

## **1. Name**

1.1. The name of the Society is "Institute of Aikido New Zealand Incorporated" hereinafter called 'The Society'

**2. Objectives:** The objectives for which The Society is established are as follows.

- 2.1. To further the study and practice of Aikido and ensure a high standard of instruction in Aikido in New Zealand.
- 2.2. To act as a unifying National Body to which other Institutions, Societies and Associations may affiliate and to assist such affiliates in terms of financial and organisational matters.
- 2.3. To provide facilities, financial backing, premises and all other types of assistance which may be necessary for the promotion of Aikido
- 2.4. To subscribe to, become a member of, or support any Institution, Society or Association not formed for profit and having objectives kindred to those of The Society.
- 2.5. To borrow, raise or give security for money in terms of the power hereafter ascribed to the Executive.
- 2.6. To Use the funds of The Society in payment of the costs and expenses of furthering or carrying out the objectives of The Society
- 2.7. To purchase, lease or otherwise acquire property which the Executive considers necessary in order to carry out the objectives of The Society and to sell, dispose of or otherwise deal with any such property.
- 2.8. To invest monies of The Society, not immediately required as may from time to time be determined by the Executive.
- 2.9. To do all such other things as may be lawful, incidental or conducive to the foregoing objectives

### **3. Membership**

3.1. The Society will have two classes of membership

3.1.1. Affiliate Membership

3.1.2. Individual Membership

3.2. Affiliate membership will be available to Aikido Clubs providing Aikido classes on a regular basis.

3.3. Each application for Affiliate membership will be considered by a meeting of the Instructors Board, which may decline to admit any applicant organisation.

3.4. Where an Affiliate member has multiple classes of membership within its own constitution and rules the Executive of The Society will determine which of those classes are eligible for individual membership of The Society

3.5. Responsibilities of Affiliate members are as follows:

3.5.1. Application for membership must be made in writing to the Secretary of The Society.

3.5.2. Affiliate members must pay all fees defined in section 4.1 and 4.2

3.5.3. Affiliate members must provide the Secretary of The Society with a list of members who are eligible for Individual membership at least 30 days prior to the Annual General Meeting of The Society.

3.5.4. Affiliate members may resign from The Society by sending a letter of resignation to the Secretary.

3.6. The rights of Affiliate Members are that they shall:

3.6.1. Be entitled to register their members as Individual members as defined in Section 3.5.

3.6.2. Be entitled to make appointments to the Executive of the Society as defined in section 5.1

3.6.3. Be entitled to propose appointments to the Instructors Board as defined in Section 6.1

3.6.4. Be entitled to use the name 'Institute of Aikido' in any promotional material

3.6.5. Be entitled to claim affiliation to this national body

3.7. Individual membership will be available to acknowledged members of Aikido Clubs which hold Affiliate membership and who are eligible under section 3.4

3.8. Every Individual member shall:

3.8.1. Be entitled to attend and take part in all meetings of the Society.

3.8.2. Be entitled to vote at all meetings of the Society.

- 3.8.3. Be entitled to nominate any other Individual member to vote on their behalf at any meetings of the Society provided that notice of such proxies must be given in writing to the Secretary prior to the meeting commencing.
- 3.8.4. Any Individual member may resign from the Society by sending his/her resignation in writing to the Secretary.

## **4. Subscriptions**

- 4.1. Every Affiliate member must pay such affiliation fees as shall from time to time be set by the Executive.
- 4.2. Every affiliate member must collect such Individual membership fees from their own members as shall from time to time be set by the executive and pay such fees to the Society on behalf of their members.
- 4.3. Where fees remain unpaid after 2 calendar months the rights and privileges of membership will be automatically suspended
- 4.4. Where any fees remain unpaid after 4 calendar months from the due date a member will be deemed to have resigned from The Society but may be reinstated by the Executive who may require payment of all arrears.

