee may make decisions to ensure that the Area planning and reporting processes are able to be conducted in a timely manner.

The Area Council is required to provide six-month and end-of-year reporting on their Area plan.

Area Councillors have access to the Area Planning guide and planning resources.

6.13 Stopping an activity

If a Branch/Local Group wants to stop an activity, they should discuss this with their Area Council Chair with reasonable notice before stopping it.

6.14 Starting an activity out of cycle

If a member, Branch, Local Group or Area Council wishes to add an activity after the National Board has approved the Area Plan, the first step is to discuss the proposed activity with the Area Council and Area Coordination and Planning Lead. If they support it the activity will be considered for approval by the Board Liaison or the National Board, depending on the nature of the activity. All out-of-cycle activities will need to comply with the standard processes and documentation requirements. The Area Coordination and Planning Lead will advise on this process.

6.15 Annual General Meeting of Area Council

Area Councils should hold an Area Forum that includes an Annual General Meeting by 15 July.

All Red Cross people in the Area should be invited to this meeting. Employees are welcome to observe. Guidance on agenda and other details is available on request from Area Support Teams.

Notice of the forum and AGM should be sent to Members and Employees at least six weeks before the forum. If members have agenda items, they should send them to the Area Council Chair at least two weeks before the forum.

The Chair may grant speaking rights to Employees who are attending in their capacity as a Member, but Employees do not have voting rights.

6.16 Relationship between Area Councils and National Council

Area members elect five representatives to be members of the National Council, one of which must be a Youth Area Councillor. Representatives can be any member of an Area who is not an employee. The election procedure is set out in Section 10.

Area Councils may bring other Members from their Area to observe the National Council meeting, in line with the guidance provided. Observers must cover their own expenses. Using Red Cross funds to cover expenses of Observers is prohibited.

6.17 Relationship between Area Councils and Members

Members, Groups and Branches may seek approval or advice from their Area Council on any matter. Area Councils should respond in a timely and appropriate way. If an Area Council cannot answer or solve the issue, with the support of their Area Support Team, it refers the request to its National Board Liaison.

In particular, Area Councils support Members, Groups and Branches with:

- disclosure of potential conflicts of interest by Members
- complaints about misconduct or grievances
- requests for financial management advice regarding their activities and funds held
- requests for assistance when establishing, amalgamating, and closing Branches/Groups
- managing Health, Safety and Wellbeing risks and other compliance requirements.

Area Councils should allocate Area Councillors responsibility for liaison with specific Branches/Groups.

Each Area Councillor should communicate regularly with the Branches/Groups they have responsibility for. Regular communication includes as a minimum, talking to the Branch President or Group Coordinator every quarter and attending at least one meeting each year.

6.18 Relationship between Area Councils and the National Board

Area Councils:

- communicate with the National Board through their National Board Liaison and Area Chair[1]
- access a summary of the discussion at National Board meetings on the intranet as soon as practical following the National Board meetings
- send agendas and reports for Area Council meetings to their National Board Liaison at the same time as they are sent to Area Councillors.
- compile, prepare and ratify the draft annual Area Plan of activities that includes the activities proposed by all Local Groups and Branches in the Area. They must ratify the draft Area Plan before it is submitted for National Board approval as part of the Area Planning process.

6.19 Relationship between Area Councils and Area Support Teams

Area Councils and Area Support Teams ensure a strong channel of communication and collaboration between the organisation and membership of the Area.

Area Councils and Area Support teams roles and responsibilities are set out in the Matrix Area structure: Roles and responsibilities matrix (PDF, 2.6 MB)

Area Chairs communicate with the Area Coordination and Planning Lead at least monthly – in person, by phone or by email.

For input on membership and volunteering policies, processes and procedures, the Chair communicates with the Senior Area Partner as needed.

Problems in this relationship should be reported by the Area Council Chair to their National Board Liaison, and by Area Support Team members to their General Manager who will inform the Secretary General. [2]

[1] For further information on the National Board Liaison role, see the Roles and Responsibilities guidance Area structure: Roles and responsibilities matrix (PDF, 2.6 MB)

[2] For more information see the roles and responsibilities guidance Area roles and responsibilities | New Zealand Red Cross.

6.20 Dissolving an Area Council

The National Board has the powers to Define Area Councils:

- The National Board may determine the process by which Area Councils are dissolved, and any transitional matters that may arise (including the process for establishing a new Area Council in that new Area).
- The National Board may dissolve an Area Council and direct the Secretary General to call for an election of a new Area Council. If practical, members of the affected Area are consulted before any action is taken.
- In between dissolving one Area Council and electing a new one, the National Board may appoint a Commissioner for New Zealand Red Cross to exercise and perform all the powers, functions, and duties of the Area Council on terms determined by the National Board.
- The Commissioner may appoint a Transitional Area Council, which will be recognised by New Zealand Red Cross as part of the national Area Council structure. The Transitional Area Council will exist until the next Area Council election in the cycle.
- A Member from any Area Council that has been dissolved can only be eligible for nomination or election to the new Area Council with the approval of the National Board.

SECTION 7 Organisation

The Secretary General is responsible to the National Board, through the National President, for implementing the policy of New Zealand Red Cross and directives of the National Board (Article 1.7.2 of the Constitution).

7.1 The role of the Secretary General

The Secretary General is appointed by the National Board and is accountable for the effective implementation of the organisations agreed strategy and achievement of agreed national plan objectives and agreed budget.

The National Board has delegated to the Secretary General responsibility for the matters listed below.

7.1.1 Leadership

The Secretary General:

- ensures that the National Board is fully informed of the key issues and enabled to exercise its legal governance obligations required under legislation relevant to Incorporated Societies, Charities, Health and Safety, Child Protection, Privacy, and any other New Zealand law
- provides direction and leadership to the whole organisation
- monitors the external environment and develops pathways to achieve set objectives.

7.1.2 Operational management

The Secretary General:

- ensures operations and activities are within the framework of the New Zealand Red Cross mission, values, strategy and policies, and in alignment with its principles
- oversees and monitors a high level of organisational performance including strategic planning, financial management, effective risk management, health and safety management, and senior employee selection
- is responsible for delivery of the annual National Plan and annual budget and financial operations with employees in accordance with delegated authorities
- Reports to the National Board any deviation from the national plan or budget or any unforeseen impact
- ensures sound financial management of the organisation in accordance with the strategic objectives set by the National Board.

7.1.3 Culture and change

The Secretary General:

- creates, recognises, fosters, and rewards a culture of openness, cooperation, collaboration, accountability, and excellence, with continued recognition of the Fundamental Principle of voluntary service.

7.1.4 Advocacy and representation

The Secretary General:

- seeks opportunities to promote New Zealand Red Cross and the Movement
- fosters recognition and support for New Zealand Red Cross and the Movement
- represents New Zealand Red Cross and acts as a public spokesperson in conjunction with the National President.

7.1.5 Protecting and building the value of New Zealand Red Cross

The Secretary General:

- regularly monitors the external and internal environment, drives initiatives, strategies, and actions to protect the brand and reputation of New Zealand Red Cross
- develops effective relationships with the community, governments, donors, and others to achieve New Zealand Red Cross objectives.

The National Board will review the financial and non-financial delegations of authority to the Secretary General and senior employees on a regular basis, as required by the Policy Framework.

The National Board sets annual performance targets for the Secretary General based on the strategic plan.

The People and Culture Committee facilitates the Secretary General's annual performance assessment which is conducted by the National Board.

7.1.6 Emergency delegations of the Secretary General

Where the Secretary General is unexpectedly absent from duty, as defined in the Emergency Delegations, the Secretary-General's delegate will assume responsibility and functions of the Secretary-General until the duration of the delegation has expired.

