

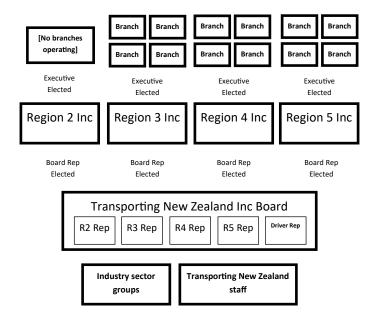
Constitutional Restructure Proposal (one page summary)

Transporting New Zealand is updating its constitution and governance structure (**the restructure**). This is being done to ensure compliance with the new Incorporated Societies Act 2022, simplify our complicated existing organisational structure, and ensure Transporting New Zealand is focussed on member priorities. The restructure would replace Transporting New Zealand's four regional associations with a single national membership structure.

CURRENT STRUCTURE

National Membership (approx. 1,100 members)

Each member has a dual membership (member of both a Regional Association and TNZ Inc). These Regions are the four "Core Members" of TNZ Inc. Only the Core Members have voting rights (including appointing the board). All other members are silent. The only way to participate in TNZs Inc's governance is via the regional associations.



PROPOSED STRUCTURE

Regional associations either wind up or continue to operate separately—this is a decision for each region's members

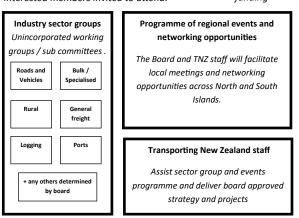
National Membership

Members vote for Board and Endowment Committee appointments



Board/CE can call meetings of sector groups to discuss and address specific issues. All interested members invited to attend

Endowment committee considers applications for fundina



Why is now the right time to amend TNZ's governance structure?

1. Advocacy: shifts current 2. Accountability: Board and 3. Efficiency: reduces 4. Sector focus: targeted regional focus, towards TNZ **Endowment Committee** duplicate financial and approach at addressing sector being "one team". Primary directly elected by entire governance admin at a issues, with direct member focus on national and sector membership, rather than regional level (annual and Board participation advocacy (as per our member regional executives. accounts, AGMs, minutes, (sector groups meet four surveys) quorums). times a year minimum). 5. Flexibility: the simplified 6. Events and networking: 7. Utilising legacy funds: the 8. Remaining competitive: structure provides enough events will still be held **Endowment Committee will** these benefits will help TNZ flexibility to endure for years throughout the North and ensure any legacy funds can compete against industry to come. South Islands, supported by be used to benefit the associations with less complex our team of advisors and industry, while being governance structures and other staff. conservatively managed. better access to resources.