

# **Constitution**

## **The UNSW Aikido Club**

## UNSW Aikido Club Constitution

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# Part 1 - Preliminary

## 1 Definitions

### 1.1 *In this constitution:*

**The Aikido Club** means the UNSW Aikido Club.

**The Club** means the UNSW Aikido Club.

**AKA** means Aikido Kokikai Australia Ltd.

**Kokikai Aikido** means the style of aikido practiced at UNSW Aikido Club. The UNSW Aikido Club is an affiliated dojo of AKA.

**dojo** means a person, club, business or organisation responsible for a venue where aikido is practiced.

**instructor** means an AKA certified instructor teaching at the Aikido Club.

**student(s)** means a student undertaking training of Aikido Kokikai at the UNSW Aikido Club. Students who have paid all required fees are also recognised as members of the Aikido Club.

**financial member** means a student who have paid all required fees to the Aikido Club.

**the committee** means the body formed to manage the affairs of the Aikido Club.

**office bearers** means the members of the committee other than ARC representatives.

**secretary** means the person holding office under this constitution as secretary of the Aikido Club.

**a dispute** means a disagreement between 2 or more parties.

**a complaint** means a formal expression of dissatisfaction.

### ***In this constitution:***

- (a) a reference to a function includes a reference to a power, authority and duty, and
- (b) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

### 1.2 ***The Name of the Club***

The name of the club is the **UNSW Aikido Club**.

### **1.3 The Aim of the Club**

Instruct, develop and assess students in the martial art of Aikido.

## **Part 2 – Students**

### **2 Student generally**

A person is eligible to be a student of the Aikido Club if:

- (a) the person is a natural person and over 18 years of age, and
- (b) the person is judged capable of undertaking aikido training with no undue safety risk towards themselves or others practicing aikido, and
- (c) the person is not hindered by any health issues that could prove dangerous to themselves or others during aikido training, and
- (d) the person accepts, by way of signature, the terms and conditions of training as stated in the AKA subscription form.

### **3 Cessation of Student**

A person ceases to be a student of the Aikido Club if the person:

- (a) dies, or
- (b) resigns, or
- (c) is expelled from the Club, or
- (d) fails to pay the fee under clause (5) within 28 days after the fee is due.

### **4 Student not transferable**

A right, privilege or obligation which a person has by reason of being a student of the Club:

- (a) is not capable of being transferred or transmitted to another person, and
- (b) terminates on cessation under clause (3).

### **5 Fees and subscriptions**

- (1) A student must pay to the Aikido Club a monthly training fee or a per session fee.
- (2) The schedule of fees will be set at each AGM for the following year.
- (3) Individual fees may be waived by the committee as incentives to gain student support and participation to
  - (a) help with the general running of the club, or
  - (b) serve on the committee.

## 6 Liabilities

The liability of individuals, the committee, instructors, student, office bearers to contribute towards the payment of the debts and liabilities of the club or the costs, charges and expenses of the winding up of the club is limited to the amount, if any, corresponding to unpaid monthly training fee.

On the dissolution of the club if there remains after the satisfaction of all its debts and liabilities, any monies or properties whatsoever, the same shall not be paid to or distributed among members of the club, but shall be paid to or transferred to Arc@UNSW to be used within the University for the support of sport.

## 7 Resolution of disputes

- (1) A dispute between a member or student, and another member or student (in their capacity as members or student) of the Club, or a dispute between a member or student and the committee should first be raised via written communications to the secretary. The committee will aim to mediate and resolve the dispute.
- (2) If a dispute is not resolved by internal mediation within 3 months by the Club it may be referred to a community justice centre for mediation under the [Community Justice Centres Act 1983](#).
- (3) The [Commercial Arbitration Act 1984](#) applies to any such dispute referred to arbitration.

## 8 Disciplining of instructors or students

- (1) A complaint may be made to the committee by any person that an instructor, or student of Aikido Club:
  - (a) has refused or neglected to comply with a provision or provisions of this constitution, or
  - (b) has willfully acted in a manner prejudicial to the interests of the Aikido Club, or
  - (c) has acted in a way deemed to cause danger to other members or students.
- (2) The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- (3) If the committee decides to deal with the complaint, the committee:
  - (a) must cause notice of the complaint to be served on the instructor or student concerned, and
  - (b) must give the instructor or student at least 14 days from the time the notice is served within which to make submissions to the committee in connection with the complaint, and
  - (c) must take into consideration any submissions made by the instructor, member or student in connection with the complaint.

- (4) The committee may, by resolution, expel the instructor or student from the Aikido Club, suspend an instructor's right to teach, or suspend the instructor or student from the Aikido Club if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.
- (5) If the committee expels or suspends an instructor or student, the secretary must, within 7 days after the action is taken, cause written notice to be given to the instructor or student of the action taken, of the reasons given by the committee for having taken that action and of the rights of appeal under clause (9).
- (6) The expulsion or suspension does not take effect until the expiration of the period within which the instructor or student is entitled to appeal, under clause (9), against the resolution concerned.
- (7) The expulsion is deemed to be for life unless overturned at a later date by a two thirds majority of votes cast by the committee.

## **9 Right of appeal of disciplined**

- (1) A instructor or student may appeal to the Aikido Club in general meeting against a resolution of the committee under clause (8), within 14 days after notice of the resolution is served