## **5. Executive**

- 5.1. The business affairs of the Society shall be managed by an appointed group of members (The Executive) which shall be constituted as herein set out.
  - 5.1.1. Each Affiliate Member organisation shall appoint persons who are Individual members of the Society to represent them on the Executive. The number of representatives per affiliate member shall be set from time to time by the Instructors board. Individual members may not concurrently serve on the Executive and the Instructors board.
  - 5.1.2. The Executive shall elect out of their number the following officers namely: Chairman, Vice Chairman, Secretary, Treasurer who shall hold office until retirement, removal from office or appointment of a successor to office PROVIDED HOWEVER that a member may hold any two (2) but not more than two (2) of such positions at the same time.
- 5.2. An Affiliate Member shall have the power to appoint an Individual member of the Society to fill any casual vacancy on The Executive caused by death, retirement or removal from office of any member of The Executive representing that Affiliate member.
- 5.3. The Executive shall have the power to co-opt any Individual member of the Society to the Executive or any sub-committee subject to approval by the Instructors Board.
- 5.4. All meetings, Correspondence and resolutions of the Executive shall be conducted and arrived at under the standard and generally accepted rules of debate as is practiced by all societies.
- 5.5. Minutes and records of all meetings of the Society shall be kept by the Secretary or his/her deputy and shall be copied to all members of the Instructors Board.
- 5.6. All activities including, but not limited to, correspondence, contracts and significant expenditure, to be defined in a policy manual which the Instructors Board will produce and maintain, is subject to final approval by the Instructors Board.

## **6. Instructors Board**

- 6.1. All affairs of the Society related to training methods, standards , gradings and other technical matters related to Aikido shall be managed by an appointed group of members (The Instructors Board) which shall be constituted as herein set out.
  - 6.1.1. A Director, this office to be filled as set out in Section 14
  - 6.1.2. Each Affiliate Member organisation shall appoint 1 person who is an Individual member of the Society and who is recognised as their Chief Instructor to represent them on the Instructors Board. Acceptance of such a representative is at the discretion of the Instructors Board.
  - 6.1.3. Where the Director is also the Chief Instructor of an Affiliate Member he or she may appoint a senior Dan Grade to represent his or her organisation on the Instructors Board.
  - 6.1.4. The Instructors Board may from time to time co-opt senior Dan Grades from among the individual members, who, by virtue of their grade and experience can make a significant contribution to the activities of the board
  - 6.1.5. Where a lower grade is starting or taking over a club the Instructors Board may appoint a senior Dan Grade to mentor them and represent the club on the Instructors Board
- 6.2. At any meeting of the instructors board the Director or, in their absence, the most senior person present (applying the normal rules of seniority in the martial arts) shall act as chairman. Where any dispute exists as to who is the most senior the decision of the majority present shall prevail.
- 6.3. The instructors' board shall second a member of the executive to act as Secretary at any meetings. Such secondment shall NOT entitle the Secretary to participate in the business of the meeting beyond normal Secretarial functions.
- 6.4. The Instructors board shall produce and maintain Instructors materials containing details of grading requirements, standard techniques and such other material as they may from time to time chose to include.
- 6.5. The Instructors Board shall appoint a National grading panel for all Dan gradings.
- 6.6. The meetings, correspondence and resolutions of the Instructors Board shall be conducted and arrived at under the standard and generally accepted rules of debate as is practiced by all societies.
- 6.7. Minutes and records of all meetings of the Instructors Board shall be recorded by the member of the Executive seconded to this task and distributed to all members of the Instructors Board with a copy to be held on file by the Secretary of the Executive.
- 6.8. The Instructors Board shall have the power to suspend or expel any member (Affiliate or Individual) if the member is deemed to have behaved in a manner contrary to the objectives of the Society or in a way which is likely to bring the Society into disrepute.

## **7. Finance and Audit**

- 7.1. The Executive shall cause proper books of account to be kept which give a true and fair view of the Societies affairs and explain its transactions with respect to:
  - 7.1.1. All sums of monies received and expended by the Society and the matters in respect of which the receipt and expenditure takes place.
  - 7.1.2. All sales and purchases of goods by the Society.
  - 7.1.3. The assets and liabilities of the Society.
- 7.2. The books of the Society shall be kept at the registered office of the Society or at such place as the Executive deems fit and shall be open to the inspection of the Executive at all times.
- 7.3. The books shall be open to members for inspection at any General or Special General Meeting of the Society.
- 7.4. All cheques shall be signed by any two members of The Executive.
- 7.5. The financial year of the Society shall end on the 31st of March each Year.
- 7.6. Copies of the Balance Sheet and Statement of Accounts will be forwarded to the Registrar of Incorporated Societies immediately after its adoption and approval by the Annual General Meeting.
- 7.7. All income received from the operation of the Society will be regularly lodged with a legal banking institution chosen by the Executive in whatever designated accounts the Executive deems necessary.



