



# FREE BEACHES NZ Incorporated

## CONSTITUTION

### Financial

- 11.1. The Treasurer shall deposit monies in an account or accounts at a bank. Any monies requiring to be drawn on such accounts shall be by cheque signed by the Treasurer and such other Committee member as the Committee shall determine;
- 11.2. The financial year shall be from the 1st day of August to the 31st day of July;
- 11.3. No member shall at any time receive any profits from the funds of the Society, provided that this Constitution shall not prevent members receiving sums in payment for goods or services provided or disbursements made on behalf of the Society.

### Liquidation

- 12.1. The Society can only be liquidated with the consent of all active Regional Committees in accordance with the provisions of the Incorporated Societies Act 1908, Section 24;
- 12.2. On the liquidation of the Society or its dissolution by the Registrar of Incorporated Societies, all surplus assets after payment of all costs, debts and liabilities shall be disposed of in such a manner as shall be determined by the votes of a majority of the members personally present and entitled to vote at a Special General Meeting called for such purpose provided that no property whatsoever shall be paid to or distributed among members of the Society and that such property shall be applied in fostering the objects of the nudist movement through the New Zealand Nativist Federation (Incorporated) or other such body with compatible objectives as may be determined at that Special General Meeting.

### Indemnity

- 13.1. The Committee shall be indemnified from the funds of the Society in respect of all legal proceedings that may be instituted by or against them, in consequence of the performance or non-performance of their duties as covered by this Constitution.

### By-Laws

- 14.1. The Committee shall have power to make, amend, or revoke any By-law for carrying out the Constitution and its own proceedings as it may deem expedient, providing that such By-laws shall not be inconsistent with the Constitution nor conflict with the provisions of the Incorporated Societies Act 1908. Such acts of the Committee shall however, be confirmed by a motion or motions passed at the next ensuing General Meeting.

### Alteration of the Constitution

- 15.1. This Constitution may be amended or revoked by resolution of two thirds of the members present at a General Meeting of the Society provided that no amendment shall in any way affect the non-profit status of the Society as defined by Inland Revenue Department;
- 15.2. Notice of proposed amendments shall be in the hands of the Secretary by the 30th day of April or in the case of a Special General Meeting one month beforehand;
- 15.3. The agenda sent to each member before any meeting shall include a clear statement of any amendments to be proposed at the meeting.

### Common Seal

- 16.1. The Common Seal of the Society shall consist of the words "THE COMMON SEAL OF FREE BEACHES NEW ZEALAND INCORPORATED". The seal shall be in the custody of the Secretary. It shall be affixed to such documents as the Committee may from time to time direct in the presence of the President, the Secretary and one other Committee member.

### Registered Office

- 17.1. The Registered Office of the Society shall be situated at such address as the Committee may decide from time to time, and the Secretary shall, when necessary, notify the Registrar of Incorporated Societies of such address and any change thereof.

### Revocation

18. All previous Constitutions of the Society are hereby revoked.

### Title and Commencement

- 1.1. This Constitution may be cited as the FREE BEACHES NEW ZEALAND INCORPORATED CONSTITUTION 2008;
- 1.2. This Constitution shall come into force on the 6th day of September 2008.

### Interpretation

- 2.1. In this Constitution unless there is something in the text clearly repugnant to such meaning, "the Society" means the Free Beaches New Zealand Incorporated; "The Committee" means the National Committee for the time being of the Society; "Year" means the period from the 1st day of August of one year to the 31st day of July of the next year;
- 2.2. Unless the contrary is expressly provided for or unless there is something in the context clearly repugnant thereto, words importing the singular shall include the plural, and words importing the plural shall include the singular.

