



Rail and Maritime Transport Union Incorporated

Constitution

2025

The Rail & Maritime Transport Union and Te Tiriti o Waitangi

The Rail & Maritime Transport Union is a union based in Te Tiriti o Waitangi that empowers its members to actively participate and shape the future through its structures. These structures are deeply rooted in Te Tiriti o Waitangi and guided by the wisdom of the tōngi.

**Kotahi ano te kohao o te ngira, E kuhuna ai te miro whero, te miro ma, te miro pango.
A muri i a au kia mau ki te aroha, ki te whakapono ki te ture. Hei aha te aha! Hei aha te aha!
(Potatau Te Wherowhero)**

In practice, an organisation based in Te Tiriti means embracing Mōku te Ao, and forging close relationships based on ngā pou, whakamana, whanaungatanga, rangatiratanga, whakapapa, manaakitanga, wairuatanga, kaitiakitanga and tikanga.

We value relationships in which all voices are respected, and collective strength drives meaningful change.

Name

1. The name of the RMTU is Rail and Maritime Transport Union Incorporated (in this Constitution referred to as the 'RMTU').

Charitable status

2. The RMTU is not and does not intend to be registered as a charitable entity under the Charities Act 2005.

Purposes

3. The primary purposes of the RMTU are to:
 - a. combine in one union all workers in the transport sector,
 - b. organise, educate, and encourage full membership participation in the RMTU so that members can collectively protect and advance their interests and the interests of workers generally in relation to their conditions of employment, standards of living, economic and social interests, and quality of life,
 - c. provide advice and assistance, where appropriate, in matters pertaining to members' employment, or in securing compensation for members who suffer injury by accident or occupational disease in their employment,
 - d. use every effort to promote and maintain safety in the workplace,
 - e. provide welfare funds, benefit funds and other similar schemes for the benefit of members of the RMTU,
 - f. provide members with legal assistance in cases in which the rendering of legal assistance is within the objects of the RMTU provided they are cases where the Conference or National Management Committee deem such assistance to be necessary and appropriate,
 - g. To improve the income and conditions of employment of RMTU members and to generally protect their rights, interests and privileges through collective bargaining,
 - h. ensure excellent communication within the RMTU and in particular to publish such publications as may be conducive to the carrying out of the objects of the RMTU,
 - i. exercise all available powers and rights under any industrial, health and safety, or accident compensation legislation affecting members,
 - j. monitor and influence any other legislation or Government policies which may directly or indirectly affect the interests of members, and in particular any such legislation or policies relating to the transport sector,
 - k. invest, lend or advance RMTU funds in such manner as may from time to time be authorised in accordance with this Constitution,

- l. borrow money for the purpose of furthering the interests of the RMTU and its members, in such manner as may from time to time be authorised in accordance with this Constitution,
 - m. impose levies to further the lawful purposes of the RMTU to acquire or sell any real or personal property as may be necessary for the purposes of furthering the interest of the RMTU and its members,
 - n. sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of any real or personal property of the RMTU,
 - o. affiliate with other organisations in the attainment of these objects,
 - p. generally to do all things in the interest of the RMTU which are authorised or permitted by this Constitution.
4. The RMTU must not operate for the purpose of, or with the effect of—
- a. distributing, any gain, profit, surplus, dividend, or other similar financial benefit to any of its Members (whether in money or in kind); or
 - b. having capital that is divided into shares or stock held by its Members; or
 - c. holding property in which its members have a disposable interest (whether directly, or in the form of shares or stock in the capital of the RMTU or otherwise).
5. But the RMTU will not operate for the financial gain of Members simply if the RMTU—
- a. engages in trade,
 - b. pays a Member for matters that are incidental to the purposes of the RMTU, and the Member is a not-for-profit entity,
 - c. distributes funds to a Member to further the purposes of the RMTU, and the Member—
 - d. is a not-for-profit entity, and
 - e. is affiliated or closely related to the RMTU, and
 - f. has the same, or substantially the same, purposes as those of the RMTU.
 - g. reimburses a Member for reasonable expenses legitimately incurred on behalf of the RMTU or while pursuing the RMTU's purposes,
 - h. provides benefits to members of the public or of a class of the public and those persons include members or their families,
 - i. provides benefits to Members or their families to alleviate hardship,
 - j. provides educational scholarships or grants to Members or their families,
 - k. pays a Member a salary or wages or other payments for services to the RMTU on arm's length terms (terms reasonable in the circumstances if the parties were connected or related only by the transaction in question, each acting independently, and each acting in its own best interests; or are terms less favourable to the Member than those terms and the payment for services, or other transaction, does not include any share of a gain, profit, or surplus,

percentage of revenue, or other reward in connection with any gain, profit, surplus, or revenue of the RMTU),

- l. provides a Member with incidental benefits (for example, trophies, prizes, or discounts on products or services) in accordance with the purposes of the RMTU.
- m. on removal of the RMTU from the Register of Incorporated Societies having its surplus assets distributed under subpart 5 of Part 5 of the Act to a Member that is a not-for-profit entity.

Act and Regulations

- 6. Nothing in this Constitution authorises the RMTU to do anything which contravenes or is inconsistent with the Act, any regulations made under the Act, or any other legislation.

Registered office

- 7. The registered office of the RMTU is at Level 1, Tramways Building, 1 Thorndon Quay, Wellington, or at such other place as the National Management Committee decides.
- 8. Changes to the registered office shall be notified to the Registrar of Incorporated Societies at least 5 working days before the change of address for the registered office is due to take effect, and in a form and as required by the Act.

Contact person

- 9. The contact person for the RMTU will be the General Secretary. The General Secretary's name must be provided to the Registrar of Incorporated Societies, along with their contact details, including a physical address or an electronic address, and a telephone number. Changes to the contact person or their contact details must be advised to the Registrar within 20 working days of that change occurring.

