



**Spatial Industries Business Association  
of New Zealand Incorporated # 2244087**  
Level 5, Eagle Technology House  
135 Victoria Street, Te Aro  
Wellington 6011  
PO Box 140362 Wellington 6140  
+64 21 272 1015

## Growing a successful spatial industry for the benefits of members and New Zealand

SIBA NZ is focussed on providing support for our members in order to increase the opportunities, profitability and strengths of each our members organisations, and to provide a collective voice for the industry.

SIBA (NZ) has key focus areas which represent the work to both provide value to our members and to grow the spatial industry as a whole:

### GROW SPATIAL



#### Advance

Ensure the presence of Spatial Industry in media, events and publications

Identify new growth sectors

Engage in nationally significant projects

Research and position Spatial Technology amongst emerging technologies



#### Sustain

Recognise and promote achievements (NZSEA)

Connecting industry peers

Develop influential and mutually beneficial relationships with partners and stakeholders



#### Advise

Represent the Spatial Industry's interests on targeted government bodies and forum

Advocate for the Spatial Industry with industry partners

Provide advice and influence debates on relevant government policies

### GROW MEMBERS



#### Support

Deliver on member benefits

Expand membership categories

Develop skills and capacity for the industry

Address difficult issues



#### Inform

Deliver market intelligence

Provide forum to discuss topical matters

Organise events for effective networking

Communicate significant government policies and industry developments

**SPATIAL INDUSTRIES BUSINESS ASSOCIATION OF NEW ZEALAND  
INCORPORATED**

**CONSTITUTION OF THE INCORPORATED SOCIETY**

**1. NAME**

- 1.1 The Association referred to in this Constitution shall be known as the Spatial Industries Business Association of New Zealand Incorporated and hereinafter referred to as the ("The Association"). The Association may be referred to as SIBA.

**2. OBJECTS**

- 2.1 The primary objects of this Association are to:

- (a) develop the spatial industries as defined by the Executive Committee from time to time, and to foster and enhance the interests of companies and individuals working in the industry; and
- (b) provide Members with such business support and representational services as the Executive Committee determines and as may assist Members to achieve their business and commercial goals.

- 2.2 In particular and in addressing the primary objects above the Association will:

- (a) enter into discussions, negotiations or agreements with Government or statutory bodies, and with other firms or associations where appropriate, to further the interests of its Members and the objects of the Association;
- (b) provide a forum for vendors of spatial information products and services to facilitate vendor's access to the consolidated ideas, opinions, wishes and needs of its Members;
- (c) promote the awareness of spatial information products, services and technologies by education, seminar presentations or other appropriate avenues;
- (d) provide a platform for discussion and the flow of information on spatial information products, services and technologies issues;
- (e) raise funds by means of membership subscription, levies on Members and otherwise for the purpose and objects of the Association in such amounts and in such manner as is required by the Association;
- (f) do all such lawful things as may be necessary, desirable, incidental or conducive to the attainment of any one or more of the above objects.

### **3. MEMBERSHIP**

- 3.1 Membership of the Association will be open to those who have a commercial interest in the spatial industries including limited liability companies, individuals, partnerships or sole-traders, provided that where an organisation has any direct or indirect Crown ownership including full or part ownership by a Crown Entity then it may not be a Full Member.
- 3.2 There shall be categories of membership of the Association as determined from time to time by the Executive Committee. The categories of membership will have rights as to voting and other matters as the Association may from time to time determine. The register of members shall be kept pursuant to the categories and shall have entered upon it the names of all members specifying their category of membership. The approved list of categories of membership shall be appended to the Constitution as 'Schedule A'.
- 3.3 Any person or organisation desiring to become a member of the Association shall submit to the Association Secretary an application in the prescribed format, naming their authorised representatives and containing such particular information and undertakings as the Association may require. On receipt of a properly completed application, the Secretary may assign each person or organisation to a Category of Membership. The acceptance of any application for membership, the category of membership of any proposed new member or change in category of an existing member shall be confirmed by the Executive Committee before coming into effect.
- 3.4 Any member organisation may change their authorised representatives by giving notice in writing to the Association Secretary.
- 3.5 The decision of the Executive Committee on matters relating to membership status and/or membership category is final and there is no right of appeal.
- 3.6 Provision for reciprocal arrangements may exist between the various Spatial Industries Business Associations. The Executive Committee may, from time to time, enter into an agreement for collaboration with a Spatial Industries Business Association established in another jurisdiction or another business support and business lobby association in the spatial industries in any region and including any such Spatial Industries Business Association which may reside outside of New Zealand.

