

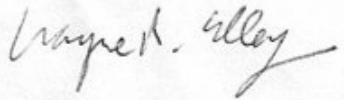

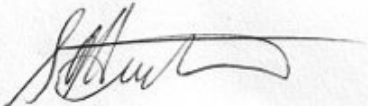
Constitution of the Kapiti Aeromodellers Club Inc.



Change management for this constitution.

- This constitution replaces the original, 1995 constitution as required under the Incorporated Societies Act of 2022 and the re-registration of the Kapiti Aeromodellers Club Inc.
- Adoption of this constitution at the Annual general meeting held on 15 April 2025

Certification of changes

1. 	Date.....15/04/2025
2. 	Date.....15/04/2025
3. 	Date.....15/4/2025

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1. INTRODUCTION

1.1 Name

The name of the club is THE KAPITI AEROMODELLERS CLUB Incorporated (hereinafter referred to as the “Club”).

1.2 Charitable status

The Club is not and does not intend to be registered as a charitable entity under the Charities Act 2005.

1.3 Definitions

In this Constitution, unless the context requires otherwise, the following words and phrases have the following meanings:

‘**Act**’ means the Incorporated Societies Act 2022 or any Act which replaces it (including amendments to it from time to time), and any regulations made under the Act or under any Act which replaces it.

‘**Annual General Meeting**’ means a meeting of the Members of the Club held once per year which, among other things, will receive and consider reports on the Club’s activities and finances.

‘**President**’ means the Officer responsible for chairing General Meetings and committee meetings, and who provides leadership for the Club.

‘**Committee**’ means the Club’s governing body.

‘**Constitution**’ means the rules in this document.

‘**Vice President**’ means the Officer elected or appointed to deputise in the absence of the President.

‘**General Meeting**’ means either an Annual General Meeting or a Special General Meeting of the Members of the Club.

‘**Interested Member**’ means a Member who is interested in a matter for any of the reasons set out in section 62 of the Act.

‘**Interests Register**’ means the register of Interests of Officers, kept under this Constitution and as required by section 73 of the Act.

‘**Matter**’ means—

- a. the Club’s performance of its activities or exercise of its powers; or
- b. an arrangement, agreement, or contract (a transaction) made or entered into, or proposed to be entered into, by the Club.

‘**Member**’ means a person who has consented to becoming a Member of the Club and has been properly admitted to the Club who has not ceased to be a Member of the Club.

‘**Notice**’ to Members includes any notice given by email, post, or courier.

‘**Officer**’ means a natural person who is:

- a. a member of the Committee, or
- b. occupying a position in the Club that allows them to exercise significant influence over the management or administration of the Club, including the President or Treasurer.



'Register of Members' means the register of Members kept under this Constitution as required by section 79 of the Act.

'Secretary' means the Officer responsible for the Matters specifically noted in this Constitution.

'Special General Meeting' means a meeting of the Members, other than an Annual General Meeting, called for a specific purpose or purposes.

'Working Days' means as defined in the Legislation Act 2019. Examples of days that are not **Working Days** include, but are not limited to, the following — a Saturday, a Sunday, Waitangi Day, Good Friday, Easter Monday, ANZAC Day, the Sovereign's birthday, Matariki Observance Day, and Labour Day.

1.4 Purposes

The primary purposes of the Club are to:

- a. Promote the safe building and flying of model aircraft for the mutual benefit of Members of the Club (hereafter referred to as "the sport")
- b. To encourage and foster the sport in all its phases in New Zealand or elsewhere.
- c. To collect and supply information and advice on all or any Matters pertaining to the sport or model aeronautics generally
- d. To promote and hold either alone or jointly with any other Club, Association, Company or person, model aeronautical meetings, contests, gymkhanas, carnivals, competitions, matches, exhibitions or trials and accept, offer, give or contribute towards prizes, medals and awards to participants or others.
- e. To raise money by subscriptions and to grant any rights or privileges to subscribers
- f. To buy, sell, lease, hire, mortgage, charge, exchange or otherwise deal with any real or personal property.
- g. To take any gift of property, whether subject to any special trust or not for any one or more of the objects of the Club
- h. To take any lawful steps for the purpose of procuring contributions to the funds of the Club
- i. To enter into any arrangement with a Government or local authority or any club, company, association, or person which may seem to be conducive to the objects of the Club, and to acquire or obtain from any such Government or local authority, club, company, association, or person any charters, contracts, decrees, rights, privileges and concessions which may be conducive to any such objects, and accept and make payments under, carry out, exercise and comply with any such arrangements, charters, contracts, decrees, rights, privileges and concessions.
- j. To enter into any contracts, agreements, leases or arrangements with any person, firm, syndicate, corporation or company that may seem conducive to the objects of the Club, or any of them, and to surrender and accept surrenders of leases.
- k. To invest, lend and deal with the monies of the Club upon such security and in such manner as may from time to time be determined upon.
- l. To do all such other things as are incidental to or conducive to the attainment of the above objects PROVIDED HOWEVER that the foregoing objects shall in no way limit the rights and powers or any amendments thereof.



