



# RSA

**CONSTITUTION UPDATE**  
**RNZRSA NATIONAL CONFERENCE (WELLINGTON)**  
**17 OCTOBER 2024**

# \*INTRODUCTION

- Introductions
  - Constitution Working Group.
  - Chris Steenstra, Norris Ward McKinnon.
- Two sessions today.
  - Morning session: RNZRSA Constitution.
    - Key changes resulting from feedback to date.
    - Q&A throughout.
  - Afternoon session: Legal Session Q&A.
    - Model Association Constitution and RSA matters.

# \* **BODIES of WORK for 2025/2026**

**Objects and Purposes (2025/2026):** This section is a body of work in its own-right and will be looked at in 2025.

**Te Tiriti principles and role of Kaumātua (2025):** This important body of work will get dedicated attention and resource. Miki Apiti/Ross Himona to lead.

**Bylaws (2025):** Will be completed after RNZRSA Constitution is passed. Development will be in consultation with the Board and Forum with input from RSAs. Will incorporate the RSA Manual. Emphasis on simplicity and clarification.





# RSA

## SESSION 1 RNZRSA CONSTITUTION



# \* **OVERARCHING GOALS**

- Clarity of **core purpose**
  - Support for veterans and their whānau
- To be **better connected** with membership
  - RSAs want closer connection to RNZRSA and to be better informed
- To achieve **financial sustainability**
  - Better positioned to attract funding
  - Less dependence on the capitation funding model
- To **rebuild reputation**
  - As a cohesive and veteran-centric organisation
- To be **relevant** to all cohorts of veterans

# \* **THE BIG PICTURE**

- The **RNZRSA Constitution** – is the governing document for RNZRSA. Sets out, core purpose, structure, powers, principles, how the organisation should be governed, roles, responsibilities and meeting procedures.
- The **new Constitution** is about legal compliance, an accurate recording of RNZRSA, and the way RNZRSA functions in 2025 and beyond.
- The Board has dedicated **investment** and **resourcing** to get this key document ready for adoption to enable RSAs to be ready in plenty of time for re-registration using the Model Association Constitution.
- **RNZRSA** is paying the legal fees for the development of the Model Constitution – at no cost to RSAs.



# \* **WHY IS THE CHANGE NECESSARY?**

The current **RNZRSA Constitution** needs to be adjusted:

- To bring it back to **core purpose**.
- To meet **legislative requirements** of Incorporated Societies, Act 2022.
- To **remove ambiguity** and **add clarity**, eg: language, clearly defined roles and anomalies.

Once adopted it will **continue to undergo** review. Can be changed by remit.



# THE CONSTITUTION CONSULTATION JOURNEY

Let's recap:

## 2021

- Constitution Working Group formed July 2021.
- Upskilling people to embed knowledge and to future-proof.
- Documents reviewed, legal prep, M&M report, ITF Report, Legal courses.

## 2022

- National Council 106 (October) outcomes:
  - Endorsed core purpose & recognised RNZRSA had to adapt for sustainability.
  - An independent "Future Focused Culture Review" conducted by A Patterson.





# THE CONSTITUTION CONSULTATION JOURNEY

Let's recap:

**2023**

- Constitution Working Group meeting regularly.
- Warrant of Fitness Survey – demonstrated gaps in representation.
- Joint Board/Forum Hui (July, August, then February 2024) – exploring options for the future.
- RSA 2030 roadshow – widely-consulted on with RSAs across the country.

# THE CONSTITUTION CONSULTATION JOURNEY

**2024**

- National Council 107 **February** Part 2.
  - RSAs signalled desire for **closer connection** and **better communications** with RNZRSA.
- Draft **RNZRSA Constitution** released to membership **5 July**.
- Feedback collated into **revised draft** in September with lawyers.
- **Dedicated communications** and website page for all Constitution information regularly updated and reporting to the Board and Forum.
- Revised draft **testing** and **sense checking** (extended working group/Forum Sept/October ongoing, including today).



