Free Beaches New Zealand Incorporated Constitution

Title and Commencement

1.1 This Constitution may be cited as the FREE BEACHES NEW ZEALAND INCORPORATED CONSTITUTION 2026

1.2 This Constitution shall come into force on the 17th day of October 2026.

Interpretation

2.1 In this constitution unless there is something in the text clearly repugnant to such meaning, "the Society" means 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 NEW ZEALAND INCORPORATED

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

Objects of the Society

4.1 To advance the health and wellbeing of the public by promoting and preserving the freedom of people in New Zealand to safely and lawfully engage in clothes-optional (naturist) recreation — including swimming, sunbathing, and related outdoor activity — on public beaches, reserves, and other public places where this is lawful.

4.2 To protect and advocate for the ongoing legal and practical availability of public beaches, reserves, and similar public places for clothes-optional recreation, including through engagement with local authorities, government agencies, and other organisations, so that this freedom remains available to the public generally.

4.3 To educate and inform the public about the social, physical, and mental health benefits associated with naturism and body acceptance, and to address stigma and misinformation about clothes-optional recreation, through publications, public events, and other media.

4.4 To identify, and make freely available to the public, information about suitable localities in New Zealand for clothes-optional recreation.

4.5 To organise and hold public events, including open beach days, that are available to members of the

public generally, at which people may safely experience and learn about clothes-optional recreation.

4.6 To foster public acceptance and respect for the practice of clothes-optional recreation, and to protect those who practise it lawfully — including skinny-dippers and beach naturists — from unfair treatment or discrimination.

4.7 To maintain a membership and a social network of people who share an interest in naturism, and to provide a framework within which members may share the use of localities and facilities for social nudity, in order to support and carry out the objects above.

4.8 To affiliate, cooperate, or liaise with other organisations, in New Zealand or overseas, that share these objects.

4.9 To accept subscriptions, donations, grants, and other funding, and to raise money by lawful means, for the purposes of these objects, provided that no part of the Society's funds or property shall be applied for the private pecuniary profit of any member.

4.10 To do all other lawful things that are incidental or conducive to the attainment of the above objects.

Membership

5.1 Membership shall be open, by application, to all persons aged eighteen years and over. Persons under this age may join with the written consent of a parent or guardian.

5.2 Membership of the Society shall be as a Unit, which is defined as either

- A single individual or
- Two people in a relationship or
- A family of one or more parents or caregivers and children who are financially dependent on those parents or caregiver(s).

References to Members throughout this Constitution shall include any or all persons in the Unit.

5.3 Each member shall complete a form of application which shall state his or her name, full postal address, as required by the Incorporated Societies Act. In addition, each member shall provide an email address, if they have one, for distribution of notices and newsletters.

5.4 Membership shall be on a Provisional basis until the Committee has completed enquiries to determine that the applicant is genuinely sympathetic to the aims of the Society, and has a suitable temperament, at which point the member will be accepted as a full member or have their membership application declined, provided that the Committee is not bound to give any reason for that restriction.

5.5 Each new member shall be sent a copy of the Constitution.

5.6 Every member shall comply with and be bound by the Constitution of the Society

5.7 Any member may resign from membership by giving the Secretary notice in writing to that effect, such resignation to take immediate effect upon receipt. Such resignations 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 as it shall think fit.

5.8 The Committee shall be empowered to suspend without prejudice membership of any member whose behaviour is such as to bring the Society or its Objects into disrepute, or who deliberately persists in causing offence to other members, or who breaches any of the rules contained in the Constitution of the Society, or against whom a complaint is made by another member.

5.9 A member who has given extraordinary service to the Society may be made a Life Member. Life Members shall be elected by resolution of an Annual General Meeting of the Society at the recommendation of the National Committee and shall have all rights and privileges of full membership.

5.10 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. The associate membership does not include current or past member 'unit' of the Society.

Dispute resolution.

6.1 Meanings of dispute and complaint

A dispute is a disagreement or conflict involving the Society and/or its Members in relation to specific allegations set out below. The disagreement or conflict may be between any of the following persons—

A. 2 or more Members

B. 1 or more Members and the Society

C. 1 or more Members and 1 or more Officers

D. 2 or more Officers

E. 1 or more Officers and the Society

F. 1 or more Members or Officers and the Society.

6.2 The disagreement or conflict relates to any of the following allegations—

A. A Member or an Officer has engaged in misconduct.

B. A Member or an Officer has breached, or is likely to breach, a duty under the Society's Constitution or bylaws or the Act.

C. The Society has breached, or is likely to breach, a duty under the Society's Constitution or bylaws or the Act.

D. A Member's rights or interests as a Member have been damaged or Member's rights or interests generally have been damaged.

