



Incorporated Societies:

What is a Society?

A Society is a group of at least 15 individuals and/or corporate bodies who wish to associate together for the purpose of achieving some common objective (eg. a sports club).

A Society can incorporate under the Incorporated Societies Act 1908. The benefits of incorporating are:

- The Society becomes a separate legal entity from its members
- Members have no personal liability for the debts, contracts and other obligations of the Society
- The act provides some certainty as to the way in which the affairs of the Society should be conducted

Financial Benefit

An Incorporated Society cannot exist for the financial benefit of its members. This does not mean that the Society cannot make profits from its activities. It simply means that any profits made by the Society must be applied to the attaining of the Society's objectives.

Procedures for Incorporation

All Incorporated Societies must be registered with the Registrar of Incorporated Societies, by:

- Preparing two printed or typed written copies of the Society's rules (Constitution)
- Completing two copies of the application for incorporation form found at www.societies.govt.nz
- Making a statutory declaration as to the adoption of rules in the prescribed form (e.g. AGM minutes)

Name of the Society

- To find out whether or not the proposed name for your Society has already been taken or if a similar name currently exists, you should check the Register of Societies at www.societies.govt.nz
- The name of your Society must include the word 'Incorporated' as the last word in its name

The Rules (Constitution)

The minimum requirements of a Society's (club's) rules (constitution) must include the following points:

- The name of the club, with the addition of the word 'Incorporated' as the last word in that name

Proudly
Supported by:





- The objectives for which the club is established (i.e. the purpose of the organisation)
- The way in which persons become members of the club (i.e. membership)
- The way in which persons cease to be members of the club
- The way in which the rules (constitution) of the club may be altered, added to or overturned
- The way of summoning and holding general meetings of the club and of voting at these
- The appointment of officers of the club (i.e. Committee members)
- The control and use of the common seal of the club (if applicable)
- The control and investment of the funds of the club
- The disposition of the property of the club in the event of liquidation (i.e. dissolution)
- Such other matters as the Registrar may require to be provided for in any particular instance

Objectives

- The objectives for your club should ensure that they accurately describe what the members of your Society wish to achieve. These objectives must not exist for financial benefit of any member.
- The objects of your club must be stated in the rules.

Powers

The statutory powers imposed on a Society by the Incorporated Societies Act 1908 are:

- to enter into contracts (e.g. sponsorship, leases, loans etc)
- to enter into compromises with creditors
- to impose penalties on members (e.g. implementing Complaints and Discipline Policy)
- to make regulations or bylaws not inconsistent with statute or the constitution
- to set out additional powers in its constitution

Statutory Declaration

Two further requirements for incorporation are that the:

- majority of the members of the Society consent to the application for incorporation
- Constitution presented with the application are the rules of the Society

To ensure that this is the case, an officer of the Society, or its solicitor, is required to make a statutory declaration confirming this.

Proudly
Supported by:





- The Constitution must have an exhibit note on them. The form of an exhibit note is:

This is the document marked 'A' referred to in the annexed declaration of *[full name of declarant]* made at *[place]* this day of 20 before me: Solicitor/Justice of the Peace/Authorised Officer
- These words must appear on the first *or* last page of the rules
- As a statutory declaration can only be made in front of an authorised person, the form should not be signed except in the presence of a solicitor, Justice of the Peace, Registrar of the Court or other authorised persons (The Registrar of Incorporated Societies is an authorised person)

Proudly
Supported by:

