

German New Zealand Chamber of Commerce

Amendments to the Constitution 2026

Resolution 1

That the Constitution be amended by inserting the following new clause 5.3A:

“5.3A Nothing in clause 5.3 shall apply to an application for membership approved by the Executive Director prior to 13 November 2025. The membership of any new Member is deemed to have been valid and effectual since such approval to the same extent as that of any Member whose membership is approved by the Board.”

Resolution 2

That the Constitution be amended by deleting clauses 11.1 and 11.2 and replacing them with the following two clauses:

“11.1 The Board must govern, direct and supervise the operation and affairs of the Chamber.

11.2 The governance, direction and supervision of the business of the Chamber is vested in the Board and the Board may exercise all such powers and do all such acts and things as the Chamber is by its Constitution or otherwise authorised to exercise and do and not required to be exercised or done by the Chamber in General Meeting under this Constitution or the Act.”

Explanatory Notes

Resolution 1

It has come to the attention of the Board that some membership applications, prior to 13 November 2025, were approved by the Executive Director rather than by the Board as required by clause 5.3 of the Constitution. The new clause 5.3A confirms that all such membership applications are deemed to be valid and effectual as described in the new clause.

Resolution 2

The new clauses are the same as clauses 11.1 and 11.2 of the existing Constitution except for the removal of the word “manage” from clause 11.1 and replacement of the word “management” in clause 11.2 with “governance, direction and supervision”.

Subject to the prior approval of the DIHK, the Constitution may be altered by resolution of the Chamber in General Meeting upon not less than two thirds majority of the Regular Members present in person or by proxy and voting in favour of such resolution.

The DIHK has approved the proposed changes (email 28/4/2026).

The form of Constitution after incorporating the proposed changes is attached.