1.5 Act and Regulations

Nothing in this Constitution authorises the Club to do anything which contravenes or is inconsistent with the Act, any regulations made under the Act, or any other legislation.

1.6 Restriction of Club Powers

The Club must not be carried out for the financial gain of any of its Members.

1.7 Registered Office

The registered office of the Club shall be at such place in New Zealand as the Committee from time to time determines.

Changes to the registered office shall be notified to the Registrar of Incorporated Societies— at least 5 Working Days before the change of address for the registered office is due to take effect, and in a form and as required by the Act.

1.8 Contact person

The Club shall have at least 1 but no more than 3 contact person(s) whom the Registrar can contact when needed.

The Club's contact person must be:

- a. At least 18 years of age, and
- b. Ordinarily resident in New Zealand.

A contact person can be appointed by the Committee or elected by the Members at a General Meeting.

Each contact person's name must be provided to the Registrar of Incorporated Societies, along with their contact details, including:

- c. a physical address or an electronic address, and
- d. a telephone number.

Any change in that contact person or that person's name or contact details shall be advised to the Registrar of Incorporated Societies within 20 Working Days of that change occurring, or the Club becoming aware of the change.

2. MEMBERSHIP

2.1 Membership Numbers

The club shall maintain the minimum number of Members required by the Act.

2.2 Classes of Membership

The classes of membership and the method by which Members are admitted to different classes of membership are as follows:

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2.2.1 Senior Members

Senior membership shall apply to all Members who have attained the age of 26 years on the first day of the financial year under consideration.

2.2.2 Junior Members

Junior membership is available to Members who have not reached the age of 26 years on the first day of the financial year under consideration.

2.2.3 Family Members

Family membership is available at the discretion of the Committee.

2.2.4 Associate Members

Associate membership is available to any Member of the Club who is already affiliated with MFNZ (Model Flying NZ) via another club.

2.2.5 Non-Flying Members

This class is available to those who do not wish to fly models or to be Members of the MFNZ but otherwise wish to participate in the Club's activities.

2.2.6 Life Members

Life members are ordinary Members of the club who have been nominated and voted for life membership at a General Meeting. Life members have all the privileges of an ordinary Member but do not pay an annual club fee.

2.2.7 Honorary Members

Honorary Membership may be conferred on non-members due to their significant contribution to the wider club community. Honorary Members shall not be required to pay membership subscriptions, not be eligible to hold office and not be entitled to vote; but shall enjoy all other privileges of membership.

2.2.8 Affiliation to MFNZ

All flying Members of Kapiti Aeromodellers Club Inc. will be automatically affiliated to Model Flying New Zealand

2.3 Becoming a Member

Every applicant for membership must consent in writing to becoming a Member. An applicant for membership must complete and sign any application form, supply any information, or attend an interview as may be reasonably required by the Committee regarding an application for membership and will become a Member on acceptance of that application by the Committee.

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The names of applicants(s) shall be electronically notified to club Members, and after 14 days the Treasurer/Membership Administrator shall approve, or otherwise, the application, and will notify the applicant forthwith.

The Committee may accept or decline an application for membership at its sole discretion. The Committee must advise the applicant of its decision.

The signed written consent of every Member to become a Club Member shall be retained in the Club's membership records.

2.4 Members Obligations and Rights

- a. Every Member shall provide the Club in writing with that Member's name and contact details (namely, physical or email address and a telephone number) and promptly advise the Club in writing of any changes to those details.
- b. All Members shall promote the interests and purposes of the Club and shall do nothing to bring the Club into disrepute.
- c. A Member is only entitled to exercise the rights of membership (including attending and voting at General Meetings, accessing or using the Club's premises, facilities, equipment and other property, and participating in Club activities) if all subscriptions and any other fees have been paid to the Club by their respective due dates, but no Member or Life Member is liable for an obligation of the Club by reason only of being a Member.

2.5 Declaration of Indemnity

Every Member joining The Club and taking part in Club activities shall do so entirely at his or her own risk and no Member shall make any claim against The Club or any officer, Member, servant or authorised agent thereof for any injury or loss suffered by any such Member through his or her participation in the activities of The Club, notwithstanding that such injury or loss may have been caused by the negligence of The Club or any officer, Member, servant or authorised agent thereof.