**Key changes will be discussed/tested during today's sessions.**

# ENGAGEMENT SUMMARY

- We have had excellent engagement and feedback
- More than **387** people from across the RSA network, engaging in the process through the information sessions both online and in-person.
- Since the **start of July through until the end of August**, all RSAs, Affiliates and individuals had the opportunity to submit written feedback on the draft RNZRSA Constitution.
- We had **121** written submissions via [review@rsa.org.nz](mailto:review@rsa.org.nz) from 92 Member Associations.

This is a **high level of engagement for a consultation** process.



# \*SO WHERE ARE WE AT?

- Initial draft circulated 5 July.
- We've had feedback from the membership.
- We've collated the feedback.
- We're in the process of redrafting the Constitution.
- We are in the testing and checking phase.
- CWG, Board, Extended Working Group, Forum and today's sessions with the membership.
- Final **RNZRSA Constitution** draft near completion – it's time to progress the Model Association Constitution.
- Many RSAs are looking for this.





# \*KEY DATES

- **Final** Constitution will be circulated to the Membership in the New Year.
- Online Special General Meeting to pass the **RNZRSA Constitution** will be held on Saturday **15 February** 2025.
- **Model Association Constitution** will be ready by end of February 2025.
- **Bylaws** reviewed and drafted following confirmation of the Constitution post February 2025.





# RSEA

**Post-feedback updates:  
Kaumātua/Core Purpose/Powers**

# UPDATES

- **Te Reo** - Te Ratonga Kahui Morehu a Tu o Aotearoa
- **Kaumātua role** – after advice from Miki Apiti and Ross Himona, to be Kaumātua for all of RNZRSA. Agreement to lead a review on inclusion of Te Tiriti principles.
- **National President** – will sit on Forum. Clear statement defining the role of the NP and the essence and mana of the position. NP will be on the Board.
- **Board Chair** – will have attendance rights at Forum.
- **Powers** – Widely accepted by Forum, now better understood.
- **Still Under Discussion** – Veteran is the general term.
- Returned Veteran/Service Veteran
- **Objects, Purposes and Principles** – veteran poverty and veteran community Section 3.1(i). Widely accepted by the Forum.
- Discussed the difference between **core purpose** and being a **good community citizen**.



# RSA

**QUESTIONS/PATAI**



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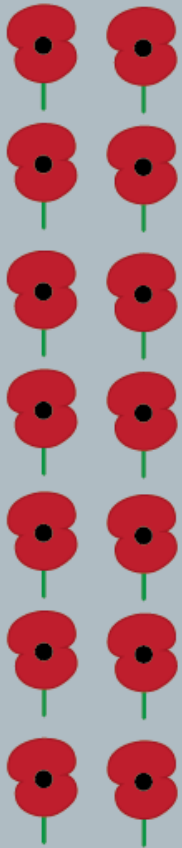
# RSEA

**Post-feedback updates:  
Structure/Voting/AGM**

# RSA<sub>s</sub>

JOINED IN MEMBERSHIP THROUGH COMMITMENT TO CORE PURPOSE  
– SUPPORTING VETERANS AND THEIR WHĀNAU

## RSA<sub>s</sub>



Each RSA determines its own operating model eg: veteran centre, fellowship, hospitality etc

Ensure support for veterans at local level

Each RSA manages its own affairs in keeping with the Model Association Constitution and relevant NZ legislation

RSA<sub>s</sub> are grouped together by district to choose a District President

District Presidents attend Forum meetings

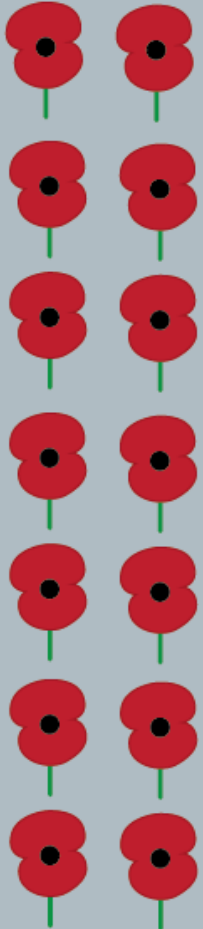


## DISTRICT PRESIDENT

Provides advice, assistance and support to RSA<sub>s</sub> in their district

Provides feedback from RSA<sub>s</sub> to RNZRSA

# AFFILIATES



- Each Affiliate is a separate entity
- Has a veteran centric core purpose
- There are different types of Affiliates
- Manage their own affairs
- Are Affiliate Members of RNZRSA
- Are bound by the rules of membership and engagement with RNZRSA
- The Affiliates Representative attends Forum meetings