### FREE BEACHES NZ INCORPORATED

3. There shall be a society known as the "FREE BEACHES NZ INCORPORATED" (FBNZ).

### Objects of the Society

- 4.1. To promote naturism in healthy activities;
- 4.2. To protect the rights of skinny-dippers and beach naturists;
- 4.3. To foster public acceptance and respect for the concept and practice of clothes-optional recreation at beaches and other appropriate locations;
- 4.4. To identify suitable localities for clothes-free recreation and to inform members and others of these;
- 4.5. To provide a social framework within which members may share the use of these localities and other facilities for social nudity;
- 4.6. To issue publications which in whole or in part promote the Objects of the Society or explain its activities;
- 4.7. To liaise with other organisations for the purposes of these Objects;
- 4.8. To accept subscriptions and other monies, donations (whether real or personal estates) devises and bequests for all or any of the purposes aforesaid;
- 4.9. To affiliate with or subscribe to the funds of those bodies which in the opinion of the Committee, by their identity of interests are deserving of the support of the Society;
- 4.10. To do all such other acts and matters as may be incidental and conducive to the attainment of the principal Object statement or any of the sub-statements.

### Membership

- 5.1. Membership shall be open to all persons aged sixteen years and over who in the opinion of the Committee are genuinely sympathetic to the aims of the Society. Persons under this age may join with the written consent of a parent or guardian;
- 5.2. Any member may resign from membership by giving to the Secretary notice in writing to that effect, such resignation to take immediate effect upon receipt. Such resignation shall not however release the said member from paying subscriptions due or other monies outstanding provided however that the Committee may in its absolute discretion refund or remit the whole or any portion of the subscription or other monies that it shall think fit;
- 5.3. Each member shall on request be sent a copy of the Constitution;
- 5.4. Each member shall complete a form of application which shall state his or her name, full postal address and occupation, as required by the Incorporated Societies Act;

- 5.5. The Committee shall be empowered to suspend without prejudice membership of any member whose public behaviour is such as to bring the Society or its Objects or any member into disrepute, or who deliberately persists in causing offence to other members. Any such suspension shall have immediate effect; the member shall be notified in writing of the specific charge(s) and of his or her right to appeal to a General Meeting of the Society. Such a meeting shall be called for the purpose at the request of the member, unless a General Meeting is already scheduled within the ensuing two months. At the meeting a simple majority of members present shall decide the issue.
- 5.6. A member who has given extraordinary service to the Society may be made a Life Member. Life Members shall be appointed by resolution of an Annual General Meeting of the Society upon the recommendation of the National Committee and shall have all rights and privileges of full membership.
- 5.7. Associate membership (free of charge and without voting rights), is available to other groups, societies or organisations who may wish to indicate their support for the principles of Free Beaches New Zealand.

## Subscriptions

- 6.1. Each member shall pay an annual subscription of an amount to be decided by the Annual General Meeting. The subscription shall fall due on the day after the Annual General Meeting, and any member not having paid by three calendar months after that date shall be deemed to have resigned. Any such member may however revive his or her membership without further formality by payment of the sum due during the financial year. The Committee may also at its discretion allow those joining during the autumn or winter to pay a reduced subscription for such period;
- 6.2. Life members are exempt from the requirement to pay a subscription;
- 6.3. For the purpose of subscriptions, "member" shall be taken to mean a single person, couple, or family unit.

## Rights and Privileges of Members

- 7.1. Members shall be entitled to receive Society newsletters, notices of meetings, lists of localities for nude recreation, lists of social events, and other information. Only those however who have agreed to appear in the lists of members shall receive such lists;
- 7.2. Members shall be entitled to participate in social events, outings to beaches and like activities organised by the Committee or members acting on its behalf, subject to the agreement of the owners of any private premises used for such activities;
- 7.3. In the event of any legal action being taken against a member or members arising out of nude recreation in a place and at a time which the Committee considers suitable, the Society will render such assistance as the Committee may consider appropriate and within the resources of the Society.