2.6 Subscriptions and Fees

- a. The Annual Subscriptions for each class of membership are due as of the 1st of April each year and shall be determined by the committee (which can also decide that the payment be made by periodic instalments), and Members notified no later than the end of February.
- b. Life Members and Honorary Members shall not be liable to pay an annual subscription.
- c. A new applicant's membership must be approved by the Treasurer/Membership Administrator. The membership status of the applicant will not take effect until such dues are paid. Membership fees for new applicants shall reduce to 50% as from the 1st of November.
- d. New Members joining after January 1st will have their membership carried over to the new financial year from April 1st without the requirement to pay additional fees for that year, providing they pay the full fees for that year.



- e. Any Member failing to pay the annual subscription (including any periodic payment), any levy, or any capitation fees, within 2 calendar month(s) of the date the same was due for payment shall be considered as unfinancial and shall (without being released from the obligation of payment) have no membership rights and shall not be entitled to participate in any Club activity or to access or use the Club's premises, facilities, equipment and other property until all the arrears are paid. If such arrears are not paid within 2 calendar months of the due date for payment of the subscription, any other fees or levy the Committee may terminate the Member's membership (without being required to give prior Notice to that Member).

2.7 Ceasing to be a Member

A Member ceases to be a Member:

- a. by resignation from that Member's class of membership by written Notice signed by that Member to the Treasurer/Membership Administrator, or
- b. on termination of a Member's membership following a dispute resolution process under this Constitution, or
- c. on death, or
- d. by resolution of the Committee where:
 - i. The Member has failed to pay a subscription, levy or other amount due to the Club within 2 calendar months of the due date for payment, or
 - ii. In the opinion of the Committee the Member has brought the Club into disrepute, or
 - iii. with effect from (as applicable) the date of receipt of the Member's Notice of resignation by the Committee (or any subsequent date stated in the Notice of resignation)

2.8 Obligations once Membership has Ceased

A Member who has ceased to be a Member under this Constitution:

- a. remains liable to pay all subscriptions and other fees to the Club's next balance date,
- b. shall cease to hold himself or herself out as a Member of the Club,
- c. shall return to the Club all material provided to Members by the Club (including any membership certificate, badges, handbooks and manuals), and
- d. shall cease to be entitled to any of the rights of a Club Member.

2.9 Becoming a Member again

Any former Member may apply for re-admission in the manner prescribed for new applicants. However, if a former Member's membership was terminated following a dispute resolution process, the applicant may be re-admitted only by the Committee. There is no rejoining fee for previous Members.



3 MEMBERSHIP RECORDS

3.1 Register of Members

The Club shall keep an up-to-date Register of Members.

For each current Member, the information contained in the Register of Members shall include

- a. Their name, and
- b. The date on which they became a Member, and

Their contact details, including:

- a. A physical address and
- b. A telephone number.

The register will also include each Member's email address, occupation, date of birth and whether the Member is financial or unfinancial.

Every current Member shall promptly advise the Club of any change of the Member's contact details.

3.2 Former Members Records

The Club shall also keep a record of the former Members of the Club. For each Member who ceased to be a Member within the previous 7 years, the Club will record:

- a. The former Member's name, and
- b. The date the former Member ceased to be a Member.

4. GENERAL MEETINGS

4.1 Notices of General Meetings

Notices of General Meetings shall be given to Members by email, written or printed memoranda despatched by ordinary post or by electronic media to the Member's last known address. Unless a longer notice is provided to be given for any general meeting, Notices of Motion or remits are to be circulated at least seven days before the meeting. Notices shall be deemed to be given on the date upon which they could be delivered in the ordinary course of post. The accidental omission of any Member in being given notice shall not invalidate any proceedings at any meeting.

4.2 Annual General Meetings

4.2.1 Date and Time

Annual General Meetings of the Club shall be held each year as soon after the first day of April as the Management Committee shall be able to convene the same. The time and place of such meetings shall be decided by the Management Committee and advised to Members at least 30 days prior to the meeting.

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4.2.2 Business

Each Annual General Meeting shall include the following business:

- a. Confirmation of previous Annual General Meeting minutes,
- b. Adoption of the Treasurer's Annual statement of accounts,
- c. Adoption of the President's, Club Captain's and Treasurer's reports,
- d. Election of Officers and members of the Management Committee, and
- e. Such other business of which due Notice has been given.

4.2.3 Notices of Motion

Notices of motion for presentation to any Annual General Meeting must be in the hands of the Secretary at least 14 days immediately prior to the relevant meeting and such Notices of Motion shall be set out in the Notices calling the meeting.