7.2 Operational structure of the organisation

OUR OPERATIONAL STRUCTURE

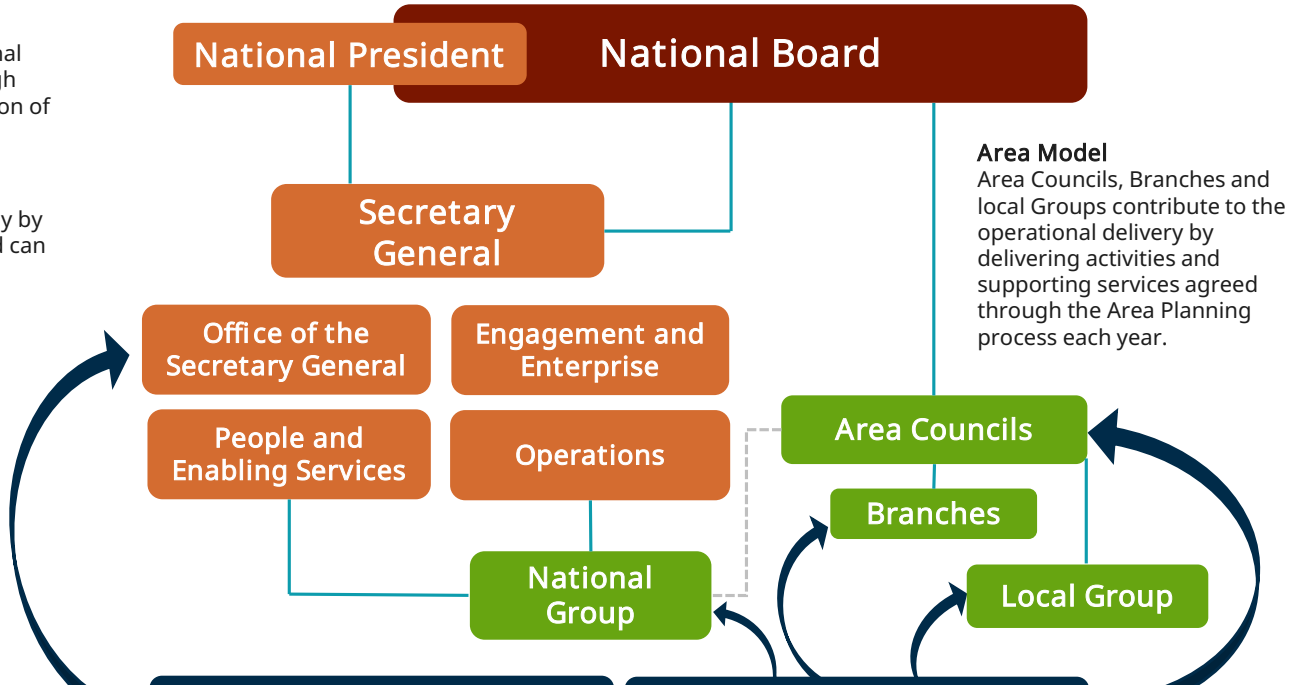
National Board
The National Board is the link between the operational side of the organisation and the governance. Through the National Board, the membership lead the direction of the organisation.

Secretary General
The Secretary General is accountable to the National Board for delivering the plan of work agreed annually by the National Board, and ensuring the National Board can execute its governance obligations.

Executive Leadership Team
The Executive Leadership Team supports the Secretary General to ensure the organisation can deliver its agreed work.

Red Cross People
Volunteers and employees deliver the services and activities of New Zealand Red Cross.

Employees will report through their manager to the Secretary



Area Model
Area Councils, Branches and local Groups contribute to the operational delivery by delivering activities and supporting services agreed through the Area Planning process each year.

Figure 2: Operational structure of the organisation

Area, Branch, National or Local Group.

Draws on New Zealand Red Cross Regulations, p 52, 7.2 Organisational structure of the organisation.

7.3 Employees

The National Board will seek to ensure that New Zealand Red Cross is a responsible employer.

The Secretary General has the authority to appoint and dismiss Employees of New Zealand Red Cross.

All Employees will be treated in accordance with New Zealand Red Cross policies and the laws of New Zealand.

Policies will encompass fair and equitable treatment of all Employees, without discrimination based on race, sex, sexual orientation, gender, age, disability, social background, economic status, religious beliefs, language, ethnic origin, nationality or citizenship, class or political opinions or on any other similar grounds.

The National Board will seek to ensure that all Employees receive compensation in keeping with their services and responsibilities, having regard to New Zealand Red Cross' ability to pay such compensation, and to the non-profit sector within which New Zealand Red Cross operates.

7.4 Privacy obligations

The New Zealand Red Cross is required by law to appoint at least one Privacy Officer. The Privacy Officer needs to be familiar with the information privacy principles and the obligations under the Privacy Act 2020.

The Privacy Officer is appointed by the Secretary-General, and is responsible for:

- encouraging compliance with the information privacy principles in the Privacy Act 2020
- dealing with requests made to the New Zealand Red Cross (such as requests to access and correct personal information)
- working with the Privacy Commissioner in relation to any investigations
- ensuring that the New Zealand Red Cross complies with the Privacy Act 2020.

The Privacy Officer is accountable for the following, although operational responsibilities may be delegated to appropriate employees:

- training New Zealand Red Cross Employees and Members on privacy obligations
- managing privacy complaints
- assessing potential privacy breaches
- managing the mandatory breach notification process.

7.5 Health and Safety obligations

The health, safety, and wellbeing (HSW) of all Red Cross people is paramount. Work practices and requirements will reflect that priority.

Under the Health and Safety at Work Act (2015) (the HSWA), New Zealand Red Cross is considered a Person Conducting a Business or Undertaking (PCBU). As a PCBU, New Zealand Red Cross has a primary duty of care to ensure, so far as is reasonably practicable the health and safety of:

- its workers (paid and unpaid)
- other workers whose activities are influenced or directed by New Zealand Red Cross
- others who might be put at risk from the New Zealand Red Cross undertakings or activities.

Workers include all Red Cross people that undertake activities for New Zealand Red Cross, including Volunteer Members and Employee Members.

The Secretary General and all members of the National Board are 'Officers' under the HSWA, and are responsible for ensuring that New Zealand Red Cross complies with its duties and obligations under the legislation. In practice, this means that the Secretary General and National Board members must:

- keep up to date with HSW matters at New Zealand Red Cross
- understand the nature of activities happening at New Zealand Red Cross, and the relevant hazards and risks associated with those activities
- ensure New Zealand Red Cross has appropriate resources in place to manage incidents, hazards and risks and respond appropriately
- verify the use and provision of processes and systems to manage HSW.

The Executive Leadership Team support 'Officers' to meet these responsibilities by ensuring effective management of HSW risks across the organisation and in their individual groups.

People leaders support 'HSW Officers' to meet these responsibilities by working with their teams to ensure that risks are identified, assessed and appropriately managed and monitored.

Area Council Chairs support HSW Officers to meet these responsibilities by conducting risk assessment of activities and managing risk associated with activities in their Area Plans.

7.5.1 Managing health and safety when Members volunteer

Sometimes it may be necessary to stand down a Member from a volunteering role because of HSW concerns.

In these circumstances the People Leader must first inform the Volunteer Member of their concerns and provide an opportunity for the Volunteer Member to respond.

If the People Leader decides to stand down, a Volunteer Member from a volunteer role or activity, the Volunteer Member must stop performing their role and return any New Zealand Red Cross equipment they have.

A People Leader may be either an Employee or a Volunteer Member acting as the manager/supervisor of a service, programme, activity or retail operation.

