

Constitution and Rules

1. Name

- 1.1 The name of this organisation shall be Taekwondo New Zealand Incorporated.

2. Objects

- 2.1 To develop and promote excellence in the martial art and sport of Taekwondo in New Zealand.
- 2.2 To act in all matters as the National Governing Body for Taekwondo in New Zealand in strict compliance with the rules and regulations of the World Taekwondo Federation and Kukkiwon.
- 2.3 To liaise with government and quasi-governmental bodies and to apply for and pursue applications for governmental assistance and support.
- 2.4 To organise National Selection Tournaments, select National Teams and Officials, and manage National Teams at International Competitions.
- 2.5 To arrange for the participation of New Zealand at international Taekwondo competitions, seminars and events.
- 2.6 To keep member organisations informed of all developments relating to Taekwondo.
- 2.7 To purchase, take on, lease, rent or otherwise acquire land, buildings or other property, premises or equipment that may be necessary to meet the objects of Taekwondo New Zealand and to sell, lease, mortgage or otherwise dispose of the same.
- 2.8 To appoint, employ or contract the services of Instructors, Managers or Coaches as required.
- 2.9 To collect and receive fees and/or levies from member organisations and individual members.
- 2.10 To administer and invest Taekwondo New Zealand funds in a responsible manner and apply those funds in furtherance of the objects of Taekwondo New Zealand.
- 2.11 Promote and sanction international competition held in New Zealand
- 2.12 To do all other such legal acts that shall be conducive to the promotion of Taekwondo in New Zealand and the attainment of the above.

3. **Membership**

- 3.4 Open to all WTF style Taekwondo organisations that support the objects and rules outlined in this Constitution.
- 3.2 Applications for membership are made to the Taekwondo New Zealand Board, who may grant provisional membership until full membership is approved by a simple majority vote at a General Meeting of the Society. Provisional members have no voting rights but are entitled to participate in TNZ activities.
- 3.3 All applications for membership shall be in the form prescribed and shall be accompanied by such fees and/or levies as shall be determined from time to time by Taekwondo New Zealand.
- 3.4 Membership relates to the period covered by Taekwondo New Zealand financial year (1st April - 31st March).

3.5 **Fees and Levies**

- 3.5.1 The amount of fees payable shall be determined at a General Meeting having regard to the current and future requirements of Taekwondo New Zealand.
- 3.5.2 A General Meeting of the Society may authorise the Taekwondo New Zealand Board to impose additional levies during the year subject to the needs of the Society.
- 3.6 The Members of Taekwondo New Zealand shall consist of:

(a) Voting Member Organisations comprise those Member Organisations with 250 or more members who have paid the designated fees and/or levies due by themselves in respect of the current financial year. The organisations must be incorporated societies properly constituted in accordance with the Incorporated Societies Act 1908, its amendments or successors.

(b) Non-Voting Member Organisations comprise those Member Organisations with less than 250 members or Organisations who are not incorporated societies, who have paid the designated fees and/or levies due by themselves in respect of the current financial year, who shall not have any voting rights at General Meetings of the Association.

(c) Individual members of member Organisations, who shall not have any voting rights at General Meetings of the Association, nor any rights to attend and debate at such meetings.

4. **Termination of membership**

- 4.1 Membership will be terminated under any of the following circumstances:
 - 4.1.1 Where fees and/or levies have been outstanding for two months or more;

- 4.1.2 Where the member organisation voluntarily terminates their membership by advising Taekwondo New Zealand in writing that they wish to do so.
- 4.1.3 Where the member organisation or individual breaches, fails, or neglects to comply with the Rules or regulations of Taekwondo New Zealand, by a simple majority vote at a General Meeting of the Society
- 4.1.4 Where a member organisation or individual behaves in such a way as to bring Taekwondo New Zealand or Taekwondo into disrepute, by a simple majority vote at a General Meeting of the Society.
- 4.2 Notice:
 - 4.2.1 Notice shall be deemed to be given when the member organisation or individual has been advised in writing at their last known address.
- 4.3 Termination of membership under paragraph 4.1.3 or 4.1.4 can only occur after the member has had the right of appeal under paragraph 7.7.8.
- 4.4 There shall be no refunds of membership fees where membership has been terminated for any reason whatsoever.
- 4.5 A Member who has been terminated may reapply for membership in accordance with these Rules.