4.3 Special General Meetings

Special General Meetings may be called at any time by order of the Management Committee or on a requisition in writing to the Secretary, executed by at least 5 Members, and specifying the business to be discussed. The Management Committee shall allot the venue and shall give all Members at least 14 days' notice of such a meeting and of the business to be considered. If the Management Committee fails to convene the meeting within thirty days of the receipt of a proper requisition by the Secretary, the requisitionists may themselves do so and allot the venue, providing the aforesaid terms of Notice, are observed.

4.4 Procedures at General Meetings

- a. At all Annual or Special General Meetings, the President shall take the chair. If the President is not present, the Vice President, a member of the executive, or a Member chosen by the meeting, in that order of priority, shall take the chair.
- b. At all Annual or Special General Meetings, the presence of 20% of the current financial Members who are entitled to vote shall constitute a quorum. Proxies shall not be included in the determination of a quorum.
- c. Voting at each General Meeting
Each Member who has paid his/her full subscription for the current financial year shall be entitled to one vote. Voting may be by show of raised hands or secret ballot. Proxy voting will be accepted so long as a Proxy form is correctly filled out and delivered to the Secretary before the meeting is held. ANY TWO Members shall be entitled to demand that any particular vote be taken by secret ballot. All Matters voted upon shall be decided by simple majority except as may be stated in the constitution rules and by-laws of The Club. The Chairman shall have a casting vote in addition to his deliberate vote in all Matters of equal division.



4.5 Minutes

The Club must keep minutes of all General Meetings.

5 COMMITTEE

5.1 Functions of the Committee

From the end of each Annual General Meeting until the end of the next, the Club shall be managed by, or under the direction or supervision of, the Committee, in accordance with the Incorporated Societies Act 2022, any Regulations made under that Act, and this Constitution.

The Committee shall consist of:

- a. President
- b. Vice President
- c. Secretary
- d. Treasurer/Membership Administrator
- e. Club Captain
- f. And up to 3 ordinary committee members

5.2 Officers

Prior to election or appointment, as per section 47 of the Act, every Officer must:

- a. consent in writing to be an Officer of the Club, by completion of the nomination form for officers, and
- b. certify in writing they are not disqualified from being elected or appointed or otherwise holding office and
- c. meet the requirements for Club membership.

Each nomination form for officers shall be retained in the Club's records.

Disqualification criteria includes:

- d. being under 16 years of age,
- e. being an undischarged bankrupt,
- f. being prohibited from certain roles, including being concerned or taking part in the management of an incorporated or unincorporated body under the Companies Act 1993, the Financial Markets Conduct Act 2013, or the Takeovers Act 1993,
- g. being disqualified from being an officer of a charitable entity under the Charities Act 2005,
- h. having been convicted and has been sentenced within the last 7 years for offences involving dishonesty, money laundering or other similar offences set out in the Act,
- i. being subject to court orders specified in the Act (such as a banning order),
- j. being subject to similar orders under another country, and
- k. not being a Life member or an Ordinary member currently a Financial member of the Club.



5.3 Duties of Officers

5.3.1 President

The President shall preside over all meetings, shall be an ex-officio member of any advisory board, and shall oversee all aspects of the Club's activities, including flying venue negotiations.

5.3.2 Vice President

The Vice President shall act as the President's deputy in any Matter so requested by the President and shall oversee all maintenance, housekeeping and security of the Club's facilities.

5.3.3 Club Captain

The Club Captain's duty is to officiate at designated Club flying meetings to ensure that all activities relating to flying conform to MFNZ rules and the Club's rules and by-laws. The Club Captain shall have the power to delegate any duties and appoint deputies at his/her discretion.

5.3.4 Secretary

It shall be the duty of the Secretary to:

- a. conduct all the Club's correspondence and convene meetings,
- b. keep accurate minutes,
- c. assist the Treasurer in compiling and maintaining a register of all Members and supply MFNZ returns as required,
- d. act as custodian of all papers of the Club and to produce the same to the Management Committee whenever called upon to do so and to see that the provisions of the Incorporated Societies Act are complied with, and
- e. ensure that all relevant information and documents are available to the Chairman prior to the meeting if the Secretary is unable to attend.

