

Friends of Storylines Constitution Review 2025

Part and clause	Current version	Updated version
PART 1 – STRUCTURE		
3. Interpretation	3.1 In this Constitution, unless the context otherwise requires: <i>Act</i> means the Incorporated Societies Act 1908;	<i>Act</i> means the Incorporated Societies Act 2022;
	Management Committee means the Society's governing body, being the committee established under rule 34 (Management Committee composition and membership) comprising at least 3 natural persons appointed or elected under this Constitution, responsible for managing the operation and affairs of the Society;	Management Committee means the Society's governing body, being the committee established under rule 34 (Management Committee composition and membership) comprising at least 2/3 Management Committee Members appointed or elected under this Constitution, responsible for managing the operation and affairs of the Society;
	<i>Officer</i> means a Management Committee Member and any other person deemed by law to be an officer of the Society;	<i>Officer</i> means; a natural person who is a member of the management committee; or a natural person occupying a position in the society that allows the person to exercise significant influence over the management or administration of the society (for example, a treasurer or a chairperson)
	Special Resolution means a resolution passed by at least 2/3 of the votes properly cast by those Members present and entitled to vote at the General Meeting at which the vote is occurring;	Special Resolution means a resolution passed by at least 2/3 of the votes properly cast by those Members present in person or by proxy, who are entitled to vote at the General Meeting at which the vote is occurring;

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5. Registered Office	The Registered Office of the Society shall be at 506 Haruru Rd, RD 3, Kaukapakapa, 0873, New Zealand, or such other place in New Zealand as the Management Committee may determine by resolution from time to time. Changes to the Registered Office shall be notified in the form and as required by the Act and the Charities Act.	The Registered Office of the Society shall be at 506 Haruru Rd, RD3, Kaukapakapa, Auckland 0873, New Zealand, or such other place in New Zealand as the Management Committee may determine by resolution from time to time. Changes to the Registered Office shall be notified in the form and as required by the Act and the Charities Act.
PART 2 – PURPOSES		
8. Purposes	8.3 Means of furthering purposes: in furtherance of its charitable purpose, and without limiting any of its powers under this Constitution or generally, the Society may: (b) extend knowledge and love of the best children's books written in New Zealand and other countries;	(b) extend knowledge and love of the best children's and young adult books written in New Zealand and other countries;
	(c) support the work of groups in New Zealand which promote literacy, reading and enjoyment of children's and teenagers' books;	(c) support the work of groups in New Zealand which promote literacy, reading and enjoyment of children's and young adult books;
	(g) encourage scholarship and research through the development of grants, bursaries and other funding initiatives in the area of children's and teenagers' reading and literature;	(g) encourage scholarship, residencies and research in the area of children's and young adult reading and literature;
	(h) promote the publication and use of children's and teenagers' literature which supports and reflects the idea of the Treaty of Waitangi;	(h) promote the publication and use of children's and young adult literature which supports and reflects the principals of the Treaty of Waitangi;

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<p>9. Guiding principles</p>	<p>9.2 Mission: the mission of the Society is to be recognised as the primary New Zealand children’s literature organisation, and to build relationships and work in partnership with others to facilitate and develop programmes that support and promote the engagement of New Zealand children in great stories</p>	<p>9.2 Mission: the mission of the Society is to support the Trust to be recognised as the primary New Zealand children’s literature organisation, and to build relationships and work in partnership with others to facilitate and develop programmes that support and promote the engagement of New Zealand children and young adults.</p>
<p>10. No private pecuniary profit</p>	<p>10.1 No private pecuniary profit: no private pecuniary profit shall be made by any person from the Society, except that (but subject to rules 10.2 and 10.3):</p> <p>(a) payments may be made to an Officer or to a Member, or to a person Associated with an Officer or a Member, for goods and services provided to the Society, provided that those goods or services advance the charitable purposes of the Society and the payment is reasonable and commensurate with payments that would be made between unrelated parties;</p>	<p>10.1 No private pecuniary profit: no private pecuniary profit shall be made by any person from the Society for goods and services provided to the Society, which have been previously approved by the Management Committee, except that (but subject to rules 10.2 and 10.3):</p> <p>(a) payments may be made to an Officer or to a Member, or to a person Associated with an Officer or a Member, for goods and services provided to the Society, provided that those goods and services have been previously agreed to by the Management Committee and the costs advance the charitable purposes of the Society. The payment must be commensurate with payments that would be made between unrelated parties;</p>

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	(b) the Society may pay reasonable and proper remuneration to any Officer of the Society (whether a Management Committee Member or not) in return for services actually rendered to the Society;	(b) The Society may pay remuneration to any Officer of the Society (whether a Management Committee Member or not) in return for services actually rendered to the Society that have been previously agreed to by the Management Committee;
	(c) any Management Committee Member may be paid all usual professional, business or trade charges for services rendered, time expended and all acts done by that Management Committee Member, or by any firm or entity of which that Management Committee Member is a member, employee, or associate, in connection with the affairs of the Society;	(c) any Management Committee Member may be paid all usual professional, business or trade charges for services rendered, time expended and all acts done by that Management Committee Member, or by any firm or entity of which that Management Committee Member is a member, employee, or associate, in connection with the affairs of the Society which have previously been agreed to by the Management Committee;
	(d) an Officer may be reimbursed, on production of receipts, for reasonable expenses properly incurred by that Officer in the course of performing duties or exercising powers as an Officer of the Society; and	(d) an Officer may be reimbursed, on production of receipts, for expenses properly incurred by that Officer in the course of performing duties or exercising powers as an Officer of the Society as previously agreed to by the Management Committee; and
	(e) a Member may be reimbursed, on production of receipts, for reasonable expenses properly incurred by that Member in connection with the affairs of the Society.	(e) a Member may be reimbursed, on production of receipts, for expenses incurred by the Member in connection with the affairs of the Society as previously agreed to by the Management Committee.