5. Alteration of rules

- 5.1 Any alteration of Taekwondo New Zealand Constitution or Rules can only take place at the AGM and must be approved by not less than two thirds of those present and entitled to vote.
- 5.2 No addition to or alteration or recession of Taekwondo New Zealand Constitution or Rules shall be approved if it affects the personal benefit clause or the winding up clause.

6. General meetings

- 6.1 An Annual General Meeting of Taekwondo New Zealand shall be held not later than 31st May each year.
- 6.2 Notice of Meeting:
 - 6.2.1 At least 28 days notice in writing shall be given to each Member Organisation, specifying the date, time and place of the Annual General Meeting.

- 6.2.2 The notice shall specify that resolutions to be put before the meeting shall be notified to the Secretary at least 14 days before the date of the meeting.
- 6.3 The Agenda for the meeting, shall be forwarded to each Member Organisation at least 7 days before the date of the meeting.
- 6.4 The Business to be transacted at the Annual General Meeting shall include:
 - 6.4.1 To receive and approve the Annual Report and the Annual Financial Statements of Taekwondo New Zealand for the preceding year.
 - 6.4.2 To elect the Officers for the current term if their term has expired.
 - 6.4.3 To discuss any other matters of which at least 14 days notice in writing has been given to the Secretary. Such matters must be identified as either general matters or matters of specific interest.
- 6.5 Extraordinary General Meeting:
 - 6.5.1 An Extraordinary General Meeting may be convened by the Board or on receipt by the Secretary of a written request by Member Organisations representing at least one half of the total members of Voting Member Organisations as determined by the membership numbers submitted at the last Annual General Meeting. The request shall state the objects and reasons for calling such a meeting.
 - 6.5.2 Upon receipt of such request, or at their instigation, the Board shall call for an Extraordinary General Meeting to be held within 21 days and notify all Member Organisations accordingly.
- 6.6 Entitlement to Vote:
 - 6.6.1 Persons entitled to vote at the General Meeting shall be nominated by their respective voting Member Organisations, with one voting representative per 250 members (membership numbers being determined as per paragraph 7.1), with a maximum of four (4) representatives per Voting Member Organisation, or their respective proxies where the voting representative is unable to attend.
 - 6.6.2 Details of proxies must be provided to the Secretary at least 48 hours prior to the commencement of the General Meeting.
- 6.7 **Quorum:**
 - 6.7.1 The Quorum of any General Meeting shall consist of at least four (4) persons entitled to vote not all of whom should be from the same Voting Member Organisation, or their proxies.

6.8 Voting:

6.8.1 Voting shall be by show of hands unless a voter demands a ballot.

6.9 Chairman:

6.9.1 The Chairman at General Meetings shall be the President, or in his absence the Vice President.

7. **Executive Board**

7.1 Taekwondo New Zealand will be controlled by an Executive Board consisting of Appointees from each of the Voting Member Organisations. There shall be one appointee per 250 members from each Voting Member Organisation, with a maximum of four (4). Membership numbers of Voting Member Organisations must be based upon financial statements audited by a Chartered Accountant incorporating a reconciliation of membership fees to a listing of members. Where a member of a Voting Member Organisation has membership of two or more Voting Member Organisations, they must nominate only one Voting Member Organisation for their membership to be counted for voting purposes. A Statement confirming membership numbers sworn before a Notary Public must also be provided as evidence and accompany the Financial Statements where the audited accounts does not list membership numbers of member clubs. The Financial Statements and certified Statement on Membership must be submitted to the Secretary each year in advance of the AGM.