5.3.5 Treasurer

It shall be the duty of the Treasurer to:

- a. collect and receive all monies due to the Club,
- b. pay all debts owing as soon as payment thereof is authorised by the Management Committee,
- c. keep a correct account of all receipts and payments, and an account of all assets and liabilities of the Club,
- d. have the custody of funds of the Club,
- e. produce financial statements as required by the Management Committee,
- f. prepare for each Annual General Meeting of the Club a proper Statement of Income and Expenditure and a Balance Sheet showing the Club's Assets and Liabilities as on the 31st of March preceding each Annual General Meeting and to prepare such

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Statement of Income and Expenditure and Balance Sheet in accordance with appropriate accounting standards,

- h. pay all moneys received into the account of the Club with the Club's bankers,
- i. keep a register of all Members, their addresses and membership class, and
- j. advise new applicants of their acceptance to the club and provide them with access to the Club Rules, flying field and clubhouse access codes, and general advice.

5.3.6 General Committee

- a. Health and Safety Officer – responsible for reviewing at least annually, seeking committee endorsement and publishing the club safety policies and ensuring all Members are complying.
- b. Field Maintenance and Co-ordinator – responsible for all ground care including, but not limited to, grass cutting and Club flying site facilities.
- c. Webmaster/ Media and Social Media Co-ordinator – responsible for regular Member newsletter publications and external social media communications and promotions.

5.3.7 Other

The committee may appointment a suitable person or persons outside the elected committee to fulfil general duties (e.g. ground maintenance) with a responsibility to the committee for such.

5.3 Powers of the Committee

The Committee has all the necessary powers for managing and for directing and supervising the management of the operation and affairs of the Club, subject to such modifications, exceptions, or limitations as are contained in the Act or in this Constitution.

5.4 General Matters: Committees

The Committee and any sub-committee may act by resolution approved during a conference call using audio and/or audio-visual technology or through a written ballot conducted by email, electronic voting system, or post, and any such resolution shall be recorded in the minutes of the next Committee or sub-committee meeting. Other than as prescribed by the Act or this Constitution, the Committee or any sub-committee may regulate its proceedings as it thinks fit.

5.5 Committee meetings

5.5.1 Procedure

The quorum for Committee meetings is at least two-thirds of the number of members of the Committee.

A meeting of the Committee may be held either:

- a. by a number of the members of the Committee who constitute a quorum, being assembled together at the place, date and time appointed for the meeting; or

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- b. by means of audio, or audio and visual communication by which all members of the Committee participating and constituting a quorum can simultaneously hear each other throughout the meeting.

A resolution of the Committee is passed at any meeting of the Committee if a majority of the votes cast on it are in favour of the resolution. Every Officer on the Committee shall have one vote.

The members of the Committee shall elect one of their members as chairperson of the Committee. If at a meeting of the Committee the chairperson is not present, the members of the Committee present may choose one of their number to be chairperson of the meeting. The chairperson does not have a casting vote in the event of a tied vote on any resolution of the Committee.

Except as otherwise provided in this Constitution, the Committee may regulate its own procedure.

5.5.2 Frequency of Committee Meetings

The Committee shall meet as required at such times and places and in such manner (including by audio, audio and visual, or electronic communication) as it may determine and otherwise where and as convened by the Chairperson or Secretary.

The Secretary, or other Committee members nominated by the Committee, shall give to all Committee members not less than 5 Working Days' notice of Committee meetings, but in cases of urgency a shorter period of notice shall suffice.

5.6 Election or Appointment of Officers

5.6.1 Procedure

The election of Officers shall be conducted as follows:

- a. Officers shall be elected during an Annual General Meeting. However, if a vacancy in the position of any Officer occurs between Annual General Meetings, that vacancy may be filled by resolution of the Committee (and any such appointee must, before appointment, supply a signed consent to appointment and a certificate that the nominee is not disqualified from being appointed or holding office as an Officer (as described in the 'Qualification of Officers' rule above). Any such appointment must be ratified at the next Annual General Meeting.
- b. A candidate's written nomination, accompanied by the written consent of the nominee with a certificate that the nominee is not disqualified from being appointed or holding office as an Officer (as described in the 'Qualification of Officers' rule above) shall be received by the Club at least 10 Working Days before the date of the Annual General Meeting. If there are insufficient valid nominations received, further nominations may be received from the floor at the Annual General Meeting.
- c. Votes shall be cast in such a manner as the person chairing the meeting determines. In the event of any vote being tied, the tie shall be resolved by the incoming Committee (excluding those in respect of whom the votes are tied).
- d. Two Members (who are not nominees) or non-Members appointed by the Chairperson shall act as scrutineers for the counting of the votes and destruction of any voting papers.



- e. The failure for any reason of any financial Member to receive such Notice of the general meeting shall not invalidate the election.
- f. In addition to Officers elected under the foregoing provisions of this rule, the Committee may appoint other Officers for a specific purpose, or for a limited period, or generally until the next Annual General Meeting. Unless otherwise specified by the Committee any person appointed so appointed shall have full speaking and voting rights as an Officer of the Club. Any such appointee must, before appointment, supply a signed consent to appointment and a certificate that the nominee is not disqualified from being appointed or holding office as an Officer (as described in the 'Qualification of Officers' rule above).