Members

10. Every applicant for membership must consent in writing to becoming a Member. The signed consent will be kept in the RMTU's membership records.

Full Members

11. Any person employed or about to become employed in the New Zealand transport industry will be eligible for membership of the RMTU. The RMTU may also accept membership of other persons or groups approved by the National Management Committee.

Life Members

12. The Conference may, at its discretion, upon its own recommendation or that of a branch, award honorary life membership to any member who has rendered conspicuous service to the RMTU. In considering the suitability of any nominee for honorary life membership under this Rule, Conference shall have regard to the following criteria
 - a. Length of RMTU membership
 - b. Length of services to branch committees and official positions held.
 - c. Length of service to national RMTU and official positions held.
 - d. RMTU activities, and whether the member is continuing active membership of the RMTU.
13. A life member may attend and speak at any general meeting of the RMTU but they are not entitled to vote on any business of the RMTU.

Becoming a Member: process

14. An applicant for membership must complete and sign any application form and supply any information reasonably required by RMTU.
15. The General Secretary shall have a general discretion to accept or reject applications for membership but if they decline membership to any person, full details and reasons will be referred to the next meeting of the National Management Committee for its final consideration and decision. Provided that the RMTU shall not unreasonably and unfairly refuse membership.

Members' obligations and rights

16. Every Member shall provide the RMTU in writing with that Member's name and contact details (namely, physical or email address and a telephone number) and promptly advise the RMTU in writing of any changes to those details.

- a. All Members shall promote the interests and purposes of the RMTU and shall do nothing to bring the RMTU into disrepute.
- b. All Members are bound by decisions made by a majority of the members, the National Management Committee, and/or the Conference. The RMTU continues to represent all members even where members have dissented or voted against a majority decision.
- c. A Member is only entitled to exercise the rights of a member if all subscriptions and any other fees have been paid to the RMTU by their respective due dates, but no Member or Life Member is liable for an obligation of the RMTU by reason only of being a Member.
- d. The National Management Committee may decide what access or use Members may have of or to any premises, facilities, equipment or other property owned, occupied or otherwise used by the RMTU, and to participate in RMTU activities, including any conditions of and fees for such access, use or involvement.

Ceasing to be a Member

- 17. A Member ceases to be a Member—
 - a. by written resignation, or
 - b. on termination of a Member's membership following a dispute resolution process under this Constitution, or
 - c. on death, or
 - d. the Member has failed to pay a subscription, levy or other amount due to the RMTU within three months of the due date for payment.

with effect from (as applicable)—

- e. two weeks after the date of receipt of the Member's notice of resignation,
 - f. the date of termination of the Member's membership under this Constitution, or
 - g. the date of death of the Member, or
 - h. the date specified in a resolution of the Committee
- 18. When a Member's membership has been terminated the RMTU shall promptly notify the former Member in writing.
- 19. Despite the above rules, a member who is not receiving full pay while on sickness or disability leave which extends for more than one month does not need to pay subscriptions during this period of leave.

Non-financial Members

20. Any member who is in arrears for one month in payment of any RMTU fee subscription, fine or levy under these Rules, and remains in arrears:
 - a. Is not eligible to nominate or second the nomination of any candidate for a position in the RMTU nor to stand for office or position in the RMTU,
 - b. Cannot vote at any ballot or election.
21. Any member of the National Management Committee, delegate for Conference, or branch officer so in arrears will be deemed to be suspended from continuing to hold such office while they remain in arrears.

Obligations once membership has ceased

22. A Member who has ceased to be a Member under this Constitution—
 - a. Is not exempt from liability in respect of any action or omission while they were a member including liability in any form whatsoever under the disciplinary and grievance procedure provisions of this Constitution,
 - b. remains liable to pay all subscriptions and other fees to the RMTU's next balance date,
 - c. shall cease to hold himself or herself out as a Member of the RMTU, and
 - d. shall return to the RMTU all material provided to Members by the RMTU (including any membership certificate, badges, handbooks and manuals).
 - e. shall cease to be entitled to any of the rights of a RMTU Member.

Becoming a Member again

23. Any former Member may apply for re-admission in the manner prescribed for new applicants and may be re-admitted on the discretion of the General Secretary.
24. But, if a former Member's membership was terminated following a disciplinary or dispute resolution process, the applicant may be re-admitted only by a resolution passed at a General Meeting on the recommendation of the National Management Committee.

Register of Members

25. The RMTU will keep an up-to-date Register of Members containing (but not limited to) the following information:
 - a. The members' full name
 - b. The member's home address and other contact details
 - c. The address of the members' workplace
 - d. The member's occupation

- e. The employment contract applicable to the member
 - f. The date on which the member joined the RMTU
 - g. The branch to which the member belongs.
 - h. Status within the RMTU, such as delegate, branch official, health and safety representative
 - i. That the member consents to being a member of the RMTU
 - j. Whether the member is for the time being a financial member of the RMTU
26. It is the duty of the member to provide the above information to the RMTU (including any changes from time to time).

Governance and management of the RMTU

27. The RMTU shall be governed by:
 - a. Conference, that will be the highest decision-making authority of the RMTU, and
 - b. A National Management Committee, that will be the general management committee of the RMTU and will have powers delegated from Conference and as included in this Constitution
28. The RMTU will also have representative structures including:
 - a. Branch committees, that will have duties and powers provided for in RMTU policies
 - b. Industrial councils covering specific groups of members which shall have duties and responsibilities as determined by and provided for in RMTU policies
 - c. A Women's Council, that will have duties and powers provided for in RMTU policies
 - d. A Bi-annual Ports Forum, that will have duties and powers provided for in RMTU policies.

