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**CONSTITUTION OF
SPIRIT TAEKWON-DO
GROUP
INCORPORATED**



TABLE OF CONTENTS

Note: words used in this constitution are defined in ARTICLE 23

SECTION I. OBJECTS AND POWERS	2
ARTICLE 1. NAME	2
ARTICLE 2. OBJECTS	2
ARTICLE 3. POWERS.....	3
SECTION II. MEMBERSHIP	4
ARTICLE 4. MEMBERSHIP CRITERIA.....	4
ARTICLE 5. MEMBERS.....	4
ARTICLE 6. OBLIGATIONS AND RIGHTS OF MEMBERS.....	4
ARTICLE 7. LIFE MEMBERS.....	5
ARTICLE 8. MEMBERSHIP FEES.....	5
ARTICLE 9. REGISTER OF MEMBERS	5
ARTICLE 10. TERMINATION OF MEMBERSHIP.....	5
ARTICLE 11. ACTIVITIES OF MEMBERS	5
SECTION III. GROUP COMMITTEE AND INSTRUCTOR	6
ARTICLE 12. GROUP COMMITTEE MEMBERSHIP	6
ARTICLE 13. GROUP COMMITTEE DUTIES AND POWERS	7
ARTICLE 14. GROUP COMMITTEE MEETINGS	7
ARTICLE 15. INSTRUCTORS	8
ARTICLE 16. DUTIES OF OFFICE BEARERS.....	8
SECTION IV. GENERAL MEETINGS	9
ARTICLE 17. GENERAL MEETINGS.....	9
SECTION V. MISCELLANEOUS	10
ARTICLE 18. FINANCES	10
ARTICLE 19. COMMON SEAL.....	11
ARTICLE 20. AFFILIATION	11
ARTICLE 21. AMENDMENT OF CONSTITUTION.....	11
ARTICLE 22. INTERPRETATION OF CONSTITUTION.....	11
ARTICLE 23. INTERPRETATION	11
ARTICLE 24. DISSOLUTION	12

CONSTITUTION OF SPIRIT TAEKWON-DO GROUP INCORPORATED

SECTION I. OBJECTS AND POWERS

ARTICLE 1. NAME

- 1.1 Brooklyn Taekwon-Do Club was formally incorporated under the Incorporated Societies Act on 16 April 2007. This followed a resolution at the Club's Annual General Meeting held on 1 April 2007 that members adopt the constitution and apply to become an Incorporated Society.
- 1.2 At the 2008 AGM members resolved to amend the constitution. The key change was a change of name to Spirit Taekwon-Do Group Incorporated in order to reflect the expansion of the organisation to include of a number of Taekwon-Do clubs based at different locations in Wellington under the umbrella of the Incorporated Society.
- 1.3 Thus with effect from the date of the AGM in May 2008 the name of the organisation shall be Spirit Taekwon-Do Group Incorporated hereafter referred to as "The Group".
- 1.4 The Group shall be registered under the Incorporated Societies Act 1908.

ARTICLE 2. OBJECTS

- 2.1 The primary objective of the Group is to promote and teach the Chang-Hon style of Taekwon-Do, the amateur sport, the art, and the philosophy in accordance with the constitution of the International Taekwon-Do Foundation Incorporated, and the International Taekwon-Do Federation (ITF) and in accordance with the teachings of Gen. Choi Hong Hi, the founder of Taekwon-Do.
- 2.2 The following shall be objects of The Group, insofar as they derive from the primary object:
 - (a) Be a member of ITFNZ and as such enforce the rules and regulations of ITFNZ;
 - (b) To arrange and/or organise demonstrations, camps, seminars and tournaments for the advancement of Taekwon-Do as approved by ITFNZ;
 - (c) To take an active role in the local, regional, national, and international activities of ITFNZ;
 - (d) To strive towards student friendliness, open communication, student discipline, and the achievement of high standards among members of the ITFNZ and the Group;
 - (e) To protect the integrity of the art of Taekwon-Do in all aspects of The Group's actions;
 - (f) To advertise in any manner which The Group deems appropriate for the promotion of its Objects;

- (g) To develop and train members, officials and other personnel involved in Taekwon-Do;
- (h) To encourage participation and achievement in Taekwon-Do in clubs within the Group
- (i) To maintain and enhance the reputation of ITFNZ, The Group and Taekwon-Do through the development and promotion of standards and practices which fulfil these Objects;
- (j) To give and seek, where appropriate, recognition or awards for Members for contribution or excellence in Taekwon-Do;
- (k) At all times to act on behalf of, and in the interests of, the Members and Taekwon-Do;
- (l) To promote the tenets of Taekwon-Do.