5.6.2 Term

The term of office for all Officers elected to the Committee shall be 1 year(s), expiring at the end of the Annual General Meeting in the year corresponding with the last year of each Officer's term of office.

- a. No Officer shall serve for more than 5 consecutive terms.
- b. No President shall serve for more than 5 consecutive terms as President. (However, an exception may be made under special circumstances and the President voted for a further term by the AGM).

5.7 Removal of Officers

An Officer shall be removed as an Officer by resolution of the Committee or the Club where in the opinion of the Committee or the Club:

- a. The Officer has brought the Club into disrepute.
- b. The Committee passes a vote of no confidence in the Officer.

5.8 Conflicts of Interest

An Officer or member of a sub-committee who is an Interested Member in respect of any Matter being considered by the Club, must disclose details of the nature and extent of the interest (including any monetary value of the interest if it can be quantified):

- a. to the Committee and or sub-committee, and
- b. in an Interests Register kept by the Committee.

Disclosure must be made as soon as practicable after the Officer or member of a sub-committee becomes aware that they are interested in the Matter.

An Officer or member of a sub-committee who is an Interested Member regarding a Matter:

- c. must not vote or take part in the decision of the Committee and/or sub-committee relating to the Matter unless all members of the Committee who are not interested in the Matter consent; and
- d. must not sign any document relating to the entry into a transaction or the initiation of the Matter unless all members of the Committee who are not interested in the Matter consent; but



e. may take part in any discussion of the Committee and/or sub-committee relating to the Matter and be present at the time of the decision of the Committee and/or sub-committee (unless the Committee and/or sub-committee decides otherwise).

However, an Officer or member of a sub-committee who is prevented from voting on a Matter may still be counted for the purpose of determining whether there is a quorum at any meeting at which the Matter is considered.

Where 50 per cent or more of Officers are prevented from voting on a Matter because they are interested in that Matter, a Special General Meeting must be called to consider and determine the Matter, unless all non-interested Officers agree otherwise.

Where 50 per cent or more of the members of a sub-committee are prevented from voting on a Matter because they are interested in that Matter, the Committee shall consider and determine the Matter.

6 RECORDS

6.1 Register of Members

SEE SECTION 3 – MEMBERSHIP RECORDS

6.2 Interests Register

The committee shall at all times maintain an up-to-date register of the interests disclosed by officers and by members of any sub-committee.

6.3 Access to Information for Members

A Member may at any time make a written request to the Club for information held by the Club.

The request must specify the information sought in sufficient detail to enable the information to be identified.

The Club must, within a reasonable time after receiving a request:

- a. provide the information, or
- b. agree to provide the information within a specified period, or
- c. agree to provide the information within a specified period if the Member pays a reasonable charge to the Club (which must be specified and explained) to meet the cost of providing the information, or
- d. refuse to provide the information, specifying the reasons for the refusal.

Without limiting the reasons for which the Club may refuse to provide the information, the Club may refuse to provide the information if

- i. withholding the information is necessary to protect the privacy of natural persons, including that of deceased natural persons, or
- ii. the disclosure of the information would, or would be likely to, prejudice the commercial position of the Club or of any of its Members, or



- iii. the disclosure of the information would, or would be likely to, prejudice the financial or commercial position of any other person, whether or not that person supplied the information to the Club, or
- iv. the information is not relevant to the operation or affairs of the club, or
- v. withholding the information is necessary to maintain legal professional privilege, or
- vi. the disclosure of the information would, or would be likely to, breach an enactment, or
- vii. the burden to the Club in responding to the request is substantially disproportionate to any benefit that the Member (or any other person) will or may receive from the disclosure of the information, or
- viii. the request for the information is frivolous or vexatious, or
- ix. the request seeks information about a dispute or complaint which is or has been the subject of the procedures for resolving such matters under this Constitution and the Act.

If the Club requires the Member to pay a charge for the information, the Member may withdraw the request, and must be treated as having done so unless, within 10 Working Days after receiving notification of the charge, the Member informs the Club:

- e. that the Member will pay the charge; or
- f. that the Member considers the charge to be unreasonable.

Nothing in this rule limits Information Privacy Principle 6 of the Privacy Act 2020 relating to access to personal information. (A person may only request private information about themselves, not another member).

7 FINANCES

7.1 Control and Management

The funds and property of the Club shall be:

- a. controlled, invested and disposed of by the Committee, subject to this Constitution, and
- b. devoted solely to the promotion of the purposes of the Club.