SECTION 8 National Council

8.1 The role of the National Council

The National Council meets annually, which includes the Annual General Meeting. It may also meet during the year if a Special General Meeting is required.

The National Council exercises the powers set out in the Constitution. It also:

- reviews past actions
- discusses and develops future directions
- receives reports from the National President (on behalf of the National Board), the Foundation, and the Secretary General
- gives policy direction to the National Board
- considers remits raised by the volunteer membership
- adopts the Strategic Plan of New Zealand Red Cross
- establishes National Honours and Awards and develops their criteria
- presents National Honours and Awards
- appoints Counsellors of Honour.

8.2 Composition of the National Council

National Council is made up of appointed and elected positions as follows (refer Article 3.1 of the Constitution):

- **Patron:** appointed by National Council on recommendation of the National Board
- **National President:** elected at large by National Council
- **Vice President:** elected by National Board from among its number
- **Members of the National Council:** elected by Area Councils
- **Members of the National Board, including co-opted and retiring members:** elected by the National Council
- **National Youth Representative:** elected by the National Council
- **Counsellors of Honour:** appointed by the National Council
- A representative of the New Zealand Government who shall have speaking rights only.

All of the above, apart from the Government representative and Patron, have both speaking and voting rights.

Members of National Council assume that role from the date they were first elected until the date that the delegates are elected for the next National Council. Usually this will be for 12 months. This enables any urgent decisions required to be made.

8.3 Observers at National Council

The following persons may attend a National Council as observers. Speaking rights may be granted by the National President or Acting National President. Observers do not have voting rights.

- nominees for national elections
- any Member can attend as an observer, in line with guidance provided
- the Secretary General or delegate and members of the Executive Leadership Team
- Employees to provide support for the National Council meeting
- other individuals who may be invited as speakers, facilitators, or as guests.

8.4 Preparation for meetings of the National Council

The National Board sets the date of the National Council meeting and informs the membership through the Secretariat, which is the Office of the Secretary General.

All members of the National Council shall be given at least seven days' notice of the date, time, and place of any meeting of the National Council.

Where the National Council is to consider a change to the Constitution, all members of the National Council shall be given no less than 21 days' notice of the date, time and place of the National Council meeting.

The Secretariat is responsible for supporting the meeting logistics.

Costs that will be covered will be outlined in the official letter of invitation.

Collated material for consideration at National Council will be circulated to all National Council members and Area Councils within the following time frames:

- **Election material**: no later than 30 calendar days prior
- **Remits**: alongside election material provided National Board approval is secured
- **Formal AGM notice and reports**: at least four weeks before the meeting of the National Council.

8.5 What is a remit to the National Council?

Remits are matters of policy requiring discussion and are submitted as motions for decision by the National Council.

They should be substantial matters that are not easily decided by an Area Council or the National Board.

Remits must be presented in writing and contain enough background information to enable full consideration of the matter.

8.6 Procedure for submitting a remit

Any Member who is not an Employee may suggest a remit.

Suggestions are first sent to the Member's Area Council for consideration.

The Area Council decides whether to submit the remit to the National Board.

Remits must be submitted to the Office of the Secretary General by 1 September.

The National Board considers remits for the National Council and determines whether a remit is included in the agenda for the next National Council meeting.

If a remit is not included on the agenda, the National Board returns the remit to the Area Council, explaining why it was not accepted.

8.7 Conduct of National Council meetings

Standing Orders are included in the material circulated to National Council delegates and recommended for adoption at the beginning of every National Council meeting. These may be amended at the meeting as appropriate.

A quorum at the National Council Annual General Meeting consists of one half of actual elected voting National Council Members.

8.8 Voting

Those Members entitled to vote shall have only one vote which may be exercised in person, or where authorised, by proxy given to another member of the National Council.

Every question shall be determined by a majority vote, except for the election of the National President which is determined as set out in Article 3.7.2 of the Constitution.

Voting for elections is by secret written ballot. Delegates will be given a voting form by the Secretary General on production of their voting card, which will be issued at registration.

All other voting on motions of the National Council is by a show of hands, unless a written ballot is called for by the Chair, or at least five members of the National Council.

Proxy voting cards will be issued to any person listed on a proxy form. The form is available on the website or through the Area Support Teams.

An individual may vote in more than one capacity, only if they are holding proxy votes.

8.9 Minutes

The National Board confirms the draft minutes of National Council meetings at their next National Board meeting and circulates these to delegates.

SECTION 9 National Board

9.1 The role of the National Board

The National Board governs the whole of New Zealand Red Cross to enhance the Society's activities and achieve its mission. The National Board, at all times, must bear in mind its fiduciary duties and responsibilities under New Zealand legislation.

The National Board's responsibilities and powers are outlined in the Constitution and the National Board Charter. The full version of these documents can be viewed on the New Zealand Red Cross website.

9.2 Composition of the National Board

The National Board has a maximum of 11 members. This includes six Ordinary (elected) Members, the National President, and a National Youth Representative, all elected by the National Council, and not more than three co-opted members.

The National Board should, from time to time, determine any skill gaps to ensure, through co-option, that the Board retains appropriate skills and competencies.

9.3 Requirements of office

Any Member who is elected to the National Board should regard this as their primary role in New Zealand Red Cross.

If a Board member is an Area Councillor or holds an elected Branch role, they must resign from the Area Council or Branch role.

If a Board member holds any other roles in New Zealand Red Cross, they should consider carefully whether they can handle the demands and possibly conflicting interests of the multiple roles. They may choose to resign from other roles.

Each National Board member is expected to lead by example and demonstrate trust, integrity, honesty, sound judgment, respect, accountability, diligence, and commitment.

National Board members will not provide paid professional advice or service to the National Board on board-related business, or to the National Society on Society-related business without the approval of the National Board.

National Board members are, at all times, representing New Zealand Red Cross.

National Board members are obliged to notify the National President or the National Board where matters for discussion may result in a possible conflict of interest for them.

9.4 Committees of the National Board

The National Board may establish Committees and determine their Terms of Reference. The National Board has established the following committees

- Audit and Risk
- People and Culture
- International
- Honours and Awards
- Committees for the purposes of managing and resolving complaints and disputes

Terms of Reference are available on request from the Office of the Secretary General.

9.5 Attendance at National Board meetings

The Secretary General attends National Board meetings.

Senior employees may be invited to be present at a National Board meeting, or part of a meeting, especially when reports relating to their area of expertise are being presented.

9.6 Meetings of the National Board

The National Board will meet at least quarterly each year.

Before the start of each financial year, the National President and Secretary General compile a schedule of dates for normal meetings of the National Board for the coming year. The schedule is sent to all members of the National Board, Area Councils and senior management.

Minutes are distributed no later than two weeks after each meeting.

9.7 Meeting preparation

The Secretary General notifies all members of the National Board of the date, time, place and purpose of all National Board meetings at least seven days before the meeting. However, the requirement for prior notice may be waived if at least three quarters (75%) of the Board members agree.

The Secretary General at least seven days before every meeting of the National Board sends Board members:

- an agenda
- background papers and reports.

Members with queries about matters to be discussed at a National Board meeting must contact the National President.

9.8 Meeting process

A quorum of the National Board is half of its members.

The National Board may meet in person, online, by phone or a hybrid combination of these.

Suitable notice must be given by National Board members who want to submit additional agenda items to the National President for consideration by the National Board.

The chair of the meeting has a casting vote if needed, in addition to a deliberative vote.