ARTICLE 3. POWERS

3.1 The powers of The Group are to:

- (a) Purchase, maintain, sell, or otherwise deal with all or any part of the property of The Group;
- (b) Control and raise money, including to borrow, invest or advance monies and to secure the payment of such by way of mortgage, charge over all or part of the real or personal property of the Group;
- (c) Set, collect and receive subscriptions from members and to administer its funds for the purpose of running or attending demonstrations, seminars, camps or tournaments and to raise any funds that may be required for the purposes of The Group;
- (d) Purchase, hire or otherwise lawfully acquire any property and any rights and privileges required for the purposes of The Group;
- (e) Determine regulations, policies and procedures for the governance and management of Taekwon-Do in Clubs within the Group;
- (f) Contact, engage or otherwise make arrangements with any person or organisation to fulfil the Objects;
- (g) Determine who are its members;
- (h) Delegate the authority to Instructors of Clubs within the Group to determine who shall represent their Club at any competitions;
- (i) Do any other lawful acts that lead to the attainment of the above Objects.

SECTION II. MEMBERSHIP

ARTICLE 4. MEMBERSHIP CRITERIA

- 4.1 Membership shall be open to any person regardless of gender, race or religion who wishes to be involved with the Chang-Hon style of Taekwon-Do developed by Gen. Choi Hong Hi, the founder of Taekwon-Do.
- 4.2 All members of The Group shall be members of ITFNZ, unless approved by the Group Committee.
- 4.3 Membership to the Group shall not confer on any member or any other person, any privilege, estate, proprietary right, interest, or share in funds or property of the Group.
- 4.4 Every member shall declare a conflict of interest prior to speaking to a motion whereby the member or a person associated with a member has a material financial interest.
- 4.5 The Group Committee is empowered to accept or reject any application for membership without assigning any reason therefore.

ARTICLE 5. MEMBERS

- 5.1 A Member is
 - (a) A person who receives their primary Taekwon-Do training from a club within the Group
 - (b) A person who is an Officer or other appointed person of the Group
 - (c) A person who coaches or manages for a club within the Group
- 5.2 An individual shall become a Member of the Group in the following ways
 - (a) Upon acceptance by the President and upon payment of relevant membership fees
 - (b) Upon election or appointment to a Group position

ARTICLE 6. OBLIGATIONS AND RIGHTS OF MEMBERS

- 6.1 Each member of the Group shall:
 - (a) Act in accordance with the Objects of the ITFNZ Constitution and the Objects of this constitution;
 - (b) Act in good faith and with loyalty to ITFNZ and the Group for the mutual and collective benefit of the Members and Taekwon-Do;
 - (c) At all times act in the best interest of Taekwon-Do and the members of ITFNZ and the Group;
 - (d) Be entitled to all benefits, advantages, privileges and services of Membership as conferred by this Constitution.

ARTICLE 7. LIFE MEMBERS

7.1 The Group Committee, by two-thirds majority of those members present and voting, may at any General Meeting elect to Life Member any person in recognition of outstanding work for The Group.

ARTICLE 8. MEMBERSHIP FEES

8.1 The Group Committee shall determine membership fees, as they deem appropriate.

8.2 All subscription/fees shall fall due at times indicated by the Treasurer.

8.3 If any member does not pay any required subscription/fees within 28 days of the due date they shall not be permitted to exercise the privileges of membership until the subscription/fees has been paid.

ARTICLE 9. REGISTER OF MEMBERS

9.1 The Group shall keep and maintain a Register of members.

9.2 Information to be kept on a member:

- (a) Full name;
- (b) Address;
- (c) The date at which they became a member;
- (d) Phone numbers
- (e) Email address
- (f) Any other information as determined by the Group Committee.