The Committee shall maintain bank accounts in the name of the Club. Signatories to the Club bank accounts shall be the Treasurer and any 2 other committee members appointed by the committee, with any two to jointly operate the accounts.

All money received on account of the Club shall be banked within 5 Working Days of receipt.

All accounts paid or for payment shall be submitted to the Committee for approval of payment.

The Committee must ensure that there are kept at all times accounting records that:

- c. correctly record the transactions of the Club, and
- d. allow the Club to produce financial statements that comply with the requirements of the Act, and



- e. would enable the financial statements to be readily and properly audited (if required under any legislation or the Club's Constitution).

The Committee must establish and maintain a satisfactory system of control of the Club's accounting records.

The accounting records must be kept in written form or in a form or manner that is easily accessible and convertible into written form. And the accounting records must be kept for the current accounting period and for the last 7 completed accounting periods of the Club.

7.2 Balance date

The Club's financial year shall commence on the 1st of April of each year and end on 31st of March (the latter date being the Club's balance date).

8 DISPUTE RESOLUTION

8.1 Meaning of Dispute and Complaint

A dispute is a disagreement or conflict involving the Club and/or its Members in relation to specific allegations set out below.

The disagreement or conflict may be between any of the following persons:

- a. 1 or more Members and the Club
- b. 1 or more Members or Officers and the Club.

The disagreement or conflict relates to any of the following allegations:

- c. a Member or an Officer has engaged in misconduct,
- d. a Member or an Officer has breached, or is likely to breach, a duty under the Club's Constitution or bylaws or the Act,
- e. the Club has breached, or is likely to breach, a duty under the Club's Constitution or bylaws or the Act, or
- f. a Member's rights or interests as a Member have been damaged or Member's rights or interests generally have been damaged.

A Member or an Officer may make a complaint by giving to the Committee (or a complaints subcommittee member) a Notice in writing that:

- g. states that the Member or Officer is starting a procedure for resolving a dispute in accordance with the Club's Constitution; and
- h. sets out the allegation(s) to which the dispute relates and whom the allegation or allegations is or are against; and
- i. sets out any other information or allegations reasonably required by the Club.

The Club may make a complaint involving an allegation against a Member or an Officer by giving to the Member or Officer a Notice in writing that:

- j. states that the Club is starting a procedure for resolving a dispute in accordance with the Club's Constitution; and
- k. sets out the allegation to which the dispute relates.

The information setting out the allegations must be sufficiently detailed to ensure that a person against whom an allegation or allegations is made is fairly advised of the



allegation or allegations concerning them, with sufficient details given to enable that person to prepare a response.

A complaint may be made in any other reasonable manner permitted by the Club's Constitution.

All Members (including the Committee) are obliged to cooperate to resolve disputes efficiently, fairly, and with minimum disruption to the Club's activities.

The complainant raising a dispute, and the Committee, must consider and discuss whether a dispute may best be resolved through informal discussions, mediation, or arbitration. Where mediation or arbitration is agreed on, the parties will sign a suitable mediation or arbitration agreement.

8.2 How a Complaint is Made

A Member or an Officer may make a complaint by giving to the Committee (or a complaints subcommittee) a Notice in writing that:

- a. states that the Member or Officer is starting a procedure for resolving a dispute in accordance with the Club's Constitution; and
- b. sets out the allegation or allegations to which the dispute relates and whom the allegation is against; and
- c. sets out any other information reasonably required by the Club.

The Club may make a complaint involving an allegation or allegations against a Member or an Officer by giving to the Member or Officer a Notice in writing that:

- d. states that the Club is starting a procedure for resolving a dispute in accordance with the Club's Constitution; and
- e. sets out the allegation to which the dispute relates.

The information given under subclause (8.2.b) or (8.2.e) must be sufficient to ensure that a person against whom an allegation is made is fairly advised of the allegation or allegations concerning them, with sufficient details given to enable that person to prepare a response.

A complaint may be made in any other reasonable manner permitted by the Club's Constitution.

8.3 Person Who Makes a Complaint has a Right to be Heard

A Member or an Officer who makes a complaint has a right to be heard before the complaint is resolved or any outcome is determined.

If the Club makes a complaint— the Club has a right to be heard before the complaint is resolved or any outcome is determined; and an Officer may exercise that right on behalf of the Club.

Without limiting the manner in which the Member, Officer, or Club may be given the right to be heard, they must be taken to have been given the right if:

- a. they have a reasonable opportunity to be heard in writing or at an oral hearing (if one is held); and
- b. an oral hearing is held if the decision maker considers that an oral hearing is needed to ensure an adequate hearing; and
- c. an oral hearing (if any) is held before the decision maker; and
- d. the Member's, Officer's, or Club's written or verbal statement or submissions (if any) are considered by the decision maker.