9.9 'In committee' sessions

Sometimes the National Board may choose to hold 'in committee' sessions, that is sessions without employees or other non-Board members. These sessions are usually to discuss personal or personnel issues. When holding such sessions the Board:

- reserves the right to include or exclude any non-National Board member as it chooses
- endeavours to signal such sessions, either in the agenda or at the start of the meeting
- minutes from 'in committee' sessions will be kept by the National President in a confidential manner in the National Board online information management system. When they retire from office, the incoming National President is given access to the folder of 'in committee' and confidential information.

9.10 Summary of meetings

Draft National Board meeting minutes (excluding 'in committee' minutes) are prepared after each Board and Committee meeting. Draft National Board meeting minutes are reviewed by the National President.

Draft Committee meetings minutes are reviewed by the National President and Committee Chair.

Draft minutes are then included in the next National Board meeting pack or Committee pack ahead of the next meeting. Matters of omission or inaccuracy are addressed in the next meeting when minutes are then agreed.

No person may disseminate or forward these minutes to any other person without the agreement of the National President.

The National President (or delegate) will summarise matters from each National Board meeting and communicate this through established channels to all Red Cross people.

9.11 Absence from Board meetings

If a National Board member is unable to attend a meeting of the National Board:

- they must send their apologies to the National President before the meeting
- they may not send alternate people to National Board meetings
- they may not appoint a proxy.

If a National Board member is unable to attend two or more consecutive meetings, they must apply for leave from the National President.

9.12 Urgent decision-making procedures

If the National Board needs an urgent decision between formal meetings, one of the following processes is followed:

- **Approval by Circular Resolution:** No less than 60% of all National Board members make it as valid and effective as if it were passed at a meeting of the Board (Article 4.5.8 of the Constitution). Circular Resolutions are conducted via email or other electronic means.
- **If pre-delegated by the National Board**: the National Officers (National President and Vice President) may, after consultation with the Secretary General, make decisions between Board meetings. They must provide a full account of all decisions to the next National Board meeting.

Results of any such decision will be recorded in the minutes of the next National Board meeting.

9.13 Accountability to the National Board and role of the Board Secretariat

The only Employee directly accountable to the National Board is the Secretary General.

All other Employees are accountable to the Secretary General.

National Board members may not give directions to any Employees other than the Secretary General, through the National President, unless otherwise agreed.

The Secretary General delegates responsibility for National Board secretariat support to the Executive Director of the Office of the Secretary General.

As Secretariat to the National Board, the Office of the Secretary General will:

- provide secretariat services to the National Board, its committees and working groups as required
- ensure that National Board meetings are appropriately minuted
- manage the process for the collation and distribution of board papers, for timely consideration by the National Board, committees, or working groups
- respond directly to queries from the Chair of the Audit and Risk Committee and other Committee Chairs.

The National Board should take time annually to review the content, size, and timeliness of National Board papers and the style of minutes.

9.14 Accountabilities between National Board and Area Councils

The National Board maintains a close relationship with Area Councils.

Each National Board member acts as National Board Liaison for the Area Council closest to where they live and is responsible for communicating regularly with allocated Area Councils. For further information on the National Board Liaison role, see the Roles and Responsibilities guidance Area roles and responsibilities | New Zealand Red Cross.

Before 30 June each year the National Board receives an annual Area Plan (annual plan and budget) for each Area for the coming year. The Board approves Area Plans as part of the consolidated National Plan and Budget.

An Area Council may refer issues to the National Board for its advice or determination. The National Board is to respond in a timely and appropriate manner.

9.15 Elected National Board roles

9.15.1 Responsibilities of the National President

In addition to the description of the National President's role in Article 5.2 of the Constitution, the President is expected to:

- provide leadership and guidance to the National Board and National Society

- ensure that New Zealand Red Cross pursues the objectives stated in the Constitution
- chair meetings of the National Council and the National Board
- encourage and expect a high ethical conduct of the National Board
- conduct regular performance appraisals including identification of training needs with each National Board member, and provide additional opportunities for each to discuss their performance
- be available for consultation by the Secretary General and all National Board members
- be available for discussions between members and the National Board
- maintain a close but independent relationship with the Secretary General
- facilitate the performance management of the Secretary General on behalf of the National Board
- engage regularly with Area Councils through the Area Council Chairs meetings and at least one Area Council meeting as time allows
- attend national events and represent New Zealand Red Cross
- attend international events and act as advocate and Head of Delegation
- communicate to members and employees as relevant.

9.15.2 Responsibilities of the Vice President

In addition to the specific task set out in Article 5.3 of the Constitution, the Vice President is expected to:

- support the National President in ensuring the successful functioning of New Zealand Red Cross
- be available to consult with and for discussion with the National President
- act as National President if that officer is absent or otherwise unable to act.

9.15.3 Responsibilities of the National Youth Representative

The National Youth Representative is expected to:

- provide a youth perspective to the National Board on New Zealand Red Cross policy and strategic direction
- act in a leadership role in communicating with Area Councils, New Zealand Red Cross members and young members throughout New Zealand Red Cross
- act as an advocate for youth participation across New Zealand Red Cross.

The National Youth Representative may convene meetings of Youth Area Councillors and young Members as required for active participation in the implementation of the Youth Engagement Strategy and to promote participation in activities of New Zealand Red Cross.

SECTION 10 Elections at New Zealand Red Cross

Elected positions are determined through voting, as laid out in this section of the Regulations.

10.1 Conduct of all Elections

All voting in elections shall be free and fair, and conducted by secret ballot.

10.2 Elections of the National Council

Before election or appointment, every National Council member must provide all forms and certifications required by New Zealand Law and the Constitution.

The appointment of the Patron and the Auditor and the election of the National President, National Youth Representative and elected members of the National Board shall take place during a National Council meeting, except in the case of casual vacancies.

10.2.1 Election of Area delegations to National Council

The members of each Area Council shall elect five representatives who are currently enrolled in their Area to be members of the National Council. At least one of the elected representatives must be a Youth Area Councillor (if the Area Council has one).

10.2.2 Nominations

The National President notifies Area Councils the date of the annual National Council meeting and the Election Notification Date, which is the date by which Areas need to inform the Secretary General of their elected delegates to National Council.

Area Councils then notify their members and plan the election process with assistance from Area Support Teams.

Other delegates must be currently enrolled in their Area to be members /delegates to the National Council.

Area Representatives may be any member who is not an employee.

10.2.3 Election procedures

Area Councils are responsible for running an election process to elect their representatives to the National Council.

If an Area has only one Youth Area Councillor, that Councillor is automatically elected included in the Area's delegation.

All registered Volunteer Members within an Area may vote in an Area delegation election.

10.2.4 Terms of Office

Area Representatives on National Council serve a term of approximately 12 months.

Area Representatives on National Council begin their term from Election Notification Date advised by the Secretary General annually and ends at the Election Notification Date in the following year (a term of approximately 12 months).

The Election Notification Date is the date notified by the Secretary General as the last date for Area Councils to notify the Secretary General of the names of the five Representatives to be members of the National Council. At the Election Notification Date, the National Council representatives are confirmed. The Secretary General will set a date which allows for sufficient time for notification of the National Council meeting to all those entitled to attend in accordance with this Constitution].

In the event of a state of emergency (local or national) that prevents National Council being held, role holders will remain in office for 6 months or until an election can be held in the manner describe in these regulations.

10.2.5 Casual Vacancies

If an Area Representative resigns during their 12-month term on National Council, their Area Council can appoint a substitute, and should advise the Office of the Secretary General of the change.

If a person elected under Article 3.4.3 of the Constitution ceases to be a member of the National Council, an Area Council may elect a replacement from Members in their Areas who shall hold office until the next Election Notification Date.

Where the person elected under Article 3.4.3 who ceases to be a member of the National Council is a Youth Area Councillor, the Area Council may elect a replacement from Youth Members in their Areas.