ARTICLE 10. TERMINATION OF MEMBERSHIP

10.1 Membership in The Group shall be terminated under the following circumstances:

- (a) Leaving The Group e.g. by verbal or written request to the Group Committee;
- (b) Any member that remains un-financial for 28 days after the date of the rendered account may have their membership terminated;
- (c) Any member who ceases to be an officer, coach, manager or other appointed member of the Group, and does not qualify as a member in another way;

10.2 All terminations of membership, with the exception of voluntary termination, may be subject to appeal to The Group Committee in writing.

ARTICLE 11. ACTIVITIES OF MEMBERS

11.1 Competitions

- (a) No member shall take part or compete in any competition not approved by The Group.

11.2 Breach of Rules or Misconduct

- (a) Any member who breaches the rules as laid out in this document, the ITFNZ Constitution or Standards and Discipline document or any other official policy document of either ITFNZ or the Group, or who encourages or instigates any other member to breach the aforementioned rules shall be subject to disciplinary action as laid down in the ITFNZ Constitution.

SECTION III. GROUP COMMITTEE AND INSTRUCTORS

ARTICLE 12. GROUP COMMITTEE MEMBERSHIP

- 12.1 The Group Committee shall consist of a President, Secretary, Treasurer, and one (1) committee member. One person may not hold more than one position simultaneously.
- 12.2 The Group Committee members shall hold office for a period of two (2) years following their election to office, with the exception of the first anniversary of incorporation, in which case clause 12.4 shall apply. Voting for these offices shall be by personal ballot.
- 12.3 When the tenure of an office is due to expire the office bearer is eligible for re-election.
- 12.4 The tenure of the President and Treasurer shall expire when the AGM falls on an odd numbered year and the tenure of the Secretary and the one committee member shall expire when the AGM falls on an even numbered year.
- 12.5 If the position of President becomes vacant during mid-term the Group shall hold a General Meeting as soon as practical to elect a new president.
- 12.6 If the position of Secretary, Treasurer, or Committee Member becomes vacant during mid-term, providing a quorum remains, the Group Committee may appoint any member to fill such a vacancy.
- 12.7 The Group may, by resolution at a General Meeting, remove any member of the Group Committee from office before the expiration of their period of office and appoint another member in their stead.
- 12.8 Group Committee members must uphold the dignity of their office. Any member of the Group Committee, who is deemed by a majority of the Group Committee, to have acted in sufficiently offensive of inappropriate manner, within the context of an official activity of the Group, shall be removed from their office and reported to ITFNZ.

ARTICLE 13. GROUP COMMITTEE DUTIES AND POWERS

13.1 Between General Meetings the Group Committee shall have full power over The Group at its meetings to deal with all matters arising, whether administrative or managerial.

13.2 The duties and powers of the Group Committee are

- (a) Execute all decisions arrived at during general meetings.
- (b) Approving expenditure from the funds of The Group.
- (c) Authorising the reimbursement of expenses incurred by members of The Group when involved in activities of The Group as approved by the Group Committee.
- (d) The granting of an honorarium, gratuity or gift to any person for services rendered to the Group when the Group Committee considers this appropriate.
- (e) Receiving evaluating and approving reports of proposed/completed Group activities.
- (f) Create and update Policy documents where appropriate.
- (g) Appointing Instructor(s) to teach Taekwon-Do to members of Clubs within the Group.
- (h) Doing all other acts that are in the Objectives and interest of The Group.
- (i) Delegating decision-making authority on specific issues to Instructor(s) of clubs within the Group.

ARTICLE 14. GROUP COMMITTEE MEETINGS

14.1 The Group Committee shall meet at such times as it deems fit.

14.2 At least three (3) of the Group Committee members shall be present to constitute a quorum.

14.3 The Group Committee may invite the Instructors to attend any Group Committee meeting, and allow the Instructor one (1) vote on any particular motion at that particular meeting.

14.4 The chair at meetings shall be the President or in their absence The Group Committee members shall select a chair for that particular meeting.

14.5 In the case of an equality of votes the chair shall have a second or casting vote in addition to their ordinary vote.