6.3 A Member or an Officer may make a complaint by giving to the Committee a notice in writing that—

A. States that the Member or Officer is starting a procedure for resolving a dispute in accordance with the Society's Constitution; and

B. Sets out the allegation(s) to which the dispute relates and whom the allegation or allegations is or are against; and

C. Sets out any other information or allegations reasonably required by the Society.

6.4 The Society may make a complaint involving an allegation or allegations against a Member or an Officer by giving to the Member or Officer a notice in writing that—

A. States that the Society is starting a procedure for resolving a dispute in accordance with the Society's Constitution; and

B. Sets out the allegation to which the dispute relates.

The information setting out the allegations must be sufficiently detailed to ensure that a person against whom an allegation or allegations is made is fairly advised of the allegation or allegations concerning them, with sufficient details given to enable that person to prepare a response.

6.5 A complaint may be made in any other reasonable manner permitted by the Society's Constitution.

6.6 All Members (including Committee Officers) are obliged to cooperate to resolve disputes efficiently, fairly, and with minimum disruption to the Society's activities. The complainant raising a dispute, and the Committee, must consider and discuss whether a dispute may best be resolved through informal discussions, mediation, arbitration, or a tikanga-based practice. Where mediation or arbitration is agreed on, the parties will sign a suitable mediation or arbitration agreement.

Person who makes complaint has right to be heard

6.7 A Member or an Officer who makes a complaint has a right to be heard before the complaint is resolved or any outcome is determined.

6.8 If the Society makes a complaint—

A. The Society has a right to be heard before the complaint is resolved or any outcome is determined; and

B. An Officer may exercise that right on behalf of the Society.

6.9 Without limiting the manner in which the Member, Officer, or Society may be given the right to be heard, they must be taken to have been given the right if—

A. They have a reasonable opportunity to be heard in writing or at an oral hearing (if one is held); and

B. An oral hearing is held if the decision maker considers that an oral hearing is needed to ensure an adequate hearing; and

C. An oral hearing (if any) is held before the decision maker; and

D. The Member's, Officer's, or Society's written or verbal statement or submissions (if any) are considered by the decision maker.

Investigating and determining dispute

6.10 The Society must, as soon as is reasonably practicable after receiving or becoming aware of a complaint made in accordance with its Constitution, ensure that the dispute is investigated and determined.

6.11 Disputes must be dealt with under the Constitution in a fair, efficient, and effective manner and in accordance with the provisions of the Act.

Society may decide not to proceed further with complaint

6.12 Despite the 'Investigating and determining dispute' rule above, the Society may decide not to proceed further with a complaint if—

A. The complaint is considered to be trivial; or

B. The complaint does not appear to disclose or involve any allegation of the following kind:

1. That a Member or an Officer has engaged in material misconduct:

2. That a Member, an Officer, or the Society has materially breached, or is likely to materially breach, a duty under the Society's Constitution or bylaws or the Act:

3. That a Member's rights or interests or Members' rights or interests generally have been materially damaged:

4. The complaint appears to be without foundation or there is no apparent evidence to support it; or

5. The person who makes the complaint has an insignificant interest in the matter; or

6. The conduct, incident, event, or issue giving rise to the complaint has already been investigated and dealt with under the Constitution; or

7. There has been an undue delay in making the complaint.

Society may refer complaint.

6.13 The Society may refer a complaint to—

A. An external person to investigate and report; or

B. An arbitral tribunal, or an external person to investigate and make a decision.

6.14 The Society may, with the consent of all parties to a complaint, refer the complaint to any type of consensual dispute resolution (for example, mediation, facilitation, or a tikanga-based practice).

Decision makers

6.15 A person may not act as a decision maker in relation to a complaint if 2 or more Officers of the Committee consider that there are reasonable grounds to believe that the person may not be—

A. Impartial; or

B. Able to consider the matter without a predetermined view

6.16 While a member is suspended the National Committee shall decide

A. That no action be taken;

B. That endeavours shall be made to solve the matter in committee by consultation and agreement with all parties to the complaint;

C. That if no resolution is likely in Committee and the matter should be dealt with by a special

general meeting of members then the committee shall call such meeting in accordance with Clause 10.1.

D. At such special general meeting, the parties to the matter shall be afforded the same opportunity to present their views and any relevant evidence. If it is the opinion of a simple majority of financial members present, that the membership shall be terminated, the secretary shall notify the member of the meeting's decision and the membership termination shall take immediate effect.

E. Any member terminated under this rule shall not be entitled to any refund of subscriptions paid. Such member shall cease to have any right or interest in the property or concerns of the Society.

F. Any such person can appeal or request a review of suspension.

Subscriptions

7.1 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.

7.2 Life members are exempt from the requirement to pay a subscription.

7.3 For the purpose of subscriptions, “member” shall be taken to mean a single person, couple, or family unit, as defined in Clause 5.2.

