

# Paper for Annual General Meeting

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*Subject: Adoption of New Constitution for the Greenhithe Residents Association Incorporated*

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Prepared by: Ken Forrest , Chair

Date: 22 July 2025

## Introduction

This paper sets out the reasons for proposing the adoption of a new constitution for the Greenhithe Residents Association Incorporated (the Association), and summarises key changes from the existing constitution. The new document reflects both legal compliance requirements and a desire to retain the values and operating style that have served our community well.

## Why a New Constitution Is Required

The New Zealand Government introduced the Incorporated Societies Act 2022, replacing the original 1908 Act. The new law requires all incorporated societies to adopt a modernised constitution that meets updated legal standards.

To help societies transition, the New Zealand Companies Office developed a model constitution and guidance. Our Committee has carefully reviewed and adapted this template to meet both the legislative requirements and the specific needs of the Greenhithe community. The result is the attached draft constitution, which we now propose for adoption by the membership.

The new constitution must be adopted by April 2026, or the Association will cease to exist as a legal entity.

## What's Changed – and What's Stayed the Same

Where possible, we have preserved the intent and spirit of the previous constitution. However, several updates are either required by law or recommended best practice. The key changes are:

- Clear Legal Compliance:

The new document fully complies with the Incorporated Societies Act 2022 and related regulations. It sets out roles, responsibilities, and processes more clearly, helping reduce risk for the Association and its Committee members.

- Updated Governance and Role Descriptions:

Introduces defined roles (Chair, Deputy Chair, Secretary, Treasurer) and outlines their duties. Clarifies election processes and includes requirements for Committee Members to formally confirm they are eligible and not disqualified (a legal requirement).

- Membership Clarity:

Defines who can be a member (any resident or ratepayer in Greenhithe). Provides fair, transparent rules around membership, fees, resignations, and disputes.

- Conflict of Interest & Integrity:

Establishes rules to manage situations where a Committee Member might benefit financially or have a close connection to someone affected by a decision. Helps protect the integrity of our decisions and the public perception of the Association.

- Modern Meeting Options:

Enables online or hybrid General Meetings, if needed. Clarifies voting rules, quorums, and procedures to ensure valid decisions are made.

- Financial Stewardship:

Outlines responsibilities for financial records, auditing, and reporting. Ensures that all funds are used solely for the Association's purposes, with no private gain for members.

- Dispute Resolution:

Introduces a fair, transparent process for dealing with disputes, including the option of using a neutral third party if needed.

- Community Values:

Includes a section on Tikanga / Culture, reinforcing the Association's commitment to inclusivity, respect, and safe community engagement.

## **What Happens Next**

At this AGM, we are asking members to vote on the motion to adopt the new constitution. If passed, the new constitution will be submitted to the Registrar of Incorporated Societies and will take effect upon registration.

## **Motion for Consideration**

*That the Greenhithe Residents Association Incorporated adopt the proposed new constitution, dated [insert date], and authorise the*

*Secretary to submit it for registration under the Incorporated Societies Act 2022.*

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### **Questions or Feedback?**

We welcome your questions at the AGM. Copies of the proposed constitution are available on our website and at the meeting. Committee members are also happy to answer any questions after the meeting.

### **Final Comments**

Thank you for your ongoing support of the Greenhithe Residents Association. This constitution will help ensure that we continue to serve our community effectively, responsibly, and in accordance with modern legal and governance standards.