14.6 The Secretary or in their absence a Group Committee member selected by The Group Committee shall keep a true record and account of the proceedings and meetings of the Group and the Group Committee.

ARTICLE 15. INSTRUCTORS

15.1 The Group Committee shall be responsible for appointing Instructors to Clubs within the Group to teach Taekwon-Do to the Group Members.

15.2 An Instructor shall satisfy the following requirements:

- (a) Be a minimum of 18 years old
- (b) Hold a minimum rank of first degree (I Dan) Black Belt, recognised by ITFNZ
- (c) Hold a current first aid certificate
- (d) Hold a current Instructors certificate from ITFNZ

15.3 Exemptions to subpart 2 shall be approved by ITFNZ

15.4 All instructors shall be approved by the ITFNZ Executive Committee, through the Regional Director of ITFNZ Wellington Region

15.5 The Instructors are responsible for all aspects of teaching Taekwon-Do to members of their club within the Group in accordance with the syllabus and standards of the ITFNZ, including but not limited to determining which members of their club are eligible to present to the ITFNZ Examiners at an ITFNZ grading.

ARTICLE 16. DUTIES OF OFFICE BEARERS

16.1 The President shall

- (a) Be the official representative of The Group.
- (b) Prepare or cause to be prepared the annual report for submission to the Annual General Meeting.
- (c) To be the Chair at all Group General Meetings and Group Committee Meetings, in their absence the Members present shall select a Chair for that particular meeting.
- (d) Perform any other tasks as determined by The Group

16.2 The Secretary Shall:

- (a) Deputise for the President whenever called upon to do so by the President to perform any of the aforementioned duties of the President.
- (b) Arrange and attend all meetings where possible.
- (c) Record the minutes of such meetings, in their absence, the Members present shall select a minute taker for that particular meeting.
- (d) Attend to all correspondence.
- (e) Transact all business of The Group, as directed by The Group Committee.

- (f) Keep all papers and documents of The Group.
- (g) Maintain and keep all records of The Group
- (h) Make authorised changes to the constitution and to distribute it to the Group members and other authorities decided by The Group Committee.
- (i) Perform any other tasks as determined by The Group

16.3 The Treasurer shall:

- (a) Collect and disperse any moneys on behalf of The Group as directed by the Group Committee.
- (b) They shall not keep more than \$50.00 in the form of cash; money in excess of this is to be deposited with The Group's bankers.
- (c) Give a written account of The Group's accounts at the Annual General Meeting.
- (d) Keep an accurate and correct record of all monetary transactions of The Group.
- (e) Attend all meetings where possible
- (f) Perform any other tasks as determined by The Group

16.4 The Committee Member shall

- (a) Attend all meetings where possible
- (b) Perform any duties as determined by the Group Committee

16.5 The Instructors shall

- (a) Be responsible for teaching the Chang-Hon style of Taekwon-Do, as devised by Gen. Choi Hong Hi, to the members of their club within the Group.
- (b) Be responsible for the selection of any Assistant Instructors for their club, subject to the ratification of The Group Committee, and them meeting the requirements of ITFNZ for Assistant Instructors.
- (c) Have the right to be present at all meetings of the Group, but shall not have the right to vote, unless they are part of the Group Committee, or are a Member of the Group, in which case they may vote in that capacity.
- (d) Be a member of, and represent their club at, the ITFNZ Wellington Regional Committee

SECTION IV. GENERAL MEETINGS

ARTICLE 17. GENERAL MEETINGS

17.1 The Annual General Meeting of The Group shall be held to:

- (a) Receive from the Group Committee a report of the proceedings of the previous year and a statement of the accounts.
- (b) To elect any Officer(s) of the Group Committee whose tenure has fallen due.
- (c) To conduct any general business.

17.2 The President, or in their absence any member appointed by the Group, shall be the chair of the meeting.

17.3 Voting

- (a) All members of the Group shall be entitled to one (1) vote
- (b) In the case of an equality of votes the Chair of the General Meeting shall have a deciding or casting vote, in addition to their ordinary vote.