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11. Prohibition on financial gain	11.2 The Society will not operate for the financial gain of Members simply if the Society: (c) reimburses a Member for reasonable expenses legitimately incurred on behalf of the Society or while pursuing the Society's purpose:	(c) Reimburses a Member for expenses incurred on behalf of the Society or while pursuing the Society's purpose as directed by the Management Committee:
	(d) provides benefits to members of the public or of a class of the public and those persons include Members of the Society or their families:	(d) Provides benefits to members of the public and those persons include Members of the Society or their families:
PART 3 – MEMBERSHIP		
13. Categories of Members	The Members of the Society shall comprise: (d) such other categories of Membership, including family and school membership, as the Society may from time to time determine.	(d) such other categories of Membership, including family, school, organisation, international and student membership , as the Society may from time to time determine.
14. Eligibility for Membership	To become a Member of the Society, an applicant must: (a) complete a Membership Form and forward it to the Management Committee; (b) supply such further information, and/or attend an interview, as may be required by the Management Committee;	To become a Member of the Society, an applicant must: (a) complete a Membership Form (b) supply such further information, as may be required by the Membership Secretary and/ or Management Committee;

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23. Register of Members	23.2 Changes: if a member's name or contact details change, the Member must give written notice of the change to the Management Committee as soon as reasonably practicable after the change occurring. The Management Committee must then promptly ensure the Register of Members is updated accordingly.	23.2 Changes: if a Member's name or contact details change, the Member must give written notice of the change to the Membership Secretary as soon as reasonably practicable after the change occurring. The Membership Secretary must then promptly ensure the Register of Members is updated accordingly.
PART 4 – GENERAL MEETINGS		
27. Annual General Meetings	27.2 The Management Committee shall determine the date and location of the Annual General Meeting.	27.2 The Management Committee shall determine the date and location of the Annual General Meeting: (a) the Members to be alerted 60 clear days prior to the date set; (b) Notification that all motions are due 30 clear days prior to the date set (refer rule 30.2).
PART 5 - GOVERNANCE		
34. Management Committee composition and membership	34.2 Composition: the Management Committee shall comprise; (a) at least 8 and up to 16 persons who shall be elected at an Annual General Meeting under rule 35 (<i>Election of Management Committee Members</i>) or, in the case of an Interim Vacancy, may be appointed by the Management Committee under rule 38 (<i>Interim Vacancy</i>); and (b) up to 4 additional people with relevant skills or expertise, or other characteristics	(c) One member of the Storylines Charitable Trust as determined by the Trust

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	sought by the Management Committee, who may be appointed by the Management Committee for such term as may be agreed, provided that that term shall not exceed the term for an elected Management Committee Member under rule 36 (<i>Term of office</i>); and	
38. Interim Vacancy	<p>38.1 An Interim Vacancy in the Management Committee arises if:</p> <p>(b) an elected Management Committee Member:</p> <p>(i) is absent from 3 consecutive Management Committee meetings, without leave of absence having first been granted by the President or the President's nominee, or in the case of the President, by the Management Committee as a whole; or</p>	<p>38.2 An Interim Vacancy in the Management Committee arises if:</p> <p>(c) an elected Management Committee Member:</p> <p>(ii) is absent from 3 consecutive Management Committee meetings, without leave of absence having first been granted by the Chairperson or the Chairperson's nominee, or in the case of the Chairperson, by the Management Committee as a whole; or</p>
39. Functions and powers of the Management Committee	<p>39.3 Without limiting the generality of the foregoing, the Management Committee's functions and powers include to:</p> <p>(j) appoint the trustees of the Trust: and</p>	<p>39.3 Without limiting the generality of the foregoing, the Management Committee's functions and powers include to:</p> <p>(j) advise and consult with trustees of the Trust on the appointment by the Trust of new trustees; and</p>
PART 8 - ADMINISTRATION		
57. Winding Up	<p>57.1 On the liquidation or dissolution of the Society, no distribution shall be made to any</p>	<p>57.2 On the liquidation or dissolution of the Society, no distribution shall be made to any Member, and if any property remains</p>

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	<p>Member, and if any property remains after settlement of the costs of winding up and all of the Society's debts and liabilities, that property must, subject to any trust affecting the same, be distributed to the Trust for its general charitable purposes. If the Trust is no longer in existence, any surplus assets of the Society must be given to the New Zealand Book Council Te Kaunihera Pukapuka o Aotearoa to support awards in the field of New Zealand children's literature. If the New Zealand Book Council is also no longer in existence, any surplus assets of the Society must be given or transferred to a charitable entity or entities in New Zealand having similar or allied charitable purposes to the Society.</p>	<p>after settlement of the costs of winding up and all of the Society's debts and liabilities, that property must, subject to any trust affecting the same, be distributed to the Trust for its general charitable purposes. If the Trust is no longer in existence, any surplus assets of the Society must be given to the Read NZ Te Pou Muramura to support awards in the field of New Zealand children's and young adult literature. If the Read NZ Te Pou Muramura is also no longer in existence, any surplus assets of the Society must be given or transferred to a charitable entity or entities in New Zealand having similar or allied charitable purposes to the Society.</p>
SCHEDULE 1: Proceedings of the Management Committee		
6. Chairperson and officers	6.4 The Management Committee.....	(f) Keep a current register of Management Committee members and their tenure on said Committee.
8. Minutes	8.1 The Management Committee must ensure that the minutes are taken of every Management Committee meeting and are made available to any Management Committee Member on request. The minutes shall record, for each and every meeting of the Management Committee:	(d) An updated and current Register of Interest