Conference

Conference composition

29. Conference will consist of delegates from electorates as determined by Conference at each previous conference, together with members of the National Management Committee.
30. If there is more than one branch or sub-branch in the electorate, the right to elect delegates will rotate biennially.
31. At least 28 days prior to the date of the Conference, each electorate will elect its delegate to the Conference and will forward the name of the delegate to the General Secretary.
32. Should any casual vacancy occur on the Conference through any cause whatever, the branch affected will fill such vacancy by election.
33. Any branch may at any time remove from their position the member of Conference representing such branch for conduct that may be deemed unsatisfactory by a

majority of the valid votes cast at a secret ballot of the financial members of the branch taken in accordance with these Rules.

Functions and powers of the Conference

34. The Conference shall have the authority at any meeting to exercise all powers of the RMTU (other than those required to be exercised by a ballot of members). Such powers include authority to:
- a. Amend or alter the Constitution of the RMTU. Amendments or alterations may be proposed by National Management Committee or by any branch by resolution at a branch meeting;
 - b. To fix the rate of subscriptions;
 - c. Formulate and provide for the implementation of the policies of the RMTU, including the Standing Orders;
 - d. Provide by way of welfare funds or otherwise for the retirement and welfare of members;
 - e. Appoint an Auditor (who must be a member of the Institute of Chartered Accountants of New Zealand).
 - f. Advise and assist on matters affecting the workers engaged in the industry;
 - g. Establish, dissolve, or reconstitute any branch or industrial council;
 - h. Suspend from office for such period as it thinks fit any branch committee or industrial council who it considers to be acting contrary to the Constitution, policies, and objects of the RMTU, and to assume responsibility for the administration of that branch or industrial council until charges against the members of the executive committee or industrial council representatives have been heard and dealt with.
 - i. Suspend from office any holder of any elected position in the RMTU whom it has good reason to believe to be guilty of dishonesty or incompetence and appoint a person too temporarily carry out the duties of that office and to institute proceedings against that office holder.
 - j. Interpret the Constitution, any other rules and policy, and determine anything in connection with the business of the RMTU upon which the Constitution may be silent; and
 - k. Generally take any action as in its opinion may be necessary in carrying out of the objects of the RMTU.

Annual Meetings of Conference

35. The Conference will meet annually in October, provided always that at least six weeks' notice is given to each branch by the General Secretary.¹
36. At every annual meeting the Conference must be provided with:
 - a. The minutes of the last Annual Conference and any Special Conference meeting held since the last Annual Conference
 - b. An annual report from the National President and General Secretary (on behalf of the National Management Committee) covering the operations and affairs of the RMTU;
 - c. A financial report and the financial statements for the RMTU for the previous financial year;
 - d. Notice of the disclosure of any conflicts of interest during the previous year (including a brief summary of the matters or types of matters to which those disclosures relate);
37. Other business may be transacted at a Meeting of Conference in accordance with its functions and powers. Notices of motion should usually be notified to Conference representatives at least two weeks prior to Conference. However, additional motions may be accepted at Conference in accordance with any Standing Orders.
38. Meetings of Conference may be held in person or online (or by any other electronic means, or a combination of in person and electronic means) provided that Conference meets in person at least once every two years.
39. Two thirds of eligible Conference representatives will constitute a quorum for Conference meetings.
40. The National President will preside over the meeting, keep order, and conduct the business to decide all points of order. In the National President's absence, the Vice-President will carry out the duties of the National President. In the absence of both, the National Management Committee will appoint a person to fill this role from the National Management Committee.

¹ For completeness, if not held in October, Conference must be held no later than the earlier of the following—

- 6 months after the balance date of the RMTU
- 15 months after the previous Conference.

41. Meetings will be conducted in accordance with any Standing Orders approved by the Conference.
42. All questions at conference meetings shall be decided on the basis of 'one delegate, one vote' and by a show of hands or by vote of delegates present. A majority of delegates may request a secret vote be held. For completeness, a secret vote may be conducted by electronic means.
43. No proxy voting will be accepted.
44. The National President (or vice-President in the President's absence) will have a casting vote on any question or resolution.
45. Minutes of all meetings of Conference will be kept.
46. The RMTU may pass a written resolution in lieu of a Conference meeting, and a written resolution is as valid for the purposes of the Act and this Constitution as if it had been passed at a General Meeting if it is approved by no less than 75 percent of the Members who are entitled to vote on the resolution. A written resolution may consist of 1 or more documents in similar form (including letters, electronic mail, or other similar means of communication) each proposed by or on behalf of 1 or more Members. A Member may give their approval to a written resolution by signing the resolution or giving approval to the resolution in any other manner permitted by the Constitution (for example, by electronic means).

Special Meetings of Conference

47. A special meeting of the Conference may be convened by the National Management Committee or if not less than two thirds of Conference delegates signify in writing that they desire to meet for some specific purpose.
48. The notice convening the meeting must specify the business to be transacted at the Special Meeting.
49. Special Meetings of Conference may be held online and business may be transacted by electronic means. The Constitutional provisions and Standing Orders for attendance, voting, and meeting procedures for Annual meetings of Conference apply to Special Meetings of Conference.

National Management Committee

National Management Committee composition

50. The Committee will consist of the President, Vice-president, General Secretary, and other National Management Committee members elected pursuant to ballot.
51. The number and representational basis of National Management Committee shall be determined from time to time by Conference by the remit process.
52. All Members of the National Management Committee must be Members of the RMTU.

Functions of the National Management Committee

53. From the end of each Annual General Meeting until the end of the next, the RMTU shall be managed by, or under the direction or supervision of, the Committee, in accordance with the Incorporated Societies Act 2022, any Regulations made under that Act, and this Constitution.