7.2 **Qualifications**

7.2.1 Board members shall have been a member of the Voting Member Organisation for a continuous period of not less than twelve months immediately preceding the date of appointment.

7.2.2 Any person who holds office or any paid position in any other Taekwondo organisation which is not a member of the Society shall be ineligible to be appointed to the Board.

7.3 The Officers shall be in office for a duration of two (2) years and shall be elected from among the Appointees of the Voting Member Organisations at the Annual General Meeting. All outgoing Officers are eligible for re-election. At the end of the tenure of the current Officers, nomination forms will be sent to all Member Organisations with the written notice of the Annual General Meeting referred to in paragraph 6.2.1 above. Nomination forms must be signed by the nominee, signifying he is willing to stand for such office, and by an Executive Officer of his Voting Member Organisation. The duly completed nomination form must be returned to the Secretary General at least 14 days before the date of the meeting. A list of nominees will then be forwarded to all Voting Member Organisations at least 7 days before the date of the

meeting. Voting for the Officer's positions will then take place at the Annual General Meeting in accordance with paragraph 6.7.1.

- 7.4.1 Notwithstanding the above (paragraphs 7.1, 7.2.1, 7.3), Voting Member Organisations may choose to allow the nomination of a member of a Non-voting Member Organisation for election. The procedure is the same as for the nomination of a member of a Voting Member Organisation except that the nomination form must be signed by an Executive Officer of a Voting Member Organisation, and must be notified to and accepted by a simple majority of appointees of Voting Member Organisations before being placed on the list by the Secretary General. Should a member of a Non-voting Member Organisation be elected as an Officer their vote shall be counted as if they were an appointee of a Voting Member Organisation.
- 7.4.2 All other matters pertaining to the election of a member of a Non-voting Member Organisation as an Officer (length or term, eligibility for re-election) are in accordance with paragraph 7.3.
- 7.5 The Officers shall have the titles; President, Senior Vice President, Vice Presidents (s), Secretary General and Treasurer, and have the following duties;
 - 7.5.1 **The President:**
 - 7.5.2 The President shall be the official representative of Taekwondo New Zealand in all matters pertaining to Taekwondo New Zealand. He shall also act as Taekwondo New Zealand official representative in all protocol situations. He, or his appointee, shall prepare the Annual Report for submission to the Annual general Meeting.
 - 7.5.3 The President shall attend and chair all meetings of Taekwondo New Zealand and of the Board and shall keep order there-at and decide all points of order.
 - 7.5.4 **The Senior Vice President and Vice President(s):**
 - 7.5.5 The Senior Vice President and Vice President(s) shall assist the President in the discharge of his duties and, in the absence of the President, shall officiate in his stead and exercise the duties and powers of the President.
 - 7.5.6 **The Secretary General:**
 - 7.5.7 The Secretary General shall:
 - 7.5.8 Arrange and attend all meetings and record the minutes thereof.
 - 7.5.9 Keep in proper custody all papers and documents pertaining to Taekwondo New Zealand.
 - 7.5.10 Attend to all correspondence on behalf of Taekwondo New Zealand.