10.3 Elections at National Council

10.3.1 Composition of the National Board

The members of the National Board are:

- the National President
- the National Youth Representative

- six Ordinary Members elected by the National Council. One of these six will be elected by the National Board to serve as Vice President for such term as the Board thinks fit. Ordinary Board members may, if elected, include other Young Leaders in addition to the National Youth Representative
- not more than three members of New Zealand Red Cross co-opted by the National Board.

10.3.2 Election of the National President and National Youth Representative

The National President and National Youth Representative are National Board roles that are elected by members of the National Council.

10.3.3 Nominating candidates for National President and National Youth Representative

Members who are not Employees, may nominate candidates for National Youth Representative. Any nominee must be at least 18 years old, and not older than 30 when they are elected or re-elected.

Any Member, who is not an Employee, may nominate candidates or be nominated for National President.

The Secretary General notifies all Members that nominations are open for National President and National Youth Representative.

Nominations must be received by the Office of the Secretary General not less than 40 days before the date of the National Council meeting.

Nominees are sent to National Council members by the Office of the Secretary General not less than 30 days prior to the National Council meeting.

10.3.4 Electing the National President and National Youth Representative

The National Council elects the National President and the National Youth Representative from the nominees put forward by the membership at the National Council meeting at the end of the current role holder's three-year term.

Voting for these roles takes place at the National Council meeting, in the manner described within the Constitution.

Where a Youth Area Councillor elected by an Area Council as a member of the National Council is subsequently elected or appointed as the National Youth Representative, that Youth Area Councillor must resign as an Area Council representative on the National Council. The Area Council may then elect a replacement representative from Youth Area Councillors on the Area Council, who shall hold office until the next Election Notification Date.

10.3.5 Terms of Office for National President and National Youth Representative

The terms of office of the National President and National Youth Representative shall begin from the close of the National Council meeting at which they are elected and continue until the close of the third National Council meeting since their election (Article 3.5.1 of the Constitution).

The maximum term is six years, being two successive terms of three years.

The National President may stand for re-election for a further maximum term of six years, following a stand-down period of three years.

After serving a maximum term of six years, the retiring National Youth Representative will be ineligible for re-election to the National Board for a term of three years.

In the event of a state of emergency (local or national) that prevents National Council being held, role holders will remain in office for six months or until an election can be held in the manner described in these regulations.

10.3.6 Nominating ordinary National Board members

The Secretary General notifies Area Councils that nominations are open for National Board members.

To ensure a geographical spread of representation on the National Board the election of Ordinary Members by the National Council shall be conducted as follows:

- Each Area Council may nominate any number of candidates who are Members enrolled in their Area. Each Area Council is strongly encouraged to nominate at least one candidate.
- Area Councils may nominate any number of members (who are not employees) enrolled in their area as candidates for the National Board.
- Nominations must be received by the Office of the Secretary General by the date provided in the nomination materials, usually no less than 40 days before the date of the National Council meeting.
- These are sent to National Council members by the Office of the Secretary General not less than 30 days prior to the National Council meeting.
- For election purposes only, the National Council shall designate three Territories and allocate each Area to a Territory. These Territories are Upper North Island, Lower North Island or South Island.

10.3.7 Electing ordinary National Board members

Voting for these roles takes place at the National Council meeting.

Each National Council member may vote for no more than one candidate from each of the three Territories (or two if there are two vacancies).

If a successful candidate is also elected as National President, the next highest candidate from the Territory for which that person is elected shall be declared as a Member elected from that Territory.

10.3.8 Terms of Office for ordinary National Board members

National Board members have a term of four years, commencing from the conclusion of the National Council meeting at which they were elected until the close of the National Council meeting in the fourth year of their term.

The maximum term is eight years, being two successive terms of four years.

After this period, a stand-down period of four years comes into effect before the person will be eligible to stand for re-election for no more than a further eight years.

Time spent filling a casual vacancy does not count towards a member's maximum term of office.

A co-opted member of the National Board shall serve for such term, not exceeding four years, as the National Board shall decide at the time of co-option. The maximum period for co-option shall be as for ordinary members of the National Board.

The term of a casually-appointed member elected at the next National Council meeting shall be deemed to have commenced from the date of their casual appointment and shall continue until the conclusion of the third annual National Council meeting following their election.

In the event of a state of emergency (local or national) that prevents National Council being held, role holders will remain in office for six months or until an election can be held in the manner describe in these Regulations.

10.3.9 Vice President

The National Board elects the Vice President from amongst its members.

A co-opted member is ineligible to be elected as Vice President.

Where the Vice President role falls vacant, the National Board elects a new Vice President from among their members.

10.3.10 Casual Vacancies

Casual vacancies happen when an elected person is unable or unwilling to complete the whole of their term.

Where the National President role falls vacant, the position is taken by the Vice President until a new election process can be run at the next National Council meeting.

If the office of Vice President becomes vacant, the National Board shall elect one of its number to that office.

Where the National Youth Representative or ordinary National Board member roles fall vacant, the National Board decides whether to call for nominations or to leave the post

vacant until the next National Council meeting.

The decision of the National Board is notified as soon as practicable to members of the National Council.

If an election is to be run, nominations must be received by the Office of the Secretary General by the closing date set by the National Board.

Copies of all nominations received, background material and voting papers are circulated to members of National Council.

Voting papers must be received by the Secretary General by the closing date.

On the closing date, the Secretary General counts all votes, in the presence of a New Zealand Red Cross Counsellor of Honour. When the count is completed, the Counsellor of Honour destroys the voting papers.

Results of the vote must be made known immediately to all nominees, members of National Council, the National Board and Area Councils.

Casual vacancies on an Area Council can be filled by the Area Council by appointing another member to serve until the end of the current financial year.

Time spent filling a casual vacancy does not count towards a member's maximum term of office.

An Ordinary Member or National Youth Representative appointed by casual vacancy is eligible to stand for election at the next National Council meeting after their appointment.

10.4 Area Council elections

10.4.1 Representation and composition

Members who are not employees that are registered in an Area elect between five and nine members onto their Area Council.

One Area Council member must be a Youth Member.

If only one Youth Member is nominated, they are deemed elected unopposed regardless of how many other vacancies and nominations are received.

Branch officials cannot concurrently hold a Branch official role and be a member of an Area Council.

10.4.2 Nominating Area Councillors

Vacancies in an Area Council are confirmed each year, with the support of the Area Support Team.

The Secretary General advises all members of vacancies in each Area, using reasonable means, and calls for nominations three months prior to the proposed election date.

The call for nominations may also be advertised externally from time to time.

The nomination period will be a minimum of 30 days (or one calendar month).

Any Member who is not an Employee, may nominate candidates or be nominated for an Area Council.

Completed nominations and supporting material to be used in an election are to be sent to OOSG@redcross.org.nz by the date advised in the election materials.

Nomination forms will be verified by the Area Chairs.

If the number of nominations in an Area is equal to, or less than, the number of vacancies all nominees will be deemed elected unopposed, and no election is needed.

If the number of nominations in an Area exceeds the number of vacancies, an election process will be run supported by the Membership and Volunteering Directorate within the People and Enabling Services Group.

Area Council Chairs will be informed of the nomination outcome by the Secretary General and will follow the advice provided by the Secretary General.

10.4.3 Voting for Area Councillors

Where an election in an Area is required, the voting period will open for a minimum of 30 days.

Voting material and instructions will be distributed to each member within the Area, within reasonable means.

Voting for Area Councils follows a preferential voting process, with each member in the Area having one vote and ranking candidates in the order of their preferences.

