



Russell Boating Club (RBC)

Proposed New Constitution – 2025 AGM

For reference, here is a link to our [existing club rules](#). You can also find a link on the [About](#) page of our web site, bottom right.

A motion to accept the new Constitution will be presented to the AGM on the 15th of June. The wording of the [motion](#) can be found at the end of this document.

What's this all about?

- A law change in October 2023 requires all Incorporated Societies to re-register before April 2026
- Incorporated Societies must have a constitution that meets the new Act's requirements. Our current Rules fall well short of what's now required.
- Accounting standards have also changed. The 2025 year-end Financial Statement that is now available and included with the AGM documents is in the new format and meets the requirements of the new Act.
- One key change is that Committee members will now be considered Offices of the Club and therefore must meet a new qualification criteria.
- You can find the [new ACT here](#) and other helpful information on the [Companies Office Web site](#).

How did we go about creating this new Constitution?

- The new document is based on our existing Club Rules. We have maintained the original wording where possible.
- Participated in a webinar hosted by Yachting New Zealand, which reviewed their experiences in developing the new Yachting New Zealand constitution.
- Used RAYC rules to help fill in gaps in our current rules. RAYC's rules were used because of the link to their rules in our current rules
- Reviewed other club's draft constitutions to help fill in gaps and refine wording.

- Used the ACT for guidance and in some cases used the Act's actual wording. An example of this is the Disputes resolution procedure.
- The first draft of the new constitution was completed last year.
- The draft constitution was carefully reviewed earlier this year with the help of a small group of long-standing club members.
- The committee received a final draft in early May and have now completed their review.
- The document is now ready for the Membership to review and accept.

There are some key clauses that the new Constitution must have -

- The Society must have a name and purpose statement ✓
- Must define how a person becomes and ceases to be a member ✓
- It must include the composition, roles, functions, powers, and procedures of the committee including grounds for removal of officers ✓
- Must state how the society controls and manages its finances ✓
- State how the constitution can be amended ✓
- It must have a procedure for resolving disputes ✓
- It must include arrangements and requirements for general meetings ✓
- Define how a not-for-profit entity is selected to which any surplus assets of the society should be distributed on liquidation ✓
- There are many other more detailed requirements that are listed in clause 26 of the new Act.

Finding your way around the new document -

- The original document has been created in MS Word using change tracking and includes comments that reference the Act and, in some cases, where the new wording has come from. You are welcome to request a copy that has these features enabled by emailing the [Secretary](#)
- The existing and unchanged club rules are in black text.
- Changes and additions are in red text.

Motion to adopt the new Constitution

That the club adopts the proposed new constitution, as presented to the membership on the 1st of June, 2025, to replace the existing rules in their

entirety. The new constitution shall take effect immediately upon its adoption by a two-thirds majority vote in favour by qualifying members present.

Moved: Bruce Mitchinson

Seconded: