


Comparison of Proposed Constitution with Current Rules

The Sappers Association (NZ) Inc

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Version 2

Latest version here  Comparison of Proposed Constitution with Current Rules.pdf

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Below is an illustrative comparison table showing how each major clause and subclause in the **Draft Constitution (2025)** maps to the corresponding rule (if any) in the **2002 Rules (Amended 2003, 2023)**. The table includes:

1. **Clause Number (Constitution)** – e.g. “1.4 Purposes”
2. **Brief Description (Constitution)** – Short summary of that clause
3. **Match Code** –
 - 1 = Near identical match
 - 2 = Similar or partially covered
 - 3 = Contrast or materially different
 - 4 = Missing (no parallel)
4. **Rule Number (Rules)** – e.g. “2.1 Objects”

Because each document has its own structure, many of the Constitution’s clauses map to multiple Rules clauses or partially match them. In those situations, the closest or most relevant Rules clause is shown.

Comparison Table

Constitution Clause	Brief Description	Match Code	Rules Clause
1.1 Name	States the official society name.	1 (near match)	1 (Name)
1.2 Charitable Status	Declares whether the society is/isn't a registered charity.	3 (contrast)	Not specifically stated; closest references are 2.1 and 2.1(i) on "Objects" but they do not declare formal charitable status.
1.3 Definitions	Defines key terms: Act, AGM, committee, etc.	2 (similar)	3 (Definitions & Interpretation)
1.4 Purposes	Lays out primary purposes (welfare, heritage, activities).	2 (similar)	2 (Objects)
1.5 Practice, Values, Culture	Mentions tikanga, kawa, or guiding culture.	4 (missing)	No direct parallel in the Rules.
1.6 Act and Regulations	Emphasizes compliance with the Incorporated Societies Act 2022.	3 (contrast)	Rules reflect the 1908 Act references (Rule 2.1(i) and scattered references). Not updated for 2022.

Constitution Clause	Brief Description	Match Code	Rules Clause
1.7 Restrictions on Society Powers	Prohibits operating for financial gain; sets limits.	2 (similar)	18.1 (Fund Raising and Personal Benefit)
1.8 Registered Office	Specifies the official office location.	1 (near match)	22 (Registered Office)
1.9 Contact Person	Requires at least one “contact person” per the 2022 Act.	4 (missing)	No mention of a designated “contact person.”
2.1 Minimum Number of Members	States the mandatory minimum membership count.	4 (missing)	Not explicitly mentioned in the Rules.
2.2 Types of Members	Defines membership classes (Member, Life Member, etc.).	1 (near match)	4 (Classes of Membership)
2.3 & 2.4 Becoming a Member	Lays out nomination/approval processes.	2 (similar)	5 (Members) – “Nomination of Members,” plus 6 (Honorary)
2.5 Members’ Obligations & Rights	Lists rights (vote, attend) and duties (pay fees).	2 (similar)	5, 6, 11 – Spelled out across “Members,” “Honorary Members,” and fees sections.

Constitution Clause	Brief Description	Match Code	Rules Clause
2.6 Subscriptions and Fees	Covers annual subscriptions, when due, consequences.	2 (similar)	10 (Entrance Fees), 11 (Membership Fees)
2.7 Ceasing to be a Member	Explains the ways membership can end.	1 (near match)	12 (Termination of Membership)
2.8 Obligations Once Membership Ceases	E.g. returning property, lingering debts.	2 (similar)	12.6 (Consequences of Termination of Membership)
2.9 Becoming a Member Again	Reinstatement rules.	2 (similar)	5.1 & 12.1–12.6 partly cover re-nomination and termination details, but no direct “reinstatement” clause.
3.1 Procedures for All General Meetings	Notice periods, quorums, proxies, etc.	2 (similar)	8 (Meetings of Members) – “Calling of Meetings,” “Quorum,” “Voting,” “Proxies,” etc.
3.2 Minutes	Requirement to keep official minutes of meetings.	2 (similar)	8.13 (Minutes)

Constitution Clause	Brief Description	Match Code	Rules Clause
3.3 Annual General Meetings: When Held	Frequency & timing of AGMs.	2 (similar)	9.1 & 9.2 (Biennial Meeting, Annual Meeting) – The Rules incorporate a “Biennial Meeting” plus an “Annual Meeting” in intervening years.
3.4 AGM: Business	Typical business (reports, elections, finances).	2 (similar)	9.1 (Business of the Biennial Meeting) & 9.2 (Annual Meeting)
3.5 Special General Meetings	Requirements to call a special meeting.	2 (similar)	8.1 (Calling of Meetings) – By Council or by member requisition.
4.1 Committee Composition	The number and nature of officers on the committee.	2 (similar)	15 (Council) – Combined officers as a “Council.”
4.2 Functions of the Committee	Management responsibilities.	1 (near match)	16.1 & 16.2 (Council’s Responsibilities; Directions by Members)
4.3 Powers of the Committee	The scope of authority to manage or supervise.	2 (similar)	16.3 (Council Authority)
4.4 Sub-committees	Allows the committee to form sub-committees.	4 (missing)	No direct sub-committee provisions in the Rules.

Constitution Clause	Brief Description	Match Code	Rules Clause
4.5 General Matters: Committees	Quorum, methods of meeting, residual powers.	4 (missing)	No exact parallel. Council procedures are in 17, but sub-committees or “general committee matters” are not itemized.
5.1 Committee Meetings: Procedure	How the committee meets, quorum, minutes.	2 (similar)	17 (Council Meetings) – Notice, chairperson, voting, minutes.
5.2 Frequency of Committee Meetings	At least quarterly or as called.	2 (similar)	17.1 (Council must meet upon notice) – No explicit “quarterly” requirement, but does specify meeting procedure.
6 (Officers)	Lists officers, roles, potential “Chief Executive” or Treasurer.	1 (near match)	13 (Officers of the Association) & 14 (Election)
6.1 Qualifications of Officers	Who can serve, disqualifications, age, etc.	4 (missing)	The Rules do not detail explicit disqualifications (e.g. bankruptcy, age limit, etc.).
6.2 Officers’ Duties	Care, diligence, good faith, no conflicts.	4 (missing)	Not spelled out in the Rules.

Constitution Clause	Brief Description	Match Code	Rules Clause
6.3 Election or Appointment	Officer election method, appointments for vacancies.	2 (similar)	14 (Election of Officers) – Basic process is described; partial overlap.
6.4 Term	How long each officer serves.	3 (contrast)	14.1, 14.3 (Officers resign at Biennial Meeting) – Different structure (2-year cycle) from the Constitution's approach.
6.5 Removal of Officers	Procedure to remove an officer before end of term.	4 (missing)	Rules do not specify formal removal procedures.
6.6 Ceasing to Hold Office	Resignation, ineligibility, or end of term.	4 (missing)	Not explicitly laid out beyond normal "resignation" or "biennial turnover."
6.7 Conflicts of Interest	Requiring disclosure, an Interests Register, etc.	4 (missing)	No conflict-of-interest register or procedure is specified.
7 Records	Register of Members, Interests Register, access to info.	2 (similar)	7 (Roll of Members) – They keep membership rolls. No separate "Interests Register."

Constitution Clause	Brief Description	Match Code	Rules Clause
8 Finances	Control of finances, bank accounts, signatories, etc.	2 (similar)	18 (Fund Raising) – Includes references to banking, signatories, but less detail on full “control and management” of finances.
9 Dispute Resolution	Process for handling complaints, discipline, appeals.	4 (missing)	No formal dispute-resolution mechanism aside from membership termination (Rule 12).
10 Liquidation	Winding up, surplus assets distribution.	1 (near match)	25 (Liquidation)
11 Alterations to the Constitution	Process to amend the constitution.	2 (similar)	20.3 (Alteration to Rules)
12 Other	Miscellaneous provisions not elsewhere covered.	2 (similar)	21 (Common Seal), 22 (Registered Office), 23 (Service of Notices), 24 (Confidentiality), 26 (Award); spread across multiple Rules.
12.1 Common Seal	Custody and use of the seal.	1 (near match)	21 (Common Seal)

Constitution Clause	Brief Description	Match Code	Rules Clause
12.2 Bylaws	Adoption of bylaws or internal regulations.	2 (similar)	20.1 (Regulations)

Notes and Observations

1. Terminology Differences

- The Draft Constitution (2025) uses the term “Committee,” whereas the 2023 Rules refer to the managing body as the “Council.” Most of the same governance functions appear, but the structure and naming vary.

2. Annual General Meeting vs. Biennial Meeting

- The Draft Constitution provides for an AGM every year. The 2023 Rules require a “Biennial Meeting” every two years as the main business meeting, plus an “Annual Meeting” in alternate years. That structure contrasts somewhat with the new Act’s assumption of a single regular “AGM” each year.

3. Officer Qualifications and Removal

- The Draft Constitution details formal disqualification criteria (e.g. bankruptcy, criminal convictions), removal by resolution, etc. These do not appear in the 2023 Rules. Hence many missing or contrasting entries (Match Code 3 or 4).

4. Dispute Resolution

- The Draft Constitution has a full dispute-resolution process (Sections 9.1–9.8). The 2023 Rules only outline membership termination for cause (Section 12) but do not define steps for complaints, mediation, or appeals. Hence a “missing” classification.

5. Practice, Values, Culture

- The Draft Constitution sets out guidance on the Society's values ("tikanga, kawa") in Clause 1.5. No equivalent "culture" clause appears in the 2023 Rules.

6. References to the 2022 Act

- The Draft Constitution is tailored to comply with the Incorporated Societies Act 2022. The 2023 Rules still reflect the 1908 Act references. This leads to various "contrast" or "missing" notations, especially around new statutory obligations like designating a "contact person" or "interests register."

References

- Draft Constitution - Sappers Association (NZ) (2025). Version 3.0 - 2025-02-18.
- 2023 - Rules Sappers Association (NZ) Inc. (Originally 2002, 2003, updated 2023).

This table provides a structured overview of how each Constitution clause compares with a corresponding provision (if any) in the 2023 Rules. Clauses marked "missing" (Match Code 4) indicate provisions that appear only in the Draft Constitution and have no direct parallel in the 2023 Rules. Clauses marked "contrast" (3) signal that each document covers the same topic but in a substantially different way.

Latest Documents

Constitution: Sappers Association (NZ) Inc (2025) – Draft Proposal. (2025, February 28). Sappers Association (NZ) Inc.

 [Draft Constitution - Sappers Association \(NZ\).pdf](#)

Sappers Association (N.Z.) Inc—Rules (2002, Amended 2003, 2023). (2023, June 1). Sappers Association (NZ) Inc.

https://drive.google.com/file/d/1qK7W_uZuFJTbidsMVsfI_ZbUYEo53H8Y/view?usp=drive_link

How this was made: ChatGPT

Using this very challenging workflow prompt created by Peter Me

“I want to compare two documents which are a set of rules for an incorporated society. I want to identify the material similarities and differences, I want to be able to find in the resulting table the relevant sections in each document. I want a table that lists by row for each numbered clause (eg 2.1 Objects) and subclause eg (a) in the Constitution pdf either the materially matching clause in the second document, Rules pdf, or a contrasting clause. The next column adds a code to denote the degree of match such as

1. near identical match
2. similar match
3. contrast
- 4 missing.

Here are the two documents. The first column should provide the Rule number in the first document, like 1.4 Purposes. The last column should provide the Rule in the second document with which it is compared eg 2.1 Objects.”

Full chat here: <https://chatgpt.com/share/67c01b8b-3104-8000-bd89-e4d1d1b6390a>

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<https://chatgpt.com/share/67c01d12-39b8-8000-a777-b5a1175efa05>

And one for the road!... A Limerick

“There once were some Sappers so proud,
Hailing from Aotearoa’s crowd,
“Ubique!” they say,
Night and day on their way—
For once Sapper, always Sapper, avowed.”

Source: Generated by ChatGPT using a prompt by Sapper Pete Me

<https://chatgpt.com/share/67c0196a-ddec-8000-ab1e-338ec58d68d1>