Members may rank each candidate in order, or rank as few as they wish to.

Voting papers must be returned to the address specified in the voting instructions and no later than the closing date advised in the voting instructions. If postal voting is used, postmarks after this date will not be counted.

Counting is done by the Area Support Team in the presence of and least two Area Councillors or Branch members, who are not nominees.

The Area Support Team provides the results of the count to the Office of the Secretary General, who then formally advise the current Area Council Chair of the outcome.

The Area Council Chair then advises the successful candidates.

10.4.4 Terms of Office

Area Councillors begin their term from the election date communicated by the Office of the Secretary General and is for a period of three years from that date. This is normally the financial year, so members start their term on 1 July and finish on 30 June at the end of three years.

An Area Councillor may serve a maximum of two consecutive three-year terms, totalling

six years. After completing two consecutive terms, the member must stand down from all Area Council elections for one full term (three years). Following this stand-down period, the individual may stand for election again and, if elected, may serve up to a further two consecutive terms. Any member seeking re-election after a stand-down period must nominate and stand for election as a new nominee.

A co-opted Area Councillor may serve for a term that does not exceed three years, and the maximum period for co-option is the same as that for elected Area Councillors. An Area Council may not co-opt Area Councillors between 1 March and 30 June, which is the election period for the following year's Area Council.

In the event of a state of emergency (local or national) that prevents National Council being held, role holders will remain in office for 6 months or until an election can be held in the manner describe in these regulations.

10.4.5 Casual Vacancies

Casual vacancies on an Area Council can be filled by the Area Council appointing another member to serve until the end of the current financial year.

Time spent filling a casual vacancy does not count towards a member's maximum term of office.

A casual vacancy that has been filled still counts as a vacancy in the annual process for nominations.

10.5 Elections for Branches

Any member of a Branch who is not an employee, may elect or be elected as an official within their own Branch.

Branches conduct their elections at their annual meeting.

The following principles are intended to ensure Branch official elections are fair, transparent, consistent and practical, while reflecting the governance principles applied for other elections within New Zealand Red Cross.

10.5.1 Timing of elections

Branch officials are elected at Annual General Meetings or whenever a vacancy occurs (for example at the end of an official's term or if the official resigns).

Branch officials are elected for the duration of their term i.e. for three years or until they resign prior to the end of the three-year term.

10.5.2 Eligibility

Only current Branch Members are eligible to nominate, stand for election and vote.

10.5.3 Nominations

Nominations may be received before the meeting or from the floor at the meeting, unless a nominee has advised they do not wish to stand.

Members may nominate themselves or be nominated by another eligible Member.

Each nomination must be accepted by the nominee before the election proceeds.

10.5.4 Conduct of the election

The election of the Branch President will be conducted by a person who is not standing for the position being elected i.e. Area Councillor, Board Liaison, member of the Area Support Team.

Once a Branch President is elected that person takes over any further elections.

The election process should be conducted in a fair, transparent and impartial manner.

10.5.5 Voting method

Where there is only one nominee, the Branch may elect the nominee by a show of hands or secret ballot (a majority is required for both of 51%).

Where there is more than one nominee, the election should normally be conducted by secret ballot to promote confidentiality and encourage Members to vote freely.

10.5.6 Voting entitlement

Each eligible Member has one vote.

10.5.7 Election outcome

The candidate receiving the highest number of valid votes is elected.

In the event of a tied vote, the election should be rerun between the tied candidates. If the tie remains after a second ballot, the successful candidate will be determined by lot (for example, by drawing names).

10.5.8 Vacancies

Where a position becomes vacant during the term, the Branch may conduct an election at its next meeting using these same principles.

10.5.9 Good governance

Members are encouraged to approach elections in the spirit of service to New Zealand Red Cross. Elections should be conducted respectfully, with all nominees treated fairly and Members supported to participate without undue influence or pressure.

SECTION 11 Administration

11.1 Record keeping and archives

Meeting minutes, AGM minutes, reports, and financial records must be kept by all elected bodies.

Accounting records must be kept for seven years. Areas and Branches should forward accounting records to the Strategic Finance Manager in the event the Area or Branch is no longer holding any bank accounts.

11.2 Archiving historical records

Minute books and other historical items must be archived in Red Cross House.

If Branches wish to deposit their records with a local Historical Society, they should first get approval from their Area Council. The Area Council will ensure that the records are suitable for storage, keep a record of this information and register where they are stored with Red Cross House.

Treasured objects | Taonga such as medals and historic items must not be gifted outside of Red Cross and instead where they are no longer able to be looked after locally, storage should be arranged through Office of the Secretary General at Red Cross House.

SECTION 12 Financial Management

12.1 Bank accounts

Branches and Area Councils may operate a bank account, where there is a need. Spending and holding limits apply as per the delegation policy advice below.

Groups have no financial responsibilities and may not operate a bank account. A Local Group's funds are to be administered by an Area Council. A Branch may also run their finances through the Area Council.

If a Branch or Area has a bank account, they must have:

- at least three assigned signatories, comprising of the President/Chair, Treasurer, and at least one other committee member
- an elected Treasurer, who has a level of financial knowledge and whose role is to ensure good financial stewardship for the Branch or Area Council
- annual plan and budget and appropriate reporting.

Bank accounts may only be opened and closed by a Treasurer, with a resolution of their committee at a Branch or Area Council meeting and after liaising with the Finance team.

At least three signatories are needed for every bank account, with accounts set up to require two authorised signatories for all transactions. A list of signatories and their spending authority must be approved and maintained by the Branch/Area Council committee and recorded in their minutes. Signatories must be current Members and replaced immediately when a Member leaves.

Use of an EFTPOS card for small transactions must be approved by the Branch Committee or Area Council. A maximum limit of up to $1000 applies for transaction accounts connected to an EFTPOS card. Records of expenditure and receipts must be kept. Two signatories are needed to transfer money into that account.

Appropriate records must be kept of all financial transactions. Where Xero is used invoices or receipts are to be loaded onto the relevant transaction.

12.2 Managing poor financial management

Failure to comply with the requirements in this section and all organisational policies, including holding suitable signatories and office holders, may result in a Finance team recommendation to the National Board that the financial management responsibilities of the Branch or Area be revoked and undertaken by a person or role specified by the National Board.

Persistent failure to meet any of the conditions above, following investigation, may

result in disciplinary action.

If Area Councils are dissolved or amalgamated and more than one bank account exists, contact the Finance team for guidance on how to manage the funds. Any bank accounts no longer required must be closed.

12.3 Operating expenses for Area Councils

An operating budget for each Area Council is allocated through the annual budgeting cycle. The operating budget is held by the Area Coordination and Planning Lead on behalf on the Area Council.

This budget is to cover costs of governance functions including meetings, elections, and communication at the Area level. These funds are reset each fiscal year. Any unspent funds cannot be carried over.

12.4 Budgeting for activities

If Area Councils, Branches and Local Groups wish to deliver locally coordinated and led activities (including activities that involve providing funds to Red Cross programmes or others), they must provide information on the activities and associated budget in the Area Council's draft Area Plan to the National Board as part of the Area planning process.

Funds for national programmes are coordinated centrally through the relevant programme team and any financial support to these programmes needs to be delivered through the national programme coordinators in line with the national annual plan and budget. Funds provided to other organisations must be aligned with the Community Partnerships Policy and Community Partnerships Screening Form.

Area Councils, Branches and Local Groups may only incur operating expenditure if the expenditure is in a budget approved by the National Board through the annual Area planning process.

12.5 Unbudgeted expenditure

Any expenditure that is not included in the Area Plan and approved by the National Board is considered unbudgeted expenditure.