### **4. VOTING RIGHTS**

- 4.1 There is one vote per Full Member. Associate Members shall not have a vote.
- 4.2 The currently approved list of membership categories shall be appended to the Constitution as Schedule A.
- 4.3 No member shall have any voting rights at a meeting if any of their subscriptions or levies are overdue at the date of the meeting.

## **5. RESIGNATION, SUSPENSION AND TERMINATION OF MEMBERSHIP**

- 5.1 Any member may cease to be a Member of the Association by giving written notice of their resignation to the Secretary, who shall inform the Executive Committee not less than one (1) calendar week prior to the next scheduled meeting of the Executive Committee.
- 5.2 Any Member whose subscription has been outstanding for two (2) months or has failed to meet any other financial obligation for a similar period may be suspended from Membership of the Association by the Executive Committee until all outstanding subscriptions, or other financial obligations, owed by such Member have been paid.
- 5.3 Any Member, who, for any reason, in the opinion of the Executive Committee, ceases to qualify for Membership of the Association, shall be liable to have their membership terminated. Such cases shall be considered by the Executive Committee who may request, by notice in writing that the Member resigns within a time to be specified in such notice and in default of the receipt of such resignation the Executive Committee shall deem that Member's membership to be terminated.

## **6. MEETINGS**

- 6.1 The Association shall hold a General Meeting in each calendar year as its Annual General Meeting at such time and place as the Chairperson or any resolution of the members at a General Meeting may determine but not later than three (3) months following the close of the financial year. The financial year shall be from 1 July to 30 June. If election of the Executive Committee is to be held by postal ballot, then results of the ballot must be available at the time of the Annual General Meeting for the ensuing year.
- 6.2 All General Meetings, other than Annual General Meetings, shall be called Special General Meetings and shall be convened by the Chairperson of the Association upon the written request of five (5) or more members or upon the resolution of the Executive Committee.
- 6.3 The Executive Committee shall cause to be sent to each member by prepaid post, facsimile or by email, notice of the time, date, agenda and place of each Special or Annual General Meeting at least fourteen (14) days prior to the date of the meeting. The date the notice is sent and the date of the meeting are excluded from the fourteen (14) days notice period. If Executive Committee members are to be elected at the meeting, such notice shall specify the positions which are to be filled at the meeting. If the Executive Committee members are to be elected by postal ballot, the voting forms must be sent to voting authorities and be postmarked or transmission dated at least twenty-one (21) days prior to the date of the Annual General Meeting. The date the notice is sent and the date of the meeting are excluded from the twenty-one (21) days notice period.
- 6.4 A General Meeting of the Association shall not proceed without a quorum present. A quorum shall consist of voting representatives totalling at least five (5) Full Members.

- 6.5 Proxies shall be accepted at a meeting. Written proxies must reference a specific meeting and be signed by the authorised representative of the member organisation granting the proxy. Proxies shall be scrutinised, collected and made part of the minutes by the Secretary.
- 6.6 Voting on all issues requiring a vote, except election of office bearers, will be by secret ballot or show of hands as determined by the Chairperson at the time.
- 6.7 Where a dissenting poll is required, a notice shall be sent to all members outlining the proposed change and allow a minimum period of thirty (30) days for members who disagree with the proposed change to advise the Secretary. If the number of dissenting members is twenty-five (25) percent or less of those voting then the change shall take effect. Members shall be advised of the outcome of the poll.

## **7. EXECUTIVE COMMITTEE**

- 7.1 The office bearers of the Association shall comprise a Chairperson, Vice Chairperson, Secretary and Treasurer. The Executive Committee shall comprise these officers and no less than three (3) and no more than five (5) other members. In addition to the elected members the Executive Committee may appoint up to two (2) additional persons, not necessarily members, to the Executive Committee. The Executive Committee shall administer the Association subject to the direction of the members by resolution at the Annual General Meeting.
- 7.2 The Executive Committee shall be elected from authorised representatives and Full Members who are financial at the time of their nomination at each Annual General Meeting.
- (a) Executive Committee members shall hold office for two (2) years. At each Annual General Meeting of the Association, the members of the Executive Committee whose term of office expires at such meeting shall retire but be eligible for re-election.
  - (b) In the event of a casual vacancy occurring on the Executive Committee the remaining members of the Executive Committee may appoint a representative of a member of the Association to hold office until the next Annual General Meeting.
  - (c) Persons nominated for the Executive Committee shall not number more than one (1) from each separate member organisation.
  - (d) The Chairperson and Vice Chairperson should hold office for one (1) year. The Secretary and Treasurer shall hold office for two (2) years. The Secretary and Treasurer shall not normally be voted for in the same year.
  - (e) The outgoing Chairperson, should he/she not be re-elected, becomes an ex-officio member of the Executive Committee for the following year.