Rights and Privileges of Members

8.1 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.

8.2 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 premises used for such activities.

8.3 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

Records

9.1 Register of Members

The Society shall keep an up-to-date Register of Members. For each current Member, the information

contained in the Register of Members shall include —

• Their name, and

• The date on which they became a Member and

• Their contact details, including —

• A physical address or an electronic address, and

• A telephone number.

The register will also include each Member's —

• Postal address

• Email address.

• Occupation

• DOB

Every current Member shall promptly advise the Society of any change of the Member's contact details. As the membership unit includes partners and children the same information is required for these.

The Society shall also keep a record of the former Members of the Society. For each Member who ceased to be a Member within the previous 7 years, the Society will record:

• The former Member's name, and

• The date the former Member ceased to be a Member

Meetings

10.1 The Annual General Meeting 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 deems 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 email, letter or newsletter or other electronic means.

10.1.1 Participation in meetings is to be in accordance with Section 87 of the Incorporated Societies Act 2022 (Thus in person, by means of audio link, audiovisual link, or other electronic communication, or by a combination of both).

10.2 The business of the Annual General Meeting shall be the presentation of Reports of Officers, consideration and adoption of Accounts and general business.

10.3 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.

10.4 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 votes, except that the quorum for a Regional Meeting shall be

ten persons. Every member as defined in clauses 5 and 7 shall have one vote.

Management

11.1 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 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 and an electronic copy of the minutes shall be provided on request.

11.1.2 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.

11.1.3 The committee shall act in good faith and in the best interest of the Society, comply with the constitution and the Incorporated Societies Act 2022.

11.2 In addition to such powers and duties as are laid down elsewhere in the Constitution, the Committee shall have the following powers:

11.2.1 To hire or purchase suitable premises for the purposes of the Society, and to provide all necessary furnishings.

11.2.2 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.

11.2.3 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.

11.2.4 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 ($1000), excluding any fees to be paid to NZNF. Notification of intention to forward a motion requiring such approval must be given in the notice calling the meeting.

11.2.5 From time to time to purchase all goods or things necessary or required by the Society for the carrying out of its Objects.

11.2.6 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.

11.3 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.

11.4 The quorum for a Committee meeting shall be four persons, with no casting vote from the chair.

Duties of Officers

12.1 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. In the absence of the President a deputy shall be appointed by the meeting who shall have all the powers of the President.

12.2 The Secretary shall attend all meetings and shall take minutes, conduct correspondence, issue notices of meetings and perform other usual duties.

12.3 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.

12.4 It shall be the responsibility of any officers to disclose any conflict of interest the person has in terms of Section 62-73 of the Incorporated Societies Act 2022.

12.5 Elected officers must comply with Section 47 of the Incorporated Societies Act 2022 and complete a "consent and certificate of officer" form.

Financial

13.1 The Treasurer shall deposit monies in an account or accounts at a bank. Any monies requiring to be drawn on such accounts shall be authorised by the Treasurer and such other Committee member as the Committee shall determine.

13.2 The financial year shall be from the 1st day of August to the 31st day of July.

13.3 No member shall at any time receive any financial gain 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.

13.4 At no time may any two members of a family, or both spouses in a relationship, or two members of the same membership unit, be signatory concurrently to any national or regional bank account owned or operated by the Society.

13.5 The accounts shall be peer reviewed by an elected officer before any Annual General Meeting.

Liquidation

14.1 The Society can only be liquidated with the consent of all active Regional Committees in accordance with the provisions of the Incorporated Societies Act 2022.

14.2 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 such property shall be applied in fostering the objects of the nudist movement through the New Zealand Naturist Federation (Incorporated) or such other body with comparable objectives as may be determined at that Special General Meeting.

Indemnity

15.1 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

16.1 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 2022. Such acts of the Committee shall however, be confirmed by a motion or motions passed at the next ensuing General Meeting.

Alterations of the Constitution

17.1 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.

17.2 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 at least 30 days beforehand.

17.3 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

18 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

19 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.

Contact person.

20 The Society shall have at least 1 but no more than 3 contact person(s) whom the Registrar can contact when needed. The Society's contact person must be:

- At least 18 years of age, and
- Ordinarily resident in New Zealand.

A contact person can be appointed by the Committee or elected by the Members at a General Meeting.

Each contact person's name must be provided to the Registrar of Incorporated Societies, along with their contact details, including:

- a physical address or an electronic address, and telephone number

Any change in that contact person shall be advised to the Registrar of Incorporated Societies within 20 working days of that change occurring, or the Society becoming aware of the change.

The contact person for the Society is the Chairperson or their nominee.

Revocation

21 All previous Constitutions of the Society are hereby revoked