Unbudgeted expenditure may not exceed:

- $1,000 in any one year for Branches
- $3,000 in any one year for Area Councils

Refer to the summary below and the Delegated Financial Authorities Policy for more information.

12.6 Summary of Delegated Financial Authorities for Members

(from Schedule 4 of Overarching Delegation Policy)

	National Board	Area Council	Branch Committee
Operating Expenditure	Budgeted as per annual plan, approved by National Board		
Unbudgeted expenditure	Approval over $3,000	Up to $3,000	Up to $1,000 *Up to $3,000 with approval from the Area Council*
Expenditure on Land and Buildings	All	Nil	Nil
Retention of Funds at end of financial year **Retention of more than $15,000 by either Area Council or Branch must be approved by the National Board*	Over $15,000	Up to $15,000* with notification to responsible party, e.g. Finance or Fundraising.	Up to $10,000* *Or up to $15,000 with approval from Area Council.*

12.7 Management of funds through the New Zealand Red Cross Foundation

The New Zealand Red Cross Foundation holds and invests funds on behalf of New Zealand Red Cross with the objective of providing a source of sustainable funding to support the work of New Zealand Red Cross.

The Foundation provides an annual grant to help meet the operating costs of New Zealand Red Cross.

The Foundation manages a capital fund that provides the operating grant to New Zealand Red Cross annually, and a legacy fund where special legacies are held (including legacies held on behalf of Branches).

When a specific purpose legacy is noted for a Branch the following will apply:

- The legacy will be invested with the Foundation through the Finance team. Branches are not permitted to invest funds anywhere but the Foundation.
- The Finance team will provide the Branch with confirmation of the deposit with the Foundation.
- Branches receive interest quarterly on sums deposited with the Foundation.
- Interest payable is based on a floating interest rate calculated quarterly in arrears.
- Branches must indicate in their Area plan if there is an expectation to withdraw funds from the Foundation. At least 10 days' notice is required to withdraw funds
- Branches must obtain approval from the National Board to withdraw legacy funds in excess of $10,000 from the Foundation. The Withdrawal of Funds form can be found on the New Zealand Red Cross website.

Failure to comply with the financial management requirements in this section and organisational policies may result in the withholding of quarterly interest payments on sums deposited with the Foundation. The National Board will determine the treatment of any previously withheld funds annually while assessing annual Area Plans for approval.

12.8 Bank Account Holding Limits

Bank accounts are for current requirements only, with funds being used in the same year in which they were received/raised, and for the purpose for which they were raised.

Branches, Groups and Area Councils are encouraged to contribute to New Zealand Red Cross programmes throughout the year. Funds and/or purchases made for goods for a New Zealand Red Cross national programme require prior approval through the annual Area planning process. Any national programme contributions must be planned in the annual Area planning process after discussions with the relevant national programme, Area Council and the Area Coordination and Planning Lead.

For projects spanning more than one financial year, following initial approval, the project's progress should be reported on annually with any unspent funding carried over to that project for the following year.

Income generated through the Annual Appeal and nationally coordinated fundraising activities is to be banked into the National New Zealand Red Cross bank account.

At the end of the financial year some funds may be retained if they are for expenditure related to activities that are identified in the approved plan and budget for the next year.

- Branches may retain up to $10,000 in their account at the end of the financial year.

- Area Councils may retain up to $15,000 in their account at the end of the financial year.

Area Councils may approve the retention of Branch funds exceeding $10,000, but not exceeding $15,000, if it is required for an ongoing project which has been identified in the approved Area plan and budget.

The National Board may approve the retention of funds exceeding $15,000 by a Branch or Area Council for a specific ongoing project.

Branches and Area Councils must ensure funds benefit New Zealand Red Cross programmes or activities. Surplus funds are defined as funds over and above what has been approved to be retained. Any surplus funds held by Branches and Area Councils at the end of a financial year are to be remitted to the fundraising bank account by 31 July and not remitted back into the Foundation. This allows the funds budgeted for the year to continue to be utilised where the need is the greatest in support of local and national community impact.

Remitting funds is an important way of supporting the wider impact of New Zealand Red Cross. These funds contribute to and support nationally coordinated programmes and activities that have a community impact across all areas of New Zealand.

Accounting by Branches and Area Councils must follow New Zealand generally accepted accounting practice. Treasurers should prepare appropriate financial reports for each Branch or Area Council meeting.

12.9 Financial reporting

New Zealand Red Cross ends its financial year on 30 June. Branches report their financial position for the financial year as at 30 June each year to ensure their results are incorporated into the consolidated New Zealand Red Cross' reports.

Treasurers should prepare appropriate financial reports for each Branch or Area Council Committee meeting, ensuring New Zealand generally accepted accounting practices are followed.

By 7 July Treasurers of Branches and Area Councils need to send the following to the Finance team in relation to the financial year end:

- a copy of bank statements as at 30 June for each of their bank accounts
- their draft annual financial return.

Branches that use Xero, do not need to send a return, but will need to ensure Xero is fully reconciled to the bank account and send in a copy of their final bank statements by 7 July.

Branches and Area Councils present their annual accounts (including a Statement of

Income and Expenditure and a Balance Sheet) at their AGM. They include any funds they manage for Groups.

Within 14 days after the AGM of the Branch or Area Council they must send to the Finance team their final annual accounts that were signed off at the AGM.

12.10 Auditing

All Branch and Area Council financial balances are included in the consolidated audit.

Internal control surveys will be sent out as part of the year end requesting specific information from all Branches or Area Councils with bank accounts.

Specific Branch or Area Council internal audits will be completed on a cyclical basis run through the Finance Team. An external audit may be completed on a Branch or Area Council at the request of the National Board.

Branches and Area Councils are to ensure all information and officials are made available for an audit.

12.11 Legacies

All legacies are to be received centrally, to ensure they are recognised appropriately. They will be administered in accordance with the Legacy policy.

12.12 Reimbursement of expenses

Members may apply for reimbursement of actual and reasonable costs incurred on behalf of the New Zealand Red Cross.

- Any costs that a Red Cross person will incur doing voluntary work for the New Zealand Red Cross must be approved before the work is done.
- Any person must obtain approval for reimbursement from their people leader - the person they report to who has the appropriate delegation (for example, an Activity or Group Coordinator, Branch President, Area Council Chair, or Manager).
- National Board, National Council and Area Council members are entitled to reimbursement for actual and reasonable travel, accommodation and other incidental expenses incurred on Board, or Area Council activities.
- Reimbursement claim forms are available from Area Support Teams or from people leaders.
- Claims by National Board members are submitted to the Executive Director of the Office of the Secretary General.

- Claims by the National President are submitted to the Chair of the Audit and Risk Committee, or another member of the National Board, agreed by the National Board.
- All claims require receipts or other acceptable documentary evidence of expenditure.
- The rate of reimbursement for use of a personal motor vehicle is as advised periodically by Finance.
- The National Board reserves the right to review expense reimbursement levels.
- Where a submission for expenses is subject to query, the National President shall be the sole arbitrator.

12.13 Property and assets

- Areas, Branches and Groups are part of New Zealand Red Cross, not separate entities, thus they do not own property in their own right.
- All property (buildings, vehicles and assets) belongs to New Zealand Red Cross and is listed on a national asset register maintained by the Property team.
- The Property team will decide via a consultation process who is the most appropriate Property Site Lead in each situation.
- A Branch must gain approval for property projects from the Property Team.
- Land buildings and vehicles and associated accessories may only be acquired, leased, or disposed of by the Finance and Commercial team with the approval or the delegated approval of the National Board.
- The National Board must approve purchases or disposals over $10,000.
- Any procurement of goods and services required by New Zealand Red Cross must follow the Procurement Policy.