Powers of the National Management Committee

54. The Committee has all the powers necessary for managing — and for directing and supervising the management of — the operation and affairs of the RMTU, subject to such modifications, exceptions, or limitations as are contained in the Act or in this Constitution. This includes (but is not limited to):
 - a. To manage the affairs of the RMTU in accordance with the policy laid down by Conference;
 - b. To carry out and enforce observance of the Constitution;
 - c. to be responsible for the proper administration of the funds;
 - d. To secure and maintain just and reasonable conditions of employment and otherwise to protect the interests of the members
 - e. Institute any legal proceedings it may deem to be in the interests of members and to provide legal assistance at its discretion to members in matters pertaining to their employment;
 - f. To appoint special auditors to examine at any time the books and accounts of the RMTU;
 - g. To propose or support remits at Conference;
 - h. To appoint either sub-committees or special committees for particular purposes and to adopt the Minutes or Reports of such committees;
 - i. To nominate any person to be a member of any board or committee or similar body to represent the RMTU thereon (unless otherwise directed in respect of any particular position by the Conference);

- j. To present to the annual meeting of the Conference a report covering the activities of the National Management Committee during its term of office; and
- k. To initiate and set up new or special ad hoc industrial councils for particular purposes or to cover specific groups of members. Such industrial councils to be confirmed by resolution at the next Conference.

Delegation and Sub-committees

- 55. The National Management Committee may delegate (or withdraw delegations) some or all of its powers and functions to office holders of the RMTU, including the General Secretary, President, and Vice-President.
- 56. The National Management Committee may appoint sub-committees consisting of such persons (whether or not Members of the RMTU) and for such purposes as it thinks fit. The Committee must set a terms of reference for the sub-committee, including rules for quorum and delegated authority (if any).

National Management Committee meetings

- 57. The National Management Committee will hold meetings quarterly or at such time and place as the General Secretary determines. Unless otherwise specified, meetings of the National Management Committee will be called by the General Secretary.
- 58. A special meeting of the National Management Committee must be convened by the President or the General Secretary when requested to do so by a majority of the branches forming the RMTU, subject to at least 2 weeks' notice being given.
- 59. The quorum for all meetings of the National Management Committee is two thirds of the members of the Committee.
- 60. At all meetings of the National Management Committee resolutions will be decided on the basis of 'one member - one vote'. The National President will have a casting vote.
- 61. Between meetings, the President and the General Secretary jointly have the power to authorise a conference call (by phone or other electronic means) of the National Management Conference and to deem it a meeting of the National Management Conference provided that the rules in regard of quorum are met.

62. The Committee and any sub-committee may also act by resolution approved through a written ballot of the National Management Committee conducted by email, electronic voting system, or post, and any such resolution shall be recorded in the minutes of the next Committee or sub-committee meeting.
63. Other than as prescribed by the Act or this Constitution, the Committee or any sub-committee may regulate its proceedings as it thinks fit.

Election or appointment and term of National Management Committee

64. The election and term of National Management Committee members shall be conducted as follows:
65. General Secretary:
 - a. Financial members of the RMTU shall elect for a term of four years a General Secretary, who need not be a member of the RMTU but who will if elected be deemed to be a member.
66. President:
 - a. The financial members of the RMTU shall elect a President for a term of two years. The President must be a member of the RMTU.
67. National Management Committee:
 - a. The financial members of the RMTU shall elect the National Management Committee members for a two-year term. Nominees for National Management Committee must be financial members of the RMTU.
 - b. The number of National Management committee members and their representational basis will be determined from time to time by the remit process at Conference.
68. Vice-President:
 - a. As soon as practicable following a National Management Committee election a Vice-president shall be elected from a candidate or candidates nominated from the national Management Committee Members (other than the president and general secretary). In the event of more than one National Management Committee member being nominated for the position of vice-president an election shall be conducted by ballot of the conference delegates.

Election process for National Management Committee Members

69. A National Returning Officer will be appointed by the Conference prior to any election for National Management Committee members.

70. Nominations for National Management Committee positions shall be called for by the National Returning Officer as directed by Conference at the Conference prior to the year in which National Management Committee elections are due to be held.
71. Nominations must be proposed and seconded by financial members of the RMTU.
72. If only sufficient nominations are received to fill the positions required the candidates shall be declared successful by the national returning officer. In the event of there being more nominations than positions to be filled an election shall be conducted pursuant to these Rules by the national returning officer.
73. No person may hold more than one of the positions of President, Vice-president or General Secretary and in the event of any person being so elected they shall make an election as to which position they is intending to take up prior to assuming office. Votes for any such person in respect of the position not taken up shall then be reallocated to the other candidates in accordance with this Constitution or, in the event that there was only one other candidate for the position they shall be declared elected by the returning officer.

Removal of National Management Committee Members

74. A member of the National Management Committee may be removed by resolution of the Conference where in the opinion of the Conference:
 - a. The member has brought the RMTU into disrepute.
 - b. The member has failed to disclose a material conflict of interest.
 - c. The Conference passes a vote of no confidence in that member.

Ceasing to hold office

75. A member of the National Management Committee ceases to hold office when they resign (by notice in writing to the Committee), are removed, die, or otherwise vacate office in accordance with section 50(1) of the Act.

Vacancies in the National Management Committee

76. In the event of a vacancy in the General Secretary or President positions and more than six months remains in the term, then an election shall be conducted in the same manner as prescribed in this Constitution, except that the National Management Committee shall decide the date and time at which the election shall be held. The successful candidate shall then hold office for the remainder of the term.

77. In the event of a vacancy in the General Secretary or President positions but less than six months remains in the term, the National Management Committee may appoint a replacement to act for the remainder of the term.
78. In the event of a vacancy in the Vice-President position, the vacancy shall be filled by the member of National Management Committee that receives a majority of the votes of the remaining National Management Committee members.
79. In the event of any other vacancy on the National Management Committee, the National Management Committee will have the power to appoint a conference delegate to fill the vacancy for the remainder of the term.