- 7.3 Members wishing to nominate persons to hold position on the Executive Committee in the Association shall submit to the Secretary of the Association a written nomination signed by a representative of the member and specifying the office to which the nominee desires to be elected. Where a postal ballot is not being held, nominations must be lodged with the Secretary at least forty-eight (48) hours prior to the designated starting time of the Annual General Meeting. In the event of there being no nominations for a particular position, nominations shall be called for and accepted at the Annual General Meeting.
- 7.4 There shall be separate elections for each office bearer position and for ordinary Executive Committee member positions. Voting in the elections shall be by secret ballot. Members shall be entitled to vote in a postal ballot only if their voting papers are received at the Association at least forty-eight (48) hours prior to the Annual General Meeting. If no postal ballot is held, members shall be entitled to vote by their representatives being present at the Annual General Meeting.
- 7.5 At all meetings of the Executive Committee, the Chairperson or Vice Chairperson together with three (3) other Executive Committee Members shall form a quorum for the meeting.
- 7.6 The Executive Committee shall be authorised to co-opt the assistance from time to time of any persons who they consider may assist them to further the objects of the Association.
- 7.7 Any Executive Committee member of the Association who changes employment during their term of office, and does not stay in a same or similar role in the spatial industries, shall immediately offer their resignation to the Executive Committee, which shall decide at its next Executive Committee meeting whether or not to accept such resignations.
- 7.8 For the purpose of carrying out the objects of the Association, the Executive Committee shall have the power to:
- (a) to borrow or raise money on such terms and on such security as may be thought fit.
  - (b) to invest moneys of the Association not immediately required, in or upon such investments, securities and properties as may be thought fit provided such investments are not that which would be deemed to be high risk.

## **8. DUTIES OF CHAIRPERSON**

- 8.1 The duties of the Chairperson shall be to preside at all meetings of the Association and to report upon all transactions and negotiations affecting the work of the Association.
- 8.2 The Chairperson shall have normal voting rights and where necessary, a casting vote at all meetings.

- 8.3 The Chairperson shall have the right to exclude any Executive Member from any part of an Executive Meeting where he/she believes a conflict of interest may exist, subject to support of the majority of the Executive Committee.
- 8.4 The Vice Chairperson will deputise for the Chairperson in their absence.

## **9. DUTIES OF SECRETARY**

- 9.1 The duties of the Secretary shall be to attend all meetings, to record all minutes, to forward to each Full Member promptly, copies of all remits, notices of motion and minutes of General Meetings. He/she shall prepare all statements and certificates required to be submitted to the Registrar of Incorporated Societies.

## **10 DUTIES OF TREASURER**

- 10.1 The duties of the Treasurer shall be to attend all meetings, to make levies upon Member as decided by resolution of the Members at a General Meeting.
- 10.2 They shall receive all monies due to the Association from levies or from other sources and pay the same into a bank account in the name of the Association.
- 10.3 They shall keep true and correct account of the income and expenditure of the Association. Such accounts shall be available for inspection by any member of the Association at any time during business hours upon reasonable prior notice.
- 10.4 They shall prepare annually by no later than two (2) months following the end of the Association's financial year (or such times as resolution of the Members at the General Meeting may require) the balance sheet for submission to the Executive Committee and Auditor (if appointed by the Executive Committee)
- 10.5 They shall recover all debts to the Association.
- 10.6 They shall carry out the instructions of the Chairperson, Executive Committee and resolutions made by Members at the General Meetings.

## **11. REMOVAL OF EXECUTIVE COMMITTEE MEMBERS**

- 11.1 Any office or position of the Executive Committee immediately becomes vacant if they resign by notice in writing to the Association.
- 11.2 Any member of the Executive Committee may be removed from office or position by resolution of Members at a Special General Meeting of the Association called for that purpose.