12.14 Insurance

Insurance cover for all New Zealand Red Cross people, assets and purposes is arranged annually by the Finance and Commercial team. Insurance claim forms are available from the Area Support Teams.

12.15 Fundraising and sponsorship by Areas, Branches and Groups

12.15.1 Applying for grants

The Philanthropy team is responsible for overseeing all grant applications and ensuring that Branches take responsibility for all accountabilities that stem from the grant funding.

To ensure these requirements are met:

- Branches and Groups must consult with their Area Council and Area Lead before applying for grants from Trusts or other funding organisations.
- An Area Council must consult with the National Fundraising Team to enable them to help with applications to ensure the best possible result.
- Prospective funding applications from Branches or Groups must be included in the Area Plan and Budget.
- Authority levels associated with the authorisation of an application are detailed in the Delegated Financial Authorities Policy.
- Funding received from successful grant applications must be deposited in a Branch or Area bank account and notified to the National Fundraising Team.
- Records of grant income, conditions, expenditure and impact must be kept for accountability purposes.
- The National Fundraising Team must be engaged to oversee accountabilities stemming from grant awards.

Funders may never use the Red Cross Emblems and may only use the New Zealand Red Cross name and logo, with agreement by Director Philanthropy or delegated authority and in line with the Brand Standards and Emblem Policy.

12.15.2 Forming partnerships

All existing and proposed local partnerships need to be managed in accordance with the Community Partnerships Policy. Local partnerships are to be included in the annual Area plan. A Community Partnership Screening form will need to be completed, along with the new activity assessment process, for any new activities involving other organisations (partners).

12.15.3 Joint fundraising ventures

Branches or Groups who wish to publicly join with other organisations to organise activities or raise funds for local community projects may apply to the National Board for permission to do this through the Area planning process.

12.15.4 Community fundraising by Branches, Groups, and Members

Members are encouraged to take part in community fundraising activities to support the work of New Zealand Red Cross.

Where possible, fundraising activities are to be approved in the annual planning process for the Area, Branch or Group.

Area Councils, Area Coordination and Planning Leads and the Philanthropy team may give advice and support for fundraising activities.

The purpose of fundraising activities must be clearly and accurately communicated to donors and aligned with New Zealand Red Cross' mission and priorities. Examples of wording can be found on the New Zealand Red Cross website "Where the Need is Greatest Fund" or by contacting the Philanthropy team.

Branches and Groups fundraise to fund the activities they undertake (which are in the approved area plan), to help fund other New Zealand Red Cross work or special appeals.

All funds received for New Zealand Red Cross purpose:

- must be counted and receipted by two members and deposited in a bank as soon as possible, unless directed otherwise by the Philanthropy team; and
- be kept in a locked safe or in locked premises until it is able to be deposited in a bank.

Funds raised can be paid at any time into New Zealand Red Cross' national account, via a Red Cross Shop. The Branch will receive a receipt from the Philanthropy team.

Funds can also be transferred by internet banking into the fundraising bank account (12-3192-0043737-00) with clear reference information. Information supporting the deposit should be emailed to the Philanthropy team, who will then issue a receipt to the Branch.

12.15.5 Sponsorship by Branches, Groups, and Members

Branches, Local Groups and Area Councils must follow the Area planning guidance regarding donations of goods to other entities.

New Zealand Red Cross funds must not be given to other organisations without prior approval from the National Board through the Area planning process.

Advertising or promoting other community groups, issues or purposes is not permitted without the prior approval of the Communications and Marketing team, to comply with the Emblem Policy and Media and Communications policy.

SECTION 13 Glossary of terms

Also refer to Article 1.0 “Definitions and Interpretation” of the New Zealand Red Cross Constitution.

"**Area**" means a geographic area defined in the Regulations and Article 4.3.2(ii) of the Constitution.

"**Area Council**" means the group of Members who are elected by all Members in an Area to lead, coordinate and nurture New Zealand Red Cross in that Area.

"**Branch**" means a formal grouping of Members with elected officials that carries out activities to achieve New Zealand Red Cross’ mission.

“Committee” means a sub-group of a component of the National Society, including the National Board and Branches, who are involved in overseeing specific areas of responsibility or are delegated specific functions by a Terms of Reference or these Regulations.

“Constitution” means the New Zealand Red Cross Constitution, which determines the duties of the organisation and its governance.

"**Counsellors of Honour**" means those Members who have been accorded this status by the National Council in recognition of their outstanding service to New Zealand Red Cross.

"**Election Notification Date**" means the date notified by the Secretary General as the last date for Area Councils to notify the Secretary General of the names of the five representatives to be members of the National Council.

"**Emblem**" means the New Zealand Red Cross Emblem described in the Regulations and Article 1.3.1 of the Constitution.

"**Employee**" means a person employed by New Zealand Red Cross.

“Executive Leadership Team” means the senior leaders who are employed and oversee the strategic vision for the organisation.

"**Fundamental Principles**" means the Fundamental Principles of the Movement, as outlined in the Regulations and the Introduction to the Constitution.

"**Group**" means a grouping of Members that carry out activities as Volunteers to achieve New Zealand Red Cross' mission. There are two types of Group – Local Group and National Group (see definitions in this section).

"**Incorporated Societies Act**" means the Incorporated Societies Act 1908 or any Act which replaces it (including any amendments to it from time to time).

“Local Group” is a Group of Members that volunteer to deliver activities that are not part of a national programme of service delivery.

"**Member**" means a person who has consented to being a Member, has agreed to abide by and promote the Fundamental Principles, has agreed to abide by the Code of Conduct, and has given their name and contact details to New Zealand Red Cross for the purposes of becoming a Member. Different types of Members are explained in Section 2.

"**National Board**" means the authoritative body described in the Regulations and Chapter 4 of the Constitution.

"**National Council**" means the authoritative body described in the Regulations and Chapter 3 of the Constitution.

"National Group" means a group of Volunteers that deliver activities that support a national programme of services, e.g. Disaster Welfare Support Teams, and Meals on Wheels.

"National President" means the National President of the National Board, elected by the National Council in accordance with Article 3.4.2 of the Constitution.

"**National Register**" means the register of New Zealand Red Cross required to be kept, and including the prescribed information for each member and persons who have ceased to be a Member within the previous seven years, under the Incorporated Societies Act.

"National Volunteering Programme" means a nationally led programme of services that are supported by Groups of volunteers.

"**National Youth Representative**" means the National Youth Representative elected by the National Council in accordance with Article 3.4.2 of the Constitution.

"**New Zealand Red Cross**" means New Zealand Red Cross as set out in Article 1.1.1 of the Constitution.

"People Leader" means the individuals who lead people, including Members who act as volunteers and employees within the organisation.

"Property Site Lead" means the individual who appointed by the Property Team to oversee the needs of each property site.

"Red Cross People" are all Members, including Employees, and those who volunteer their time to support the mission and work of New Zealand Red Cross. Contractors who fill Red Cross people roles are also included as Red Cross People.

"**Secretary General**" means the person appointed by the National Board to manage the operations of New Zealand Red Cross and to recruit all other Employees.

"Terms of Reference" defines the purpose of a body, group, committee, subcommittee or meeting.

"**Territory**" means one of the three Territories (Upper North Island, Lower North Island and South Island) that National Board member candidates can be elected to represent. This designation is for election purposes only.

"**Volunteer**" means a Member who volunteers their time to participate in the governance of New Zealand Red Cross or engages in humanitarian action that supports New Zealand Red Cross' Objectives.

"Youth | rangatahi and **"young people"** refer to anyone 30 years of age or younger in the context of the Red Cross Red Crescent Movement.