Qualifications of National Management Committee members

80. Every member of the National Management Committee must be a natural person who—
 - a. has consented in writing to be an officer of the RMTU, and
 - b. certifies that they are not disqualified from being elected or appointed or otherwise holding office as an Officer of the RMTU.
81. National Management Committee members must not be disqualified under section 47(3) of the Act from being appointed or holding office as an Officer of the RMTU, namely. Reasons for disqualification include:
 - a. a person who is under 16 years of age
 - b. a person who is an undischarged bankrupt
 - c. a person who is prohibited from being a director or promoter of, or being concerned or taking part in the management of, an incorporated or unincorporated body under the Companies Act 1993, the Financial Markets Conduct Act 2013, or the Takeovers Act 1993, or any other similar legislation
 - d. A person who is disqualified from being a member of the governing body of a charitable entity under the Charities Act 2005
 - e. a person who has been convicted of any of the following, and has been sentenced for the offence, within the last 7 years—
 - i. an offence under subpart 6 of Part 4 of the Act
 - ii. a crime involving dishonesty (within the meaning of section 2(1) of the Crimes Act 1961)
 - iii. an offence under section 143B of the Tax Administration Act 1994
 - iv. an offence, in a country other than New Zealand, that is substantially similar to an offence specified in subparagraphs (1) to (3)
 - v. a money laundering offence or an offence relating to the financing of terrorism, whether in New Zealand or elsewhere

- f. a person subject to:
 - i. a banning order under subpart 7 of Part 4 of the Act, or
 - ii. an order under section 108 of the Credit Contracts and Consumer Finance Act 2003, or
 - iii. a forfeiture order under the Criminal Proceeds (Recovery) Act 2009, or
 - iv. a property order made under the Protection of Personal and Property Rights Act 1988, or whose property is managed by a trustee corporation under section 32 of that Act.
 - g. a person who is subject to an order that is substantially similar to an order referred to in paragraph (6) under a law of a country, State, or territory outside New Zealand that is a country, State, or territory prescribed by the regulations (if any) of the Act.
82. Prior to election or appointment as a member of the National Management Committee, a person must—
- a. consent in writing to be an Officer, and
 - b. certify in writing that they are not disqualified from being elected or appointed as an Officer either by this Constitution or the Act.

National Management Committee duties under the Act

83. At all times each member of the National Management Committee:
- a. shall act in good faith and in what he or she believes to be the best interests of the RMTU,
 - b. must exercise all powers for a proper purpose,
 - c. must not act, or agree to the RMTU acting, in a manner that contravenes the Act or this Constitution,
 - d. when exercising powers or performing their duties, must exercise the care and diligence that a reasonable person with the same responsibilities would exercise in the same circumstances taking into account, but without limitation:
 - i. the nature of the RMTU,
 - ii. the nature of the decision, and
 - iii. the position of the Officer and the nature of the responsibilities undertaken by him or her
 - e. must not agree to the activities of the RMTU being carried on in a manner likely to create a substantial risk of serious loss to the RMTU or to the RMTU's creditors, or cause or allow the activities of the RMTU to be carried on in a manner likely to create a substantial risk of serious loss to the RMTU or to the RMTU's creditors, and

- f. must not agree to the RMTU incurring an obligation unless he or she believes at that time on reasonable grounds that the RMTU will be able to perform the obligation when it is required to do so.

Duties of the General Secretary

- 84. The General Secretary will, without in any way limiting these duties, and subject to the provisions of this Constitution:
 - a. Attend all meetings of the Conference and National Management Committee with the right to speak and vote on any matter;
 - b. Carry out such work as may be directed by the Conference or the National Management Committee;
 - c. Carry out the duties specified in this Constitution, and discharge all duties required of them by law;
 - d. Be responsible for the administration of the RMTU;
 - e. Provide service and assistance in the areas of advocacy, negotiation and research;
 - f. Be responsible for the finances of the RMTU and keep the national financial accounts.
- 85. Additional staff may be appointed by the General Secretary with the prior approval of the National Management Committee, to assist in the carrying out of their duties.
- 86. The General Secretary will be employed under a written contract of employment for the term of elected office, negotiated with a sub-committee appointed by the National Management Committee, which shall be responsible for determining the employment terms and conditions.

Conflicts of interest

- 87. Any member of the National Management Committee (or sub-committee) who is an Interested Member in respect of any Matter being considered by the RMTU, must disclose details of the nature and extent of the interest (including any monetary value of the interest if it can be quantified)—
 - a. to the Committee and or sub-committee, and
 - b. in an Interests Register kept by the Committee.
- 88. Disclosure must be made as soon as practicable after the person becomes aware that they are interested in the Matter.
- 89. The person who is an Interested Member regarding a Matter—

- a. must not vote or take part in the decision of the Committee and/or sub-committee relating to the Matter unless all members of the Committee who are not interested in the Matter consent; and
 - b. must not sign any document relating to the entry into a transaction or the initiation of the Matter unless all members of the Committee who are not interested in the Matter consent; but
 - c. may take part in any discussion of the Committee and/or sub-committee relating to the Matter and be present at the time of the decision of the Committee and/or sub-committee (unless the Committee and/or sub-committee decides otherwise).
90. However, a person who is prevented from voting on a Matter may still be counted for the purpose of determining whether there is a quorum at any meeting at which the Matter is considered.
91. Where 50 per cent or more of the National Management Committee are prevented from voting on a Matter because they are interested in that Matter, a Special General Meeting must be called to consider and determine the Matter.

Interests Register

92. The Committee shall at all times maintain an up-to-date register of the interests disclosed by members of the National Management Committee.

Branches

93. The objects of a branch shall be to exercise all the power provided for Branches in this Constitution including:
- a. To protect in every lawful way the interests of members of the branch in relation to their conditions of employment.
 - b. To carry out the policy of and further the objects of the RMTU as may be provided in the Rules or decided from time to time by the Conference.
 - c. To provide means of social relaxation and enjoyment for its members.
 - d. Generally to exercise all other powers conferred on the branch by the Conference, National Management Committee, or the Constitution.
94. Branches shall be those existing at the date of the coming into effect of this Constitution or as determined by Conference from time to time.
95. Elections of branch committees, and management of the branch must be in accordance with any policy and standing orders as determined by Conference.

