



COOK ISLANDS ADVISORY COMMITTEE (COMMITTEE) RULES OF PROCEDURES

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1 Members of the Committee

- 1.1 A minimum of seven (7) Committee members
- 1.2 All committee members will be formally appointed by the Responsible Minister for Seabed Minerals (**Minister**)
- 1.3 The Committee will be made of:
 - 1.3.1 Chair;
 - 1.3.2 Deputy Chair;
 - 1.3.3 Secretary;
 - 1.3.4 Four members from the Community;
 - 1.3.5 Seabed Minerals Commissioner (**Commissioner**).

2 Committee Meetings

- 2.1 The Committee will ordinarily meet quarterly (once every 3 months) or when otherwise required. Committee members are encouraged to attend and actively participate in these meetings
- 2.2 At each meeting, the Committee shall decide on the date, location and duration of the next meeting;
- 2.3 The Secretary shall notify the Committee of these details a month in advance.
- 2.4 The quorum for a meeting of the Committee is if a majority of committee members is present in person and must include the Commissioner and the Chair (or Deputy Chair) in order for the Committee to conduct its meeting.
- 2.5 If a member is absent for three consecutive meetings or 35% of meetings within a calendar year, whether excused or unexcused, the Chair shall notify the Commissioner, who will raise the matter with the Minister.
- 2.6 The Seabed Minerals Authority (**Authority**) will, subject to funding and resource constraints, provide the secretariat and administrative support (including technical advice) to the Committee to help the Committee carry out its functions.

3 Committee Chair

- 3.1 The Chair has a responsibility to provide effective leadership by:
 - 3.1.1 Convening all Committee meetings including setting the Agenda for all meetings, in consultation with the committee members and the authority;
 - 3.1.2 Presiding over the meetings that s/he attends (or delegating responsibility to the Deputy Chair);
 - 3.1.3 Maintaining an impartial role and summing up the discussion on any issue in a balanced way to reflect the views that have been expressed;
 - 3.1.4 Encouraging participation by all members and working towards achieving a consensus;
 - 3.1.5 Attempting to resolve any disputes relating to the operation of the Committee and referring any unresolved disputes to the Authority;
 - 3.1.6 Being a public face of the Committee in community meetings or when engaging with the media.
- 3.2 If the Chair is absent or is unable to discharge his/her duties, the Deputy Chair shall assume the duties of Chair.
- 3.3 In the event the Chair and the Commissioner are absent, the meeting is to be rescheduled.

4 Committee Recommendations

- 4.1 As far as possible, recommendations by the Committee will be by consensus.
- 4.2 Where consensus on a recommendation is not possible, all members of the Committee vote. Where there is no clear majority the Chair has the casting vote.
- 4.3 A member present at a meeting of the Committee is presumed to have agreed to, and to have voted in favour of, a recommendation of the Committee unless he or she expressly dissents from or votes against the recommendation at the meeting.
- 4.4 Where a recommendation is made by a majority, with dissent from one member present, the reasons for their dissent may be included in the written record of that recommendation.

5 Record Keeping

- 5.1 Proper minutes must be kept of proceedings by the Secretary for all Committee meetings.
- 5.2 An attendance register is to be completed by the Secretary and appended to the minutes.
- 5.3 All resolutions and recommendations to Government, will be numbered, dated, signed and distributed to members and ratified and approved at the next meeting by the Chair on behalf of the Committee and saved in a hard and electronic copy and kept at the Seabed Minerals Authority Office.

- 5.4 All Meeting Minutes, will be dated, signed and saved in a hard and electronic copy and kept at the Seabed Minerals Authority Office.
- 5.5 All Official Correspondence received at the Committee Meetings will be dated and saved in a hard and electronic copy and kept at the Seabed Minerals Authority Office.

6 Code of Conduct

- 6.1 Members of the Committee are expected to be committed to observing and promoting the highest standards of ethical conduct in the performance of their responsibilities on the Committee.
- 6.2 Members pledge to accept the code as a minimum guideline for ethical conduct.

7 Accountability

- 7.1 Abide by the Acts, Regulations and policies of the Authority.
- 7.2 Exercise reasonable care, good faith and due diligence in the Committee's affairs.
- 7.3 Fully disclose, at the earliest opportunity, information that may result in a perceived or actual conflict of interest (refer to clause 14) and act appropriately so as not to compromise the Committee in any decision or action pertaining to that interest.

8 Professional Excellence

- 8.1 Maintain a professional level of courtesy, respect, and objectivity in all Committee activities.
- 8.2 Strive to uphold those practices and assist other members of the Committee in upholding the highest standards of conduct.

9 Personal Gain

- 9.1 Exercise their role for the long term good of the Cook Islands rather than for his or her personal benefit, or that of any other community organisations they represent.

10 Equal Opportunity

- 10.1 Ensure the activities of the Committee deliver appropriate and effective services without discrimination on the basis of geography, political, religious, or socio-economical characteristics represented.
- 10.2 Ensure the Committee is managed and operates in a manner that does not discriminate on the basis of gender, sexual orientation, national origin, race, religion, age, political affiliation or disability, in accordance with all applicable legal and regulatory requirements.

11 Confidential Information

- 11.1 A member of the Committee who receives confidential information in his or her capacity as a member that would not otherwise be available to him or her must not disclose that information to any person, or make use of, or act on, that information, except—
- 11.1.1 in the performance of the Committee functions; or
 - 11.1.2 as required or permitted by law; or
 - 11.1.3 in accordance with clause 18.3; or
 - 11.1.4 in complying with the requirements for members to disclose interests.
- 11.2 A member may disclose, make use of, or act on the confidential information if the member is first authorised to do so by the Authority.