8.4 Investigating and Determining Dispute

- a. The Club must, as soon as is reasonably practicable after receiving or becoming aware of a complaint made in accordance with its Constitution, ensure that the dispute is investigated and determined.
- b. Disputes must be dealt with under the Constitution in a fair, efficient, and effective manner and in accordance with the provisions of the Act.

8.4.1 Club may decide not to proceed further with Complaint

Despite the 'Investigating and determining dispute' rule above, the Club may decide not to proceed further with a complaint if:

- a. the complaint is considered to be trivial; or
- b. the complaint does not appear to disclose or involve any allegation of the following kind:
 - i. that a Member or an Officer has engaged in material misconduct,
 - ii that a Member, an Officer, or the Club has materially breached, or is likely to materially breach, a duty under the Club's Constitution or bylaws or the Act,
 - iii that a Member's rights or interests or Members' rights or interests generally have been materially damaged, o:
- c. the complaint appears to be without foundation or there is no apparent evidence to support it; or
- d. the person who makes the complaint has an insignificant interest in the matter; or
- e. the conduct, incident, event, or issue giving rise to the complaint has already been investigated and dealt with under the Constitution; or
- f. there has been an undue delay in making the complaint.

8.4.2 Club may refer Complaint

- a. The Club may refer a complaint to a subcommittee or an external person to investigate and report; or a subcommittee, an arbitral tribunal, or an external person to investigate and make a decision.
- b. The Club may, with the consent of all parties to a complaint, refer the complaint to any type of consensual dispute resolution (for example, mediation, or facilitation).

8.4.3 Decision Makers

A person may not act as a decision maker in relation to a complaint if 2 or more members of the Committee or a complaints subcommittee consider that there are reasonable grounds to believe that the person may not be:

- a. impartial; or
- b. able to consider the matter without a predetermined view.

8.5 Suspension of Members

The Committee may suspend any member, if in the opinion of the Committee, after due and proper inquiry during which the offending member shall have been heard in his/her defence, such a member has been guilty of any conduct prejudicial to the interests of the sport.



8.6 Expulsion of Members

A Committee Meeting must be called to which the member to be expelled is invited to attend/submit written grounds to refute the allegations. The member to be expelled must be given an opportunity to defend himself/herself. A vote must be taken to decide the member's fate.

The Member must be informed in writing of the decision of the meeting.

9 LIQUIDATION AND REMOVAL FROM THE REGISTER

9.1 Resolving to put Club into Liquidation

The Club may be liquidated in accordance with the provisions of Part 5 of the Act.

The Committee shall give 30 Working Days written Notice to all Members of the proposed resolution to put the Club into liquidation.

The Committee shall also give written Notice to all Members of the General Meeting at which any such proposed resolution is to be considered. The Notice shall include all information as required by section 228(4) of the Act.

Any resolution to put the Club into liquidation must be passed by a simple majority of all Members present and voting.

9.1.1 Surplus assets

If the Club is liquidated or removed from the Register of Incorporated Societies, no distribution shall be made to any Member.

On the liquidation or removal from the Register of Incorporated Societies of the Club, its surplus assets, after payment of all debts, costs and liabilities, shall be vested in Model Flying NZ.

However, in any resolution under this rule, the Club may approve a different distribution to a different not-for-profit entity from that specified above, so long as the Club complies with this Constitution and the Act in all other respects.

10 ALTERATIONS TO THE CONSTITUTION

10.1 Amending this Constitution

The rules of The Club may be altered at any General Meeting of the Club by the enactment of any further rules or by rescission or amendment of any existing rules provided however, no amendment is to be approved if it in any way affects the Income Tax exempt status of the Club, and that seven days' notice in writing of the resolution embodying the proposed additions, rescissions or amendments shall have been given to all members and such resolution shall be passed by a majority of at least three-quarters of the members voting, both present personally and by proxy vote. Only financial members shall be entitled to vote.

Constitution of the Kapiti Aeromodellers Club Inc.



When an amendment is approved by a General Meeting it shall be notified to the Registrar of Incorporated Societies in the form and manner specified in the Act for registration and shall take effect from the date of registration.

11 OTHER

11.1 Bylaws

The Committee from time to time may make and amend bylaws, and policies for the conduct and control of Club activities and codes of conduct applicable to Members, but no such bylaws, policies or codes of conduct applicable to Members shall be inconsistent with this Constitution, the Act, regulations made under the Act, or any other legislation.