Industrial Councils

96. The objects of an Industrial Council shall be to exercise all the power provided for Industrial Councils in RMTU policy.
97. Industrial Councils shall be those existing at the date of the coming into effect of this Constitution or as determined by Conference from time to time.
98. Elections of Industrial Councils, and management of the Industrial Council must be in accordance with any policy and standing orders as determined by Conference.

Voting, Election and Ballot Requirements

99. The Union will conduct a ballot of members in the following circumstances:
 - a. For the election of officers at national or branch level where more than one nomination is received for any vacant position
 - b. Where decided at any time by the Conference or National Management Committee
 - c. On the question before any meeting of the Union where a secret ballot is called for by a meeting
 - d. Where otherwise called for in the Rules or in RMTU policies.
100. Unless already provided for in the Rules or in RMTU policies, the type of ballot shall be decided by the Conference or the National Management Committee prior to the ballot taking place. The type of ballot chosen may include but is not limited to:
 - a. Secret postal ballot by the members
 - b. Secret ballot of the members at a meeting or meetings
 - c. Electronic ballot held either remotely or in person at a meeting or meetings
 - d. A combination of any forms of ballots
101. Branches, Industrial Councils and the Women's Council may conduct their own ballots using any of the methods set out above, with modifications as appropriate for such ballots.
102. In all elections at national or branch level, where more than two nominations are received for any one position the election shall be by preferential voting. The candidate obtaining the majority of the votes after the final count shall be declared elected.
103. A National Returning Officer (who shall not be a candidate for office) must be appointed by the Conference for the purposes of conducting the election of the National Management Committee. It is the duty of the National Returning Officer to:
 - a. Ensure that the rolls of eligible persons are compiled
 - b. Post or otherwise distribute the ballots to each eligible voter on the roll
 - c. Ensure that the ballot has been counted
 - d. Issue instructions, from time to time, as to the conduct of each such election or ballot.
104. Candidates at elections, and at their own expense, may appoint an observer to attend the counting of the ballot.
105. Except for in the case of elections, or where a higher majority is required by legislation, these Rules or RMTU policy, ballots will be determined on a simple majority basis.

106. Where the National Returning Officer is not available for any reason, the relevant meeting will appoint a returning officer for the purposes of conducting any ballot required at that meeting.
107. Delegates for Conference will be determined in accordance with the RMTU policy and branch policies. If there is more than one branch or sub-branch in an electorate the right to elect delegates will rotate biennially.
108. Elections for the National Management Committee will be determined by ballot of financial members of the RMTU.
109. All other elections and ballots must be held in accordance with decisions made by the National Management Committee, Conference and/or RMTU policies.

Finances

Control and management

110. The funds and property of the RMTU shall be—
 - a. controlled, invested and disposed of by the National Management Committee, subject to this Constitution, and
 - b. devoted solely to the promotion of the purposes of the RMTU.
111. The National Management Committee shall maintain bank accounts in the name of the RMTU.
112. All money received on account of the RMTU shall be banked within 15 Working Days of receipt.
113. The National Management Committee must ensure that there are kept at all times accounting records that—
 - c. correctly record the transactions of the RMTU, and
 - d. allow the RMTU to produce financial statements that comply with the requirements of the Act, and
 - e. would enable the financial statements to be readily and properly audited (if required under any legislation or the RMTU's Constitution).
114. The National Management Committee must establish and maintain a satisfactory system of control of the RMTU's accounting records.

115. The accounting records must be kept in written form or in a form or manner that is easily accessible and convertible into written form. The accounting records must be kept for the current accounting period and for the last 7 completed accounting periods of the RMTU.

Balance date

116. The RMTU's financial year shall commence on 1 July of each year and end on 30 June (the latter date being the RMTU's balance date).

Amalgamations, liquidation and removal from the register

Amalgamations

117. Amalgamations of the RMTU with one or more other unions may occur following the processes set out in the Act.

Resolving to put RMTU into liquidation

118. The RMTU may be liquidated in accordance with the provisions of Part 5 of the Act.
119. The National Management Committee shall give 30 Working Days written Notice to all Members of the proposed resolution to put the RMTU into liquidation.
120. The Committee shall also give written Notice to all Members of the Conference at which any such proposed resolution is to be considered. The Notice shall include all information as required by section 228(4) of the Act.
121. Any resolution to put the RMTU into liquidation must be passed by a two-thirds majority of the Conference present and voting.

Resolving to apply for removal from the register

122. The RMTU may be removed from the Register of Incorporated Societies in accordance with the provisions of Part 5 of the Act.
123. The National Management Committee shall give 30 Working Days written Notice to all Members of the proposed resolution to remove the RMTU from the Register of Incorporated Societies.
124. The National Management Committee shall also give written Notice to all Members of the Conference at which any such proposed resolution is to be considered. The Notice shall include all information as required by section 228(4) of the Act.
125. Any resolution to remove the RMTU from the Register of Incorporated Societies must be passed by a two-thirds majority of all Members present and voting at Conference.

Surplus assets

126. If the RMTU is liquidated or removed from the Register of Incorporated Societies, no distribution shall be made to any Member.

127. On the liquidation or removal from the Register of Incorporated Societies of the RMTU, its surplus assets — after payment of all debts, costs and liabilities — shall be vested in such other RMTU as the Conference decides to be most likely to achieve or advance the objects of the RMTU.
128. However, in any resolution under this rule, the Conference may approve a different distribution to a different not-for-profit entity from that specified above, so long as the RMTU complies with this Constitution and the Act in all other respects.

Alterations to the constitution

Amending this constitution

129. All amendments must be made in accordance with this Constitution. Any minor or technical amendments shall be notified to Members as required by section 31 of the Act.
130. The RMTU may amend or replace this Constitution at a Meeting of Conference by a resolution passed by a simple majority of those present and voting.
131. An amendment may also be approved by a written resolution passed in lieu of a meeting in accordance with this Constitution.
132. When an amendment is approved, it must be notified to the Registrar of Incorporated Societies in the form and manner specified in the Act for registration and shall take effect from the date of registration.