12 Collaboration and Cooperation

- 12.1 Respect the diversity of opinions as expressed or acted upon by the Committee, and formally register dissent as appropriate.
- 12.2 Work in good faith with the Authority and the Government of the Cook Islands.
- 12.3 Promote collaboration, cooperation, and partnership among members and the community.

13 Personal Integrity and Good Standing

- 13.1 During the tenure of the appointment the member in their personal affairs must conduct themselves with the highest of integrity and maintain good standing in the public realm so as not to bring the Committee for which they serve into disrepute.
- 13.2 Any personal issues or affairs that may compromise the integrity of the member (and compromising their standing on the Committee) that may have arisen either before or during the tenure of the member must be disclosed to the Authority immediately.

14 Conflicts of Interest

- 14.1 Committee members must, wherever possible, avoid conflicts of interest.
- 14.2 If a Committee member is unable to avoid a conflict of interest, they must identify and disclose the conflict of interest in accordance with these Rules.
- 14.3 A person is interested in a matter if he or she
 - 14.3.1 may derive a financial benefit from the matter; or
 - 14.3.2 is the spouse, de facto partner (whether of the same or different sex), child, or parent of a person who may derive a financial benefit from the matter; or
 - 14.3.3 may have a financial interest in a person to whom the matter relates; or
 - 14.3.4 is a partner, director, officer, board member, or trustee of a person who may have a financial interest in a person to whom the matter relates; or
 - 14.3.5 may be interested in the matter because the Act so provides; or
 - 14.3.6 Is otherwise directly or indirectly interested in the matter
- 14.4 However, a person is not interested in a matter—
- 14.5 because he or she receives an indemnity, insurance cover, remuneration, or other benefits authorised under this Act or another Act; or
- 14.6 if his or her interest is so remote or insignificant that it cannot reasonably be regarded as likely to influence him or her in carrying out his or her responsibilities under this Act or another Act.

15 Information Management

- 15.1 Information, including, minutes, presentations given by or to the Committee, and any other information given to the Committee is to be stored in electronic and hard copies at the Seabed Minerals Authority Office.
- 15.2 Stories about the Committee in newspaper articles, film, documentaries, is to be stored in electronic and hard copies at the Seabed Minerals Authority Office.

16 Training and induction

- 16.1 The Authority will provide an initial induction as well as ongoing training to Committee members to ensure they have a good understanding of their role and the relevant seabed minerals issues.
- 16.2 The Authority will aim to undertake at least 4 training / educational sessions per year.
- 16.3 The Chair and the Commissioner will collaborate on a training schedule for the Committee.

17 Committee members sharing information with the community

- 17.1 Committees members may choose to share the training and information they have gained from the Authority within their respective community groups.
- 17.2 Committee members should notify the Authority if they intend to share information with their communities, and the Authority will check to ensure the information to be shared is:
 - 17.2.1 Not confidential information;
 - 17.2.2 Accurate and in line with Government policy, and
 - 17.2.3 Where possible will assist the Committee members in their engagement with community.

18 Knowledge and Information Sharing

- 18.1 Knowledge sharing may include private conversations (oral or written) with others or public comment by committee members, including public speaking engagements, comments on radio and television or in letters to newspapers, and expressing views in books, journals or notices if it is expected that the comments will spread to the community at large.
- 18.2 Committee members, as individual members of the community, have the right to make public comment and enter into public debate on political and social issues. However, there are some circumstances in which this is inappropriate. For example, situations when the public comment, although made in a private capacity, may appear to be an official comment on behalf of the Committee or the Government.
- 18.3 As a general rule, committee members can disclose official information that is normally given to members of the public seeking that information, but should only disclose other official information or documents:
 - 18.3.1 During the course of their duties;
 - 18.3.2 When proper authority has been given;
 - 18.3.3 When required to, or authorised, do so by law; or
 - 18.3.4 When called to give evidence in court.

19 Public Consultations

- 19.1 As part of its engagement, the Authority will from time to time run public consultations.
- 19.2 Public consultations may be held in different venues around Rarotonga and the Pa Enuā, and with different sectors of the community.
- 19.3 The Authority or the Minister may invite Committee members to either participate or attend public consultations.
- 19.4 Committee members who are fluent in Cook Islands Maori speaker may be asked to translate the Authority's discussions where required, so communities are informed about the sector.

20 Remuneration and allowances

- 20.1 Committee members receive \$100 per sitting. The Chair receives \$120 per sitting.
- 20.2 Committee members receive \$100 for participating in public consultation meetings, but not for simply attending a public consultation meeting.
- 20.3 Committee members do not receive remuneration for trainings or inductions.
- 20.4 The members may receive remuneration in other specific instances as determined by the Authority.
- 20.5 Any public servant who is appointed as a member of the Committee is entitled to remuneration as they are appointed to the Committee due to their community interests, rather than their role as a public servant.
- 20.6 The Commissioner or any staff member of the Authority is not entitled to a sitting allowance.

21 Term of appointments

- 21.1 The members of the Committee shall be appointed for a term of 1 year.
- 21.2 The Minister may reappoint members of the Committee at the end of their term.
- 21.3 Any person elected as a member on the Committee can serve a maximum of twelve (12) consecutive one-year terms.
- 21.4 A member of the Committee may resign at any time by giving one month's written notice to the Chair.
- 21.5 If the Commissioner considers that a member should be removed because his or her code of conduct is detrimental to the interests of the Authority or Government, the Commissioner must notify the Minister and give notice of the proposed removal to the member.
- 21.6 The Commissioner must afford the member a reasonable opportunity to be heard or to make representations in writing on the proposed removal.
- 21.7 The Minister may remove a member from the Committee at his/her discretion, to take effect immediately.