## **12. SUBSCRIPTIONS**

- 12.1 The Executive Committee may from time to time determine the entrance fee (if any), and annual subscription payable by each Member or each category of Member.
- (a) Initial Members shall not be required to pay any annual subscription until 1 July 2009 but thereafter must pay such subscriptions as are determined by the Executive Committee.
  - (b) The entrance fee, and annual subscription for each Member will be payable in advance. The due date for payment of an annual subscription will be 1 July in each year.
- 12.2 The Executive Committee may determine that any person or organisation admitted to membership between 1 January and 30 June will pay only one-half of the annual subscription until that Member's next annual subscription falls due.

## **13. MEMBERS ARE NOT PARTNERS**

- 13.1 The Members of the Association are not partners.

## **14. SUB-COMMITTEES**

- 14.1 The Executive Committee of the Association or the members by resolution in meetings may convene sub-committees comprised of representatives of members or other appropriate persons. The Executive Committee and/or the members of the association may delegate such powers to such sub-committees as the Executive Committee or the members (as the case may be) think fit.

## **15. BANK ACCOUNT**

- 15.1 Cheques of the Association or other withdrawals from the Association's bank accounts shall be signed by two (2) of either the Chairperson, Vice Chairperson, Secretary or Treasurer or alternatively by one other officer together with another member of the Association authorised by a meeting of the Association.
- 15.2 The Executive Committee may operate an imprest account with a defined maximum balance. The Executive Committee will authorise who may sign cheques on this account.



## **16. ALTERATION OF THE CONSTITUTION**

The Constitution of the Association may be altered, added to or rescinded at any time upon resolution of members at a Special General Meeting or Annual General Meeting, provided that any resolution passed is carried by not less than seventy-five (75) percent of the votes of the Full Members of the Association who are present at the Meeting, and providing that at least fourteen (14) days notice in writing of the date, time, place and content of the proposed resolution has been sent to each member of the Association.

## **17. INDEMNITY**

Every office-bearer of the Association shall be indemnified to the maximum extent permitted by law and it shall be the Association's duty out of its funds to pay all costs, losses, charges, damages and expenses which any such office-bearer may in good faith incur or become liable for by reason of any contract entered into or act or deed done by him or her in good faith as such office-bearer in the discharge of his/her duties in accordance with these rules.

## **18. DISSOLUTION**

For the dissolution of the Association the affirmative vote of members representing a simple majority of the voting rights of the Association shall be requisite provided that at least fourteen (14) days notice in writing has been given to each Member of the Association. Upon such dissolution all funds, property and effects standing to the credit of the Association shall be bequeathed by the Association for the purpose of furthering education and knowledge in the field of the spatial industry as appropriate to the aims and objectives of the Association.

## **19. COMMON SEAL**

The Executive Committee shall provide for the safe custody of the common seal which shall only be used by the Executive Committee pursuant to a resolution of the Association. Every instrument to which the seal is affixed shall be signed by two (2) members of the Executive Committee.

## **SCHEDULE A**

### **SPATIAL INDUSTRIES BUSINESS ASSOCIATION OF NEW ZEALAND INCORPORATED**

The current approved list of membership categories of the Spatial Industries Business Association of New Zealand Incorporated and hereinafter referred to as the (“The Association”).

#### **1. CATEGORIES OF MEMBERSHIP**

1.1 The following are The Association categories of membership as defined and agreed by the Executive Committee on 31<sup>st</sup> March 2016:

**A Corporate Members:**

- Organisations whose core business is spatial and location technology, solutions and services including but not limited to the following: limited liability companies, partnerships or sole-traders, State Owned Enterprises and Crown Research Institutes; or
- Individuals engaged in commercial work in the spatial industries;

**B Corporate Affiliate Members**

- Other corporates who are business partners or interested in the spatial industry and will benefit from being a member; or

**C Affiliate Members**

- Government & education sectors, non-corporate & other organisations who are creators, users & regulators of spatial data and solutions.

**D Start-Up Members**

- Organisations whose core business is spatial and location technology, solutions and services and who are in the first two years of business.