Other

Bylaws

133. The National Management Committee and/or Conference from time to time may make and amend bylaws, and policies for the conduct and control of RMTU activities and codes of conduct applicable to Members, but no such bylaws, policies or codes of conduct applicable to Members shall be inconsistent with this Constitution, the Act, regulations made under the Act, or any other legislation.

Common seal

134. The Society will have a common seal that must be kept in the custody of the General Secretary. The common seal may be affixed to any document requiring the affixture of the seal.

Appendices

Access to information for members

1. A Member may at any time make a written request to the RMTU for information held by the RMTU.
2. The request must specify the information sought in sufficient detail to enable the information to be identified.
3. The RMTU must, within a reasonable time after receiving a request —
 - a. provide the information, or
 - b. agree to provide the information within a specified period, or
 - c. agree to provide the information within a specified period if the Member pays a reasonable charge to the RMTU (which must be specified and explained) to meet the cost of providing the information, or
 - d. refuse to provide the information, specifying the reasons for the refusal.
4. Without limiting the reasons for which the RMTU may refuse to provide the information, the RMTU may refuse to provide the information if —
 - a. withholding the information is necessary to protect the privacy of natural persons, including that of deceased natural persons, or
 - b. the disclosure of the information would, or would be likely to, prejudice the commercial position of the RMTU or of any of its Members, or
 - c. the disclosure of the information would, or would be likely to, prejudice the financial or commercial position of any other person, whether or not that person supplied the information to the RMTU, or
 - d. the information is not relevant to the operation or affairs of the RMTU, or
 - e. withholding the information is necessary to maintain legal professional privilege, or
 - f. the disclosure of the information would, or would be likely to, breach an enactment, or
 - g. the burden to the RMTU in responding to the request is substantially disproportionate to any benefit that the Member (or any other person) will or may receive from the disclosure of the information, or
 - h. the request for the information is frivolous or vexatious, or
 - i. the request seeks information about a dispute or complaint which is or has been the subject of the procedures for resolving such matters under this Constitution and the Act.
5. If the RMTU requires the Member to pay a charge for the information, the Member may withdraw the request, and must be treated as having done so unless, within 10

Working Days after receiving notification of the charge, the Member informs the RMTU —

- a. that the Member will pay the charge; or
- b. that the Member considers the charge to be unreasonable.

6. Nothing in this rule limits Information Privacy Principle 6 of the Privacy Act 2020 relating to access to personal information.

Dispute resolution

Meanings of dispute and complaint

A dispute is a disagreement or conflict involving the RMTU and/or its Members in relation to specific allegations set out below.

The disagreement or conflict may be between any of the following persons—

1. 2 or more Members
2. 1 or more Members and the RMTU
3. 1 or more Members and 1 or more Officers
4. 2 or more Officers
5. 1 or more Officers and the RMTU
6. 1 or more Members or Officers and the RMTU.

The disagreement or conflict relates to any of the following allegations—

1. a Member or an Officer has engaged in misconduct
2. a Member or an Officer has breached, or is likely to breach, a duty under the RMTU's Constitution or bylaws or the Act
3. the RMTU has breached, or is likely to breach, a duty under the RMTU's Constitution or bylaws or the Act
4. a Member's rights or interests as a Member have been damaged or Member's rights or interests generally have been damaged.

A Member or an Officer may make a complaint by giving to the Committee (or a complaints subcommittee) a notice in writing that—

1. states that the Member or Officer is starting a procedure for resolving a dispute in accordance with the RMTU's Constitution; and
2. sets out the allegation(s) to which the dispute relates and whom the allegation or allegations is or are against; and
3. sets out any other information or allegations reasonably required by the RMTU.

The RMTU may make a complaint involving an allegation against a Member or an Officer by giving to the Member or Officer a notice in writing that—

1. states that the RMTU is starting a procedure for resolving a dispute in accordance with the RMTU's Constitution; and
2. sets out the allegation to which the dispute relates.

The information setting out the allegations must be sufficiently detailed to ensure that a person against whom an allegation or allegations is made is fairly advised of the

allegation or allegations concerning them, with sufficient details given to enable that person to prepare a response.

A complaint may be made in any other reasonable manner permitted by the RMTU's Constitution.

All Members (including the Committee) are obliged to cooperate to resolve disputes efficiently, fairly, and with minimum disruption to the RMTU's activities.

The complainant raising a dispute, and the Committee, must consider and discuss whether a dispute may best be resolved through informal discussions, mediation, arbitration, or a tikanga-based practice. Where mediation or arbitration is agreed on, the parties will sign a suitable mediation or arbitration agreement.

How complaint is made

1. A Member or an Officer may make a complaint by giving to the Committee (or a complaints subcommittee) a notice in writing that—
 1. states that the Member or Officer is starting a procedure for resolving a dispute in accordance with the RMTU's Constitution; and
 2. sets out the allegation or allegations to which the dispute relates and whom the allegation is against; and
 3. sets out any other information reasonably required by the RMTU.
2. The RMTU may make a complaint involving an allegation or allegations against a Member or an Officer by giving to the Member or Officer a notice in writing that—
 1. states that the RMTU is starting a procedure for resolving a dispute in accordance with the RMTU's Constitution; and
 2. sets out the allegation to which the dispute relates.
3. The information given under subclause (1b.) or (2b.) must be sufficient to ensure that a person against whom an allegation is made is fairly advised of the allegation or allegations concerning them, with sufficient details given to enable that person to prepare a response.
4. A complaint may be made in any other reasonable manner permitted by the RMTU's Constitution.

Person who makes complaint has right to be heard

1. A Member or an Officer who makes a complaint has a right to be heard before the complaint is resolved or any outcome is determined.

