

## Eligibility Criteria for Governance Board Position

### 18.2 Qualifications

(a) Prior to election or appointment, every Officer must:

- (i) consent in writing to be an Officer of the Society; and
- (ii) certify in writing that they are not disqualified from being appointed or holding office as an Officer of the Society by these Rules or the Act.

(b) The following persons are disqualified from being appointed or holding office as an Officer of the Society:

- (i) a person who is under 16 years of age;
- (ii) a person who is an undischarged bankrupt;
- (iii) a Member who has had a complaint upheld against them for bullying or harassment;
- (iv) if the Member's membership has ever been:
  - (A) suspended for 12 months or more pursuant to Rule 37.7(a)(iii)(B)<sup>1</sup>; or
  - (B) terminated pursuant to any of Rules 10.1(d), 10.1(g) and 10.1(h)<sup>2</sup>;  
*(see footnotes for the above rules)*
- (v) 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;
- (vi) a person who is disqualified from being a member of the committee of a charitable entity under section 31(4)(b) of the Charities Act 2005;
- (vii) a person who has been convicted of any of the following, and has been sentenced for the offence, within the last 7 years:
  - (A) an offence under subpart 6 of Part 4;
  - (B) a crime involving dishonesty (within the meaning of section 2(1) of the Crimes Act 1961);
  - (C) an offence under section 143B of the Tax Administration Act 1994;
  - (D) an offence, in a country other than New Zealand, that is substantially similar to an offence specified in sub-rules (A) to (C);
  - (E) a money laundering offence or an offence relating to the financing of terrorism, whether in New Zealand or elsewhere;
- (viii) a person subject to:
  - (A) an order under section 108 of the Credit Contracts and Consumer Finance Act 2003; or

- (B) a forfeiture order under the Criminal Proceeds (Recovery) Act 2009; or
  - (C) 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.
- (ix) a person who is disqualified from being a member of the committee of a charitable entity under section 16 of the Charities Act 2005.

### **19.3 Eligibility for election as Non-Executive Officer**

(a) In order to be eligible for election as a Non-Executive Officer, a person must have:

- (i) been a Member in Good Standing for three consecutive years or more; and
- (ii) have:

- (A) demonstrated a deep understanding of Theosophy
- (B) demonstrated leadership skills; and
- (C) skills in at least three of the following areas:
  - (I) strategy and planning;
  - (II) governance;
  - (III) finance;
  - (IV) legal; and
  - (V) communications and interpersonal skills.

(b) For the avoidance of doubt, Honorary Members and Associate Members are not eligible for election as a Non-Executive Officer.

### Footnotes

#### **<sup>1</sup> 37.7 Resolving disputes**

(a) Subject to Rule 37.7(b), the decision-maker may:

- (i) dismiss a dispute; or
- (ii) uphold a grievance and make such directions as the decision-maker thinks appropriate (with which the Society and Members shall comply);
- (iii) uphold a complaint and:
  - (A) reprimand or admonish the Member;
  - (B) suspend the Member from membership for a specified period; or**
  - (C) terminate the Member's membership; and/or
  - (D) order the complainant (if a Member) or the Member complained against, to meet any of the Society's reasonable costs in dealing with a complaint.

(b) Only:

- (i) the Governance Board (by a vote of 75% or more); or

(ii) an external arbitrator, arbitral tribunal, external expert or referee appointed under Rule 37.3(d)(iii),

can make a decision to terminate a Member's membership.

(c) The decision-maker's decision will be final and binding, absent any manifest error.

## **<sup>2</sup> 10.1 When a Member ceases to be a Member**

A Member ceases to be a Member:

(a) on death;

(b) by resignation from that Member's class of membership, in the case of:

(i) a Lodge Member, by notice in writing to the relevant Lodge Secretary; or

(ii) a National Section Member, by notice in writing to the National President,  
who will process the notice of resignation in accordance with the Bylaws;

(c) upon the Member transferring its membership to a theosophical society in another country in accordance with the requirements of the Parent Society Rules;

**(d) if the Member's membership is terminated pursuant to Rule 37.7(a)(iii)(C);**

(e) if the Member fails to pay their Annual Dues or Annual Subscriptions for two years or more;

(f) upon the membership of the Member becoming directly attached to the Parent Society;

**(g) if the Member is a Lodge Member, upon the Member's membership of a Lodge being revoked or terminated in accordance with the relevant Lodge Rules;**

**(h) by a 75% vote of the Governance Board.**