- 7.5.11 Maintain and keep up to date, in conjunction with the Treasurer, all records and registers of Taekwondo New Zealand.
- 7.5.12 Assist the Treasurer in the collection of fees and/or levies.
- 7.5.13 On request of the President or the Board, immediately produce any correspondence, books, records or property of Taekwondo New Zealand . On ceasing to be Secretary General he shall deliver to his successor all books, records and other property of Taekwondo New Zealand in his possession.
- 7.5.14 **The Treasurer:**
- 7.5.15 The Treasurer shall:
- 7.5.16 Collect all moneys due to Taekwondo New Zealand and issue an appropriate receipt.
- 7.5.17 Bank all such moneys in the name of Taekwondo New Zealand in a bank account approved by the Board.
- 7.5.18 Disburse all moneys on the authority of the Board.
- 7.5.19 Keep an accurate and correct account of all monetary transactions.
- 7.5.20 Prepare a Statement of Income and Expenditure and a Balance Sheet, immediately after the close of the current financial year. The Financial Statements must be provided to the Secretary so that copies may be forwarded to all Member Organisations at least 7 days prior to the Annual General Meeting.
- 7.5.21 Prepare such other Financial Statements, Budgets, Forecasts, or Financial Analyses as may be required by the Board.
- 7.5.22 On request of the President or Board, immediately produce any bank statements, receipt books, cheque books, deposit books, invoices, copies of computer records or files or property of Taekwondo New Zealand. On ceasing to be Treasurer, he shall deliver to his successor all financial records, computer files, chequebooks and other property of Taekwondo New Zealand in his possession.
- 7.6 In the event of any dispute over the powers of any Officer, the matter will be decided by vote of the Board.
- 7.6.1 Between General Meetings the Board shall be deemed supreme authority of Taekwondo New Zealand both Administrative and Managerial.
- 7.7 The duties and powers of the Board are:

- 7.7.1 Execute all decisions arrived at during General Meetings.
 - 7.7.2 Requesting the assistance of others in meeting the objects of Taekwondo New Zealand and delegating such of the powers of the Board as are deemed necessary for such purposes.
 - 7.7.3 Provisionally accept or decline membership.
 - 7.7.4 Authorise expenditure of Taekwondo New Zealand funds in accordance with Taekwondo New Zealand objectives.
 - 7.7.5 Raise funds consistent with Taekwondo New Zealand objectives.
 - 7.7.6 Enter into any leases, credit contracts or hire purchase agreements in the furtherance of Taekwondo New Zealand objectives.
 - 7.7.7 Employ staff as required.
 - 7.7.8 Where the member organisation or individual breaches, fails or neglects to comply with the Rules or regulations of Taekwondo New Zealand, or behaves in such a way as to bring Taekwondo New Zealand or Taekwondo into disrepute the Board may suspend their membership pending termination of membership at a General Meeting under Paragraph 4.1.3 or 4.1.4, or the Board may impose a fine not exceeding \$50.00 for breach of any Rule, regulation or by-law which the Board considers warrants such a penalty but not so substantial as to be dealt with by way of suspension under this Rule. The Board shall not exercise the power contained in this Rule without first giving the member concerned written notice of the matters of complaint and a reasonable opportunity to make an explanation in reply. The member organisation or individual has the right to appeal the Board's decision through a Judiciary Committee convened for this purpose by the Board, which need not be comprised of members of the Board, and which has the power to overturn the Board decision.
 - 7.7.9 The power to make, alter or rescind by-laws and regulations governing the conduct and operation of the Society consistent with the Constitution of the Society. Any by-laws and regulations made by the Board shall be binding on every member of the Society until rescinded by the membership of the Society at a General Meeting.
 - 7.7.10 The decision of the Board in the interpretation of the Rules or an by-law or any regulation or any matter pertaining to the Society, its property or interests shall be conclusive and binding on all members until revoked at a General Meeting.
 - 7.7.11 Do all other acts as are consistent with the objects and in the interests of the Taekwondo New Zealand.
8. The Board will hold meetings whenever considered necessary or at the request of any four (4) Board members. All Board members must be given at least seven (7) days written notice of a meeting except where all Board members agree to accept a lesser period of notice.

- 8.1 Four (4) members of the Board not all of whom should be from the same Voting Member Organisation shall constitute a Quorum of whom at least two (2) must be Officers of Taekwondo New Zealand.
- 8.2 Voting at Board meetings (and Sub-committee meetings) shall be by show of hands unless otherwise decided by a majority of those present. Each member of the Board is entitled to one vote. In the event of an equal division of votes for and against a resolution, the Chairman shall have the casting vote in addition to his ordinary vote subject to paragraph 7.4.
- 8.3 The Chairman at Board meetings shall be the President or in his absence the Vice President. In the case of Sub-committee meetings a Chairman shall be elected at the start of each meeting with rotation of the chair among all Sub-committee members taking place at each subsequent meeting.
- 8.4 In the event of any Officer ceasing to be a member of the Board, the Board shall appoint a replacement from among the Appointees of the Voting Member Organisations to fill the vacancy until the next Annual General Meeting. Then a new Officer will be elected who will then serve the remainder of the term of his predecessor. Where any Appointee ceases to be a member of the Board that member shall immediately be replaced by another Appointee of the Voting Member Organisation.

9. Common seal

- 9.1 The Common Seal of Taekwondo New Zealand shall be in the safe custody of the Secretary or their authorised delegate and the said Seal shall not be affixed to any document except by the authority of the Board. It must be affixed in the presence of two Officers of the Executive where it is being applied in relation to clause 2.7 or any other significant transaction, otherwise by the Secretary or delegated person.

10. Financial year

- 10.1 The financial year shall be from 1st April - 31st March.

11. Control and investment of funds

- 11.1 The Treasurer shall be responsible for the accounting of all funds, the issuing of all receipts and the drawing of all cheques.
- 11.2 A bank account may only be opened by way of a resolution approved by the Board.
- 11.3 Two cheque signatories shall be required for the drawing of any cheque, one of whom shall be the Treasurer unless the cheque is payable to the Treasurer. Where a cheque is made payable to any member, that member may not be one of the

signatories. Cheque signatories comprise all Officers and any member of the Board appointed as a signatory by the Board.

- 11.4 Surplus funds may be invested by the Treasurer with due care and diligence in any Institution registered to operate as a Bank in New Zealand, or any subsidiary thereof.
- 11.5 The income and property of Taekwondo New Zealand, when so ever derived, shall be applied solely towards the promotion of the objects of Taekwondo New Zealand as set forth herein and no portion thereof shall be paid or transferred, directly or indirectly, by way of profit to any member; provided that nothing herein contained shall prevent the payment in good faith to any member of remuneration for any service actually rendered to, or on behalf of, Taekwondo New Zealand or the reimbursement of any member for authorised expenses incurred on its behalf.
- 11.6 No member of Taekwondo New Zealand or any person associated with a member shall participate or materially influence any decision made by Taekwondo New Zealand in respect of the payment to or on behalf of that member or associated person of any income, benefit or advantage whatsoever.
- 11.7 Any payment for goods and services paid shall be reasonable and relative to that which would be paid in an arms length transaction (being the open market value). The provisions and effect of this clause shall not be removed from this document, and shall be included and implied into any document replacing this document.
- 11.8 An Auditor, not being a member of the Board, may be appointed by the Annual General Meeting. He will be required to audit the Annual Financial Statements and prepare a report upon them at the Annual General Meeting, any report to be made available to members.

12. Winding up

- 12.1 Taekwondo New Zealand may be wound up voluntarily in accordance with section 24 of the Incorporated Societies Act 1908.
- 12.2 If upon the winding up or dissolution of Taekwondo New Zealand there remains after the satisfaction of all it's debts and liabilities any property whatsoever the same shall not be paid to or distributed among the members of Taekwondo New Zealand but shall be given or transferred to some other charitable organisation or body having objects similar to the objects of Taekwondo New Zealand, or for some other charitable purpose, within New Zealand, as resolved by the majority of the Board.

13. Property

- 13.1 Taekwondo New Zealand may lease, buy, sell or deal in land and property.

14. Saving clause

- 14.1 Any matter not otherwise specifically provided for in this Constitution shall be determined by the Board in such a manner as it shall think fit until the matter can be decided at the next Annual General Meeting.

15. Interpretation

- 15.1 In this Constitution the word "Taekwondo New Zealand" shall mean Taekwondo New Zealand Incorporated, the word "Board" shall mean the Executive Board of Taekwondo New Zealand Incorporated, and the word "Member" shall mean a Member Organisation of Taekwondo New Zealand Incorporated. Any words implying the masculine gender include the feminine gender and vice versa.