2. If the RMTU makes a complaint—
 1. the RMTU has a right to be heard before the complaint is resolved or any outcome is determined; and
 2. an Officer may exercise that right on behalf of the RMTU.
3. Without limiting the manner in which the Member, Officer, or RMTU may be given the right to be heard, they must be taken to have been given the right if—
 1. they have a reasonable opportunity to be heard in writing or at an oral hearing (if one is held); and
 2. an oral hearing is held if the decision maker considers that an oral hearing is needed to ensure an adequate hearing; and
 3. an oral hearing (if any) is held before the decision maker; and
 4. the Member's, Officer's, or RMTU's written or verbal statement or submissions (if any) are considered by the decision maker.

Person who is subject of complaint has right to be heard

1. This clause applies if a complaint involves an allegation that a Member, an Officer, or the RMTU (the 'respondent')—
 1. has engaged in misconduct; or
 2. has breached, or is likely to breach, a duty under the RMTU's Constitution or bylaws or this Act; or
 3. has damaged the rights or interests of a Member or the rights or interests of Members generally.
2. The respondent has a right to be heard before the complaint is resolved or any outcome is determined.
3. If the respondent is the RMTU, an Officer may exercise the right on behalf of the RMTU.
4. Without limiting the manner in which a respondent may be given a right to be heard, a respondent must be taken to have been given the right if—
 1. the respondent is fairly advised of all allegations concerning the respondent, with sufficient details and time given to enable the respondent to prepare a response; and
 2. the respondent has a reasonable opportunity to be heard in writing or at an oral hearing (if one is held); and

3. an oral hearing is held if the decision maker considers that an oral hearing is needed to ensure an adequate hearing; and
4. an oral hearing (if any) is held before the decision maker; and
5. the respondent's written statement or submissions (if any) are considered by the decision maker.

Investigating and determining dispute

1. The RMTU must, as soon as is reasonably practicable after receiving or becoming aware of a complaint made in accordance with its Constitution, ensure that the dispute is investigated and determined.
2. Disputes must be dealt with under the Constitution in a fair, efficient, and effective manner and in accordance with the provisions of the Act.

RMTU may decide not to proceed further with complaint

Despite the 'Investigating and determining dispute' rule above, the RMTU may decide not to proceed further with a complaint if—

1. the complaint is considered to be trivial; or
2. the complaint does not appear to disclose or involve any allegation of the following kind:
 1. that a Member or an Officer has engaged in material misconduct;
 2. that a Member, an Officer, or the RMTU has materially breached, or is likely to materially breach, a duty under the RMTU's Constitution or bylaws or the Act;
 3. that a Member's rights or interests or Members' rights or interests generally have been materially damaged;
3. the complaint appears to be without foundation or there is no apparent evidence to support it; or
4. the person who makes the complaint has an insignificant interest in the matter; or
5. the conduct, incident, event, or issue giving rise to the complaint has already been investigated and dealt with under the Constitution; or
6. there has been an undue delay in making the complaint.

RMTU may refer complaint

1. The RMTU may refer a complaint to—
 1. a subcommittee or an external person to investigate and report; or

2. a subcommittee, an arbitral tribunal, or an external person to investigate and make a decision.
2. The RMTU may, with the consent of all parties to a complaint, refer the complaint to any type of consensual dispute resolution (for example, mediation, facilitation, or a tikanga-based practice).

Decision makers

A person may not act as a decision maker in relation to a complaint if 2 or more members of the Committee or a complaints subcommittee consider that there are reasonable grounds to believe that the person may not be—

1. impartial; or
2. able to consider the matter without a predetermined view.

Outcomes of complaints

If the complaint or charge is about a member of the Union, the National Management Committee may take such action as it sees fit, which may include, but is not limited to, the following:

1. Dismiss the complaint and/or charge; or
2. Uphold the complaint and/or charge and:
 - Reprimand or admonish the member; or
 - Suspend the member from membership for a specified period; or
 - Alter the membership classification of the member; or
 - Expel the member.

Definitions

In this Constitution, unless the context requires otherwise, the following words and phrases have the following meanings:

- ‘Act’ means the Incorporated Societies Act 2022 or any Act which replaces it (including amendments to it from time to time), and any regulations made under the Act or under any Act which replaces it.
- ‘Annual Meeting of Conference’ is intended to be the Annual General Meeting as required by the Act, held once per year which, among other things, will receive and consider reports on the RMTU’s activities and finances.
- ‘Constitution’ means the rules in this document.
- ‘Interested Member’ means a Member who is interested in a matter for any of the reasons set out in section 62 of the Act.
- ‘Interests Register’ means the register of interests of Officers, kept under this Constitution and as required by section 73 of the Act.
- ‘Matter’ means—
 - the RMTU’s performance of its activities or exercise of its powers; or
 - an arrangement, agreement, or contract (a transaction) made or entered into, or proposed to be entered into, by the RMTU.
- ‘Member’ means a person who has consented to become a Member of the RMTU and has been properly admitted to the RMTU who has not ceased to be a Member of the RMTU.
- ‘Notice’ to Members includes any notice given by email, post, or courier (or any other electronic means).
- For purposes of the Act and this Constitution, ‘Officer’ means a natural person who is:
 - a member of the National Management Committee, or
 - occupying a position in the RMTU that allows them to exercise significant influence over the management or administration of the RMTU, including the General Secretary.

- ‘Register of Members’ means the register of Members kept under this Constitution as required by section 79 of the Act.
- For the purposes of the Act ‘RMTU’ means ‘RMTU’
- ‘Working Days’ mean as defined in the Legislation Act 2019. Examples of days that are not Working Days include, but are not limited to, the following — a Saturday, a Sunday, Waitangi Day, Good Friday, Easter Monday, ANZAC Day, the Sovereign’s birthday, Te Rā Aro ki a Matariki/Matariki Observance Day, and Labour Day.