17.4 Quorum

- (a) The quorum of a General Meeting shall be one half of those entitled to vote at the time of the meeting.
- (b) If a quorum is not reached the meeting shall be postponed for not less than fourteen days, and the members present at this meeting shall constitute a quorum.
- (c) No changes to the constitution may be made at the postponed meeting.

17.5 At least 14 days notice shall be given of General Meetings; the notice shall have an agenda of business and the place of the meeting.

17.6 The Group Committee on its own behalf or on the signed request of a quorum of members shall at any time call a Special General Meeting.

17.7 If The Group Committee does not call such a meeting within 21 days of receiving such a request the requesters themselves may call a Special Meeting.

SECTION V. MISCELLANEOUS

ARTICLE 18. FINANCES

18.1 The financial year of The Group shall end on the 31st of March.

18.2 The profits and other income of The Group shall be applied to the promotion of the Objects as set forth in the Constitution.

18.3 No member or any person associated with a member shall participate in or materially influence any decision made by The Group in respect of the payment to or on behalf of that member or associated person of any income, benefit, or advantage whatsoever. Any such income paid shall be reasonable and relative to that which would be paid in an arms length transaction (being an 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.

ARTICLE 19. COMMON SEAL

19.1 The Group shall have a common seal

19.2 The Secretary shall be responsible for the custody and safety of the common seal of the Group

19.3 The Group Committee shall determine when and by whom the common seal shall be used, and shall be pursuant to a resolution of Group Committee

ARTICLE 20. AFFILIATION

20.1 The Group shall belong to ITFNZ and hence be bound by its constitution, rules and policies.

ARTICLE 21. AMENDMENT OF CONSTITUTION

21.1 These rules may be added to, repealed or amended by resolution at any Annual or Special General Meeting of The Group.

21.2 Such amendments shall be void unless notice of the proposed amendment is in the hands of the Secretary no less than 7 days before the date of the General Meeting.

21.3 Resolution shall be two thirds of the members present and eligible to vote.

21.4 Provided no addition to or alteration or recession of these rules shall be permitted if it affects the amateur sport promotion objects, pecuniary gain clause (ARTICLE 18.3) or dissolution article (ARTICLE 23) without the approval of the Inland Revenue Department. 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.

ARTICLE 22. INTERPRETATION OF CONSTITUTION

22.1 The Group Committee shall be the sole authority for the interpretation of these rules and the decisions of the Group Committee shall be binding.

ARTICLE 23. INTERPRETATION

23.1 In these Articles:

- (a) "Spirit Taekwon-Do Group Incorporated" (The Group) means the above named organisation.
- (b) "ITFNZ" means International Taekwon-Do Foundation Of New Zealand Incorporated.
- (c) "Group Committee" means the members, for the time being, of the Group Committee constituted in accordance with these articles.

23.2 Words importing the singular number only include the plural number and vice versa and words importing the masculine gender include the feminine gender and vice versa.

ARTICLE 24. DISSOLUTION

24.1 If The Group Committee decides that The Group should be dissolved, The Group Committee shall call a Special General Meeting for that purpose. The Group Committee shall take reasonable steps to notify Members of The Group, as well as publicly post notification, of the said meeting, its purpose, and the reasons for The Group Committee's decision, at least 14 days prior to the meeting. A motion to dissolve The Group shall not be deemed to be carried unless two thirds of those members entitled to vote, vote, either in person or by proxy, in favour of the motion.

24.2 If upon winding up or dissolution of The Group there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed among the members of the Group, but shall be given or transferred to ITFNZ which is a non-profit amateur sport promoter with similar Objects to the Group, or to another non-profit amateur sport promoter or charitable organisation with similar Objects to the Group, within New Zealand.

24.3 ITFNZ shall approve the non-profit amateur sport promoter that the assets are transferred to.

These are the rules marked "A" referred to in the annexed declaration
of Anne Greenwood (Secretary) made this
4th May 2008

“A”
CONSTITUTION
OF
SPIRIT TAEKWON-DO GROUP

.....
Brett Kraiger (President)

.....
Anne Greenwood (Secretary)

.....
D'arcy Mellsop (Treasurer)

.....
Dennis Burns (Committee Member)