

Reregistration Update #5 for 9940 Club Officers 1 September 2025

This Update has been sent to 9940 Presidents, Secretaries and Treasurers 2025-26 as the Officers about to take their Clubs through the Incorporated Societies re-registration process.

You will find it useful to take the time to read through the August 'Law Changes Review' from the Incorporated Societies Registrar, a copy of which is provided for you along with this Update.

This Update:

- advises Clubs on the status of the new Standard Rotary **Club Constitution** for New Zealand and its use in re-registration
- advises Clubs on **the re-registration process**
- requests Clubs assistance in providing District with **information on re-registration applications and approvals**
- notes an issue regarding **filing of annual accounts** and provides advice to Clubs on how it should be managed
- references '**Life after registering** under the Incorporated Societies Act 2022' as a useful and practical checklist for all Clubs
- and, provides a starter for Clubs in developing their own **Club Bylaws**, using the template provided.

Standard Rotary Club Constitution (New Zealand)

1. First, apologies for the delay in getting the new Standard Rotary Club Constitution (New Zealand) to you, the result of a technical hitch that was out of our control. But we do now have the Master copy of the Constitution, which you will receive in the package of documents with this Update.
2. The Constitution is in an editable pdf format, which allows you to enter your own Club details but not make any other changes to the document. You are advised to use either a laptop/pc or tablet, but not a mobile phone to edit the document... open it your device and complete the form fields that are visible: p1 – insert Club name, NZBN & Society Number; p2 – "Constitution of..." insert Club name, Article 2 insert name (leave satellite club details empty); Article 4 Locality – insert geographical location / meeting place.
3. Once you have made those changes save the document as 'Constitution of RC *your Club's name* – SRCC (NZ) 2025'. You can print the document if you wish, but the digital document saved in your Club's name is the one you should submit when making your application to re-register as an Incorporated Society.
4. You, particularly Club Officers, will also need to spend some time familiarising yourselves with the detail in the Constitution and how it applies to your Club, its structure, policies and processes (see also the notes on Bylaws).

The re-registration process

5. On Friday 29 August the 9940 'lead-out' Club, RC Mana Tangata, applied for re-registration... and within minutes received confirmation that the application was successful. I guess the lesson is, be fully prepared beforehand, have everything to hand (Constitution, names and contact details, and check that you have fully completed each page of the application as you go – if there are errors the application won't 'Submit' when you hit that button.
6. In the Law Changes Review you will find a very useful 'step-by-step re-registration video guide' - <https://companiesoffice.cmail20.com/t/r-l-tkllzld-btrileph-i/>, which you are recommended you watch. The information about making sure who has the authority to act on behalf of your society (in the Review and the video) is particularly useful – I used it to ensure I had the authority to apply for Mana Tangata's re-registration. I would advise that you do a couple of dry-runs, check that you have all the requisite details to hand, before proceeding with your application.
7. If you are reading this then you will already have the new Constitution so, assuming you have obtaining your members' informed approval to adopt the Constitution and apply for re-registration, you may go ahead with making your application as and when it suits you, but before the end of November.

District record of applications and registrations

8. So I can update the District record of its member, 9940 Clubs are asked to inform me...
 - a. When (date) they submit their application for re-registration, and
 - b. when their application is approved and they are registered under the Act.

I will also field any queries relating to re-registration.

Filing Annual Financial Statements & Annual Return

9. On page 3 of the Law Changes Review you will see a reference to this, along with a "Reminder to file financial statements before reregistering". As this is unlikely to be possible for Rotary Clubs to do we have sought advice from the Solicitor to the Registrar of Incorporated Societies.
10. First, to assure you, if a society has not filed before applying to re-register, this is *not* an impediment to making an application.
11. The issue, as you will see from the August 'Law Changes Review', is that the TY25 financial statement you will be filing later this year will be for a society/club registered under the 1908 Act but by that time your Club will be registered as society under the 2022 Act.
12. However, you will be able to file your TY25 statements 'physically' using the Form ISA-FSAR, which will be provided to you with this update and available on the District website.
13. The IS Registrar has further advised that the Form also allows societies to file their annual return, newly required under the Act and separate from the statements, to confirm officer and Contact person details, that the society has at least 10 members and that other information held by the Registrar is correct. Completed Forms will be accepted by email at processing@companiesoffice.govt.nz.

'Life after registering...'

14. A pdf checklist - <https://is-register.companiesoffice.govt.nz/assets/incorporated-societies/2022-act/quick-guide-life-after-registering-2022-act.pdf> will also be useful year-on-year for incoming officers.

Club Bylaws

15. Included in the package with this Update you will have received a Club Bylaws template. This has been developed, alongside the Constitution, as a "template" for each Club to use in drafting its own Bylaws. It is *not* required for re-registration but *is* referenced, as you'll see, in several Articles in Part A of the Club Constitution. Essentially your Bylaws are your opportunity to express and define, in whatever detail you so determine, how your Club actually operates, so drafting them should very much be an exercise that engages all your members. There is no immediate urgency, although I do know that some Clubs have been considering their Bylaws over recent months. Drafting your Bylaws may be a matter that needs further support from District, if so let me know.

Once your Club is registered under the Act...

16. I will be the contact person for 'life during and after registration' issues, questions and advice with FAQs posted on the District website.

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