## Meetings

- 8.1. The Annual General Meeting of the Society shall be held during the month of August each year, or as soon as possible thereafter, at a place and time convenient to as many members as possible. A Special General Meeting may be called by the Committee whenever it seems expedient to do so. At least 30 days' notice shall be given of any General Meeting, and in the case of a Special General Meeting shall state the business of the meeting. Notice shall be by letter or newsletter;
- 8.2. The business of the Annual General Meeting shall be the presentation of Reports of Officers, consideration and adoption of Accounts, and general business;
- 8.3. Voting at General Meetings shall be by show of hands or if requested by secret ballot, in which case the meeting shall appoint two scrutineers who shall count the votes and report the votes to the Chair who shall declare the result and have the ballot papers destroyed forthwith;
- 8.4. A quorum for a General Meeting is present if twenty persons having the right to vote are present in person or by proxy or have cast postal, including e-mail, votes, except that the quorum for a Regional Meeting shall be ten persons. Every current member as defined in clauses 5 and 6 shall have one vote.

## Management

- 9.1. The business of the Society shall be managed and controlled by a National Committee consisting of a President, Secretary, Treasurer, and members of a number to form a committee not exceeding eight persons. The National Committee shall be elected by postal ballot; in the case of resignation, a committee member may be appointed in an acting capacity. The Committee may appoint Vice President(s) and shall have the power to co-opt members as required. Committee meetings shall be open to all members;
- 9.1.2 Regional Committees of the Society shall comprise a Chairperson, Secretary, Treasurer, and Committee members of a number to be decided at the Regional Annual General Meeting. Regional Committees shall be governed by the Constitution of the Society;
- 9.2. In addition to such powers and duties as are laid down elsewhere in the Constitution, the Committee shall have the following powers:
  - 9.2.1. To hire or purchase suitable premises for the purposes of the Society, and to provide all necessary furnishings;
  - 9.2.2. To institute, conduct, defend, compromise or abandon any legal proceedings by or against the Society or its officers or otherwise concerning the affairs of the Society;
  - 9.2.3. To claim, sue for and recover in the name of the Society or otherwise all or any subscriptions or other monies due for payment to the Society;
  - 9.2.4. To enter into all such negotiations and contracts and rescind and vary all such contracts, execute and do all such acts and deeds in the name of the Society as it may consider expedient for the purposes of the Society except that in the matter of expenditure of the Society monies, the approval of a General Meeting shall be required for expenditure on any one item of an amount in excess of one thousand dollars (\$1,000). Notification of intention to bring forward a motion requiring such approval must be given in the notice calling the meeting;
  - 9.2.5. From time to time to purchase all goods or things necessary or required by the Society for the carrying out of its Objects;
  - 9.2.6. To borrow monies from any Corporation or persons in such amounts, at such rates of interest, and subject to such terms and conditions as the Committee may think fit, and the Committee may mortgage or pledge the whole or any part of its property and assets as security for any monies so borrowed;
- 9.3. Notwithstanding the powers conferred on the Committee in the Constitution, it shall at all times comply with resolutions of General Meetings except in so far as changes of circumstances make this impossible or inadvisable, in which case the Committee shall refer the matter back to members and ask that the resolution be rescinded;
- 9.4. The quorum for a Committee meeting shall be four persons, with no casting vote from the chair.

## Duties of Officers

- 10.1. It shall be the duty of the President to attend and preside at all General Meetings and Committee Meetings, to keep order, to decide all points of order and to sign all minutes of previous meetings. In the absence of the President a deputy shall be appointed by the meeting who shall have all the powers of the President;
- 10.2. The Secretary shall attend all meetings and shall take minutes, conduct correspondence, issue notices of meetings and perform other usual duties;
- 10.3. The Treasurer shall collect and duly account for all monies due to the Society and shall make such disbursements as are authorised by the Committee. He or she shall submit to each Annual General Meeting a balance sheet, together with a full statement of income and expenditure. He or she shall at all times when requested to do so by the Committee, furnish it with such information as it may require concerning the finances of the Society.