

KVHI Constitution to meet the Incorporated Societies Act 2022 changes

A new Incorporated Societies Act was passed in 2022 which brings in new rules and requirements for all societies incorporated in New Zealand, including KVH. The new Act is far more prescriptive than the 1908 Act and includes several new mandatory requirements which must be in place before April 2026.

Accordingly, KVH has redrafted our Rules into a Constitution to meet the legal requirements under the 2022 Act and reflects how our society is currently governed.

A short summary of the proposed changes is provided below.

- **Constitutions** – the Act sets out several items that must be included in all society constitutions. The existing KVH Rules have been updated in the form of a constitution, transferring across our society structure and operations, in addition to new Act requirements being added.
- **Disputes** – all constitutions must include dispute resolution procedures, KVH has chosen to adopt the default procedure in the Act.
- **Conflicts** – the Act sets out conflicts of interest that apply to officers and the consequences of being interested. These have been included in our revised constitution.
- **Committees/Boards** – KVH has included the option for members to decide to have an additional independent director on the Board if necessary, subject to approval by industry through an AGM resolution.
- **Duties of Officers** – have been formalised in the new Act and apply to all board members and also to non-board members who hold positions of authority that allow them to exercise authority over the society.
- **Reporting** – there are now reporting requirements for societies based on the size and nature of the society requiring most societies to submit annual reports and financial statements.
- **Offences** – a range of offences have been included in the new Act for incorporated society compliance.