#### **2. VOTING RIGHTS**

2.1 The following voting rights shall attach to each class of Membership

- |          |                          |   |
|----------|--------------------------|---|
| <b>A</b> | <b>Corporate Members</b> | <b>One vote</b>                           |
| <b>B</b> | <b>All Other Members</b> | <b>No voting or representative rights</b> |



**Member Information**

**Business name:**

**Type:** Public Company / Private Company / Partnership / Sole Trader

**Head Office  
Address:**

Postcode:

**Postal Address:**

Postcode:

**URL:**

**Member Representative**

**Name: (Mr/Ms)**

**Title:**

**Direct Phone:** ( )

**Direct Fax:** ( )

**Mobile:**

**Email:**

**Membership Fee (inclusive of GST)**

**Corporate Membership**

Corporates whose core business is spatial and location technology, solutions and services. Membership fees are calculated on the basis of the total annual turnover of the organisation (including all branches, all service or support companies, and all entities operating as a Group – except any group members who have individual memberships) in the financial year which ended on thirtieth day of June immediately preceding this application.

- |   |                     |
|---|---------------------|
| <input type="checkbox"/> Turnover of less than NZ\$250,000                      | NZ\$ 575 per annum  |
| <input type="checkbox"/> Turnover of NZ\$250,000 and less than NZ\$500,000      | NZ\$1,150 per annum |
| <input type="checkbox"/> Turnover of NZ\$500,000 and less than NZ\$4 million    | NZ\$2,300 per annum |
| <input type="checkbox"/> Turnover of NZ\$4 million and less than NZ\$10 million | NZ\$4,025 per annum |
| <input type="checkbox"/> Turnover of NZ\$10 million or more                     | NZ\$5,750 per annum |

**Corporate Affiliate Membership**

Other corporates who are business partners or interested in the spatial industry and will benefit from being a member.

- NZ\$2,300 per annum

**Affiliate Membership**

Government and education sectors, non-corporate and other organisations who are creators, users and regulators of spatial data and solutions.

- NZ\$ 575 per annum

**Start-Up Membership**

Start-ups and entrepreneurs in their first two years of business providing spatial solutions and services.

- Free for 2 years

**Return to:**

secretary@siba.org.nz OR  
PO Box 10 283, The Terrace, Wellington 6143

Received: \_\_\_\_ / \_\_\_\_ / \_\_\_\_

# Payment

GST Number: 102-470-071

Pro-Forma Tax Invoice

Annual fee as above

TOTAL NZ\$  
NZ\$

- Internet banking payment  
SIBA 03 1540 0519350 00 *Please use Business Name in the reference field*
- Cheque enclosed [made out to SIBA (New Zealand)]

## Additional Contacts ( for receipt of SIBA email broadcasts and newsletters )

Contact Person: (Mr / Ms)

Position:

Phone: ( )

Mobile: ( )

Email:

Position:

Phone: ( )

Mobile: ( )

Email:

Position:

Phone: ( )

Mobile: ( )

Email:

**Spatial Activities** (Tick all that apply)

**Data Collection**

- Aerial Imagery Collection
- Field Data Collection
- Office Data Capture
- Precision Measurement / Monitoring
- Radar / Laser Scanning
- Space Imagery Collection / Distribution
- Land Survey
- Mine Survey
- Engineering Survey

**Data Syndication**

- Data Analysis
- Data Brokering / Reselling
- Data Compilation
- Data Fusion
- Data Integration
- GIS Development
- Photo / Radar grammetry
- Spatial data mining

**Data Presentation**

- 3D Visualisation
- Civil Infrastructure design
- Digital / Terrain Modelling
- Internet Deployment
- Map Preparation
- Titling Plans / Documents

**Other**

- Education / training
- Equipment / Hardware Supply
- Expert Witness / Court
- Mobile Location Services
- Project Management
- Publisher / Distributor
- Software Development
- Software Supply
- Strategic / Bus Planning
- Systems Analysis / Integration
- Town Planning
- Others

**Market Sector** (Tick all that apply)

- Agriculture
- Asset / Facilities Management
- Civic Administration
- Civil / Building Construction
- Culture & The Arts
- Defence
- Education
- Emergency Services
- Environmental Management / Monitoring
- Indigenous Lands
- Land Development
- Land Titling / Administration
- Law and Order
- Local Government
- Logistics
- Marketing / Market Research
- Maritime
- Medicine
- Resource Inventory / Mining
- Retail
- Social Services
- Telecommunications
- Tourism
- Transport
- Urban Planning / Development
- Utilities
- Others

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Tick this box if you **DO NOT** wish your details displayed on the Association's website search facilities