

## **GOVERNMENT INFORMATION MANAGERS FORUM – NOTICE OF ANNUAL GENERAL MEETING**

The Government Information Managers Forum (**GOVIS**) will hold its annual general meeting (**AGM**) for the year ending 30 June 2007 at 3:00 pm on 20 September 2007 at National Archives, Mulgrave St, Wellington.

In accordance with the GOVIS rules (the **Rules**), a minimum of five member agencies must be present at the meeting to form a quorum. Voting on all questions shall be by voice of show of hands, unless a ballot is supported by at least one-third of the members present. In accordance with the Rules, proxy votes are not accepted at the AGM.

### **Ordinary business**

The ordinary business to be transacted at the AGM is:

- to confirm the minutes of the annual general meeting for the year ending 30 June 2006;
- to receive reports from the GOVIS Officers for the year;
- to elect the GOVIS officers and committee (the **Committee**);
- to receive and consider the statement that would be submitted to the Registrar of Incorporated Societies in accordance with section 23 of the Incorporated Societies Act 1908 if GOVIS were an incorporated society;
- to appoint an auditor to audit the following annual accounts for the year ending 30 June 2008; and
- to set the level of membership fees.

### **Special business**

The Committee has determined it to be desirable for GOVIS' functions to be carried out through an incorporated society. To enable that to happen the following is proposed

- establish a new incorporated society, GOVIS Incorporated;
- adopt rules for GOVIS Incorporated to provide that the persons that are permitted to be members are individual employees and contractors of the current member agencies of GOVIS; and
- transfer GOVIS' assets, liabilities rights and obligations to GOVIS Incorporated (which will have the same objects as GOVIS itself). Upon the transfer of assets to the incorporated society, GOVIS will cease to exist.

The matter on which member agencies are being asked to vote is the proposed amendment to the Rules to enable the third step to be taken by the Committee once GOVIS Incorporated has been set up. Set out below is a summary of the changes to the Rules which are being proposed:

- amending Rule 4 to give the Committee the power to transfer GOVIS' assets to an incorporated society with substantially similar objects as GOVIS;
- amending Rule 5 to provide that the beneficial holders of GOVIS' assets are the member agencies in equal shares;
- amending Rule 15.1 to allow for amendments or additions to the rules relating to winding up (to avoid any doubt as to inconsistency between the proposal and the rules); and

- adding new Rules 15.6 and 15.7 to provide that, in the event an incorporated society is established with substantially similar objects to GOVIS, the Committee will:
  - transfer GOVIS' assets and liabilities to the incorporated society; and
  - novate all agreements to which GOVIS is a party to the incorporated society, or arrange for the incorporated society to become responsible for all GOVIS' obligations under such agreements,
  - take all other actions necessary to ensure GOVIS' obligations are transferred to the incorporated society,and on completion of those steps, GOVIS will cease to exist.

The practical implications for members and member agencies are that the current underlying GOVIS members, i.e. the employees and contractors of the member agencies, will become the actual members of an incorporated society, rather than of an unincorporated society. This proposal, its rationale and its implications will be discussed in more detail at the meeting.

Rob McNie  
Secretary