## AFFILIATES REPRESENTATIVE

- Chairs Affiliates meetings
- Reports on matters related Affiliate organisations from the Forum
- Reports to the Forum on matters important to Affiliates



# FORUM

CONNECTS RSAS AND AFFILIATES TO RNZRSA, THE BOARD AND NATIONAL OFFICE

National President, District Presidents, Affiliates and National Women's Association

Meet regularly for management meetings

Focus on RSAs

Ensure support for veterans at district level

Identifies and supports the good work RSAs do in support of core purposes, identifies challenges RSAs face, and work towards solutions

Develops functional support for RSAs

District Presidents advisors to Board and National Office



10x MEMBERSHIP REPRESENTATIVES,  
NATIONAL PRESIDENT,  
2x NATIONAL VICE PRESIDENTS, BOARD  
CHAIR (EX-OFFICIO)

Provides connection and communication  
between Membership, National Office  
and the Board

# NATIONAL OFFICE

OPERATIONAL AND ADMINISTRATIVE ARM OF RNZRSA

Responsible for the management of:

Support Services

Marketing

Communications

Financial Management

Operations

Personnel

Chief Executive leads National Office  
and reports to the Board



Provides support to the  
veteran community through  
Remembrance,  
Support and Advocacy

# RNZRSA BOARD

RESPONSIBLE FOR GOVERNANCE

Ensures reputation is safeguarded, maintained and enhanced

Sets strategy and reviews progress

Approves business plans and budget

Reviews progress against business plans and budget

Assesses and manages risk to RNZRSA

Oversees major projects

Receives reports from CE and other staff

Oversees the annual accounts and audit



NATIONAL PRESIDENT,  
5-8 x BOARD MEMBERS  
2 x EX OFFICIO FORUM MEMBERS

Provides development of  
purpose, goals and strategy

# UPDATES

- **Structure** – roles explained more explicitly; allows for ex-officio positions; District Representatives to remain District Presidents.
- **Terms of appointment** – Same for Board & Forum. 3yrs + 3yrs and possible further 3yrs in exceptional circumstances.
- **AGM/SGM Meetings** – Notice of Motion/Remit process tidied up, ambiguity removed, dates and process for submission made clearer.
- **Voting**
  - First-past-the-post NP and NVPs
  - 1 vote for individuals
  - 2 votes per RSA
  - 1 vote per Affiliate
  - Accepted by Forum including Affiliates representative.
  - Methods of voting – 3 ways.
- **Membership Fees**
  - Currently calculated as a per capita fee - capitation.





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**Post-feedback updates:  
General**

# UPDATES

- **Definitions** – specific section added to give clarity eg: Members of Members; National Poppy Trust.
- **Difficult to understand sections** - identified and handed back to lawyers for review. Eg: Section 5 Role of National Council.
- **On-Line RSA** needs to be defined.
- **Inclusion of appropriately amalgamated RSAs** – eg: Paraparumu, lawyers to discuss.
- **Categories of membership** - made clearer.
- **Disputes** - now in the Constitution as required by law.
- **Criteria** - now in the Constitution as required by law.







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- **Difficult to understand sections** - identified and handed back to lawyers for review. Eg: Section 5 Role of National Council.
- **On-Line RSA** needs to be defined.
- **Ceasing to be a Member**
  - Clarity added.
- **Inclusion of appropriately amalgamated RSAs** – eg: Paraparumu, lawyers to discuss.
- **Categories of membership** - made clearer.
- **Disputes** - now in the Constitution as required by law.
- **Criteria** - now in the Constitution as required by law.





# RSA

## SESSION 2: LEGAL Q & A

**Chris Steenstra** LLB, BSocSci

**Norris Ward McKinnon**

**Facilitator: Erin Andersen**