## **8. Proceedings of Meetings**

- 8.1. The Annual General Meeting of the Society shall be held prior to the last day of April each year or as soon a possible thereafter.
- 8.2. The quorum far any Annual General Meeting or Special General Meeting shall be five (5) Individual members personally present.
- 8.3. If within half an hour from the time appointed for an Annual General Meeting or Special General Meeting 5 Individual members are not personally present the meeting shall stand adjourned to a day and hour to be fixed by the Chairman.
- 8.4. The Executive may at any time call a Special General Meeting and it shall do so upon receiving a requisition in writing of any five (5) Individual members stating the purpose for which the meeting is required. Such meeting shall be held within one calendar month of the date of requisition.
- 8.5. Subject to article 3 clause 4 every Individual member shall have one vote and no more at an Annual General Meeting or Special General Meeting except the Chairman who in the case of equality of votes shall have a second or casting vote.
- 8.6. The mode of voting on all questions other than elections and constitutional changes as outlined in section 12 shall be by voices Provided THAT it may at the discretion of the Chairman or shall if any three (3) Individual members so request, be by show of hands.
- 8.7. Unless a poll is demanded by the Chairman or by three (3) Individual members a declaration by the Chairman that a motion has been carried or not carried shall be conclusive. If a poll be demanded as aforesaid it shall be taken at such a time and in such a manner as the Chairman shall direct. The demand for a poll may be withdrawn at any time prior to the poll being taken.
- 8.8. The Chairman if present shall preside at all meetings of the Society. In the absence of the Chairman the Vice Chairman or failing him/her an officer or member (to be selected by the meeting) be called on to preside.
- 8.9. The mode of voting where an election is necessary at the Annual General Meeting shall be by secret ballot for which purpose two (2) returning officers and a sufficient number of assistants and scrutineers shall be appointed at the meeting.

## **9. Notice**

- 9.1. Twenty Eight clear days before the Annual General Meetings or any other General Meeting a notice thereof and of the business to be transacted there shall be sent to every member and no business other than that of which notice has been given shall be brought forward at any such meeting

## **10. Properties and Funds**

10.1. The Society may from time to time for the purposes of the Society raise or borrow such sum or sums of money as it thinks fit, necessary or expedient, with or without security therefore and may secure the payment of such sum by mortgages or sub mortgages of any property real or personal belonging to the Society or by bonds , debentures or other securities or by bills of exchange, promissory notes or other negotiable instruments subject to such action being approved by a majority of members present at a General Meeting.

## **11. Common Seal**

11.1. The common seal of the Society shall be kept in the custody of the Secretary and shall not be affixed to any deed, instrument, contract, document or paper without the authority of the executive except that the common seal shall be affixed to any Dan Grade certificates issued by the Society on the authority of the Director of the Instructors Board. The affixing of the seal to any deed or instrument creating a legal obligation upon the Society shall be attested by three (3) members of the executive of whom one must be the Chairman or Vice Chairman and one the Secretary.

## **12. Rules**

- 12.1. The rules governing the Society maybe altered, added to or rescinded by a 75% majority of those present and voting including proxies at an Annual General Meeting or Special General Meeting at which such additions or amendments are considered and of which due notice has been given.
- 12.2. Any proposed motion to amend or replace this constitution shall be signed by at least 5 members and given in writing to the Secretary at least 36 days before the AGM or Special General Meeting at which the motion is to be considered and accompanied by a written explanation of the reasons for the proposal.
- 12.3. At least 28 days before the General Meeting at which any change to the constitution is to be considered the Secretary shall give to all members' written notice of the proposed motion, the reasons for the proposal and any recommendations of the Instructors Board.
- 12.4. Subject to article 3 clause (4) every Individual member shall have the right to vote on changes to the Constitution of the Society and if unable to be personally present may delegate their vote to a proxy who must be personally present and eligible to vote. All proxies must be registered with the Secretary at least 7 days before the meeting to which the proxy applies.
- 12.5. Any such alteration shall be submitted to the Registrar of Incorporated Societies immediately after they have been approved in accordance with the Incorporated Societies Act 1908.

### **13. Dissolution**

- 13.1. The Society may be wound up voluntarily in accordance with the procedures laid out in the Incorporated Societies Act 1908
- 13.2. In the event of the Society being wound up the surplus assets after payment of the Society's liabilities and the expenses of the winding up shall not be paid to or distributed among Individual members of the Society but shall be given or transferred to some other society within New Zealand having objects substantially similar to the objects of the Society at or prior to the time of dissolution.

## **14. General**

- 14.1. Ray Eder will be recognised as the Director of the Instructors Board for the Society until such time as he decides to relinquish this position or until his death and this article shall be binding on any future Executive of the Society.
- 14.2. In the event that the role of Instructors Board Director becomes vacant a suitable replacement shall be appointed by the instructors Board from among their number. Such appointment shall be based on rank and seniority or, in the event that 2 or more people hold equal rank and seniority, each shall be eligible for the role of Director and a secret ballot shall be held at which all members of the Instructors Board at the time the position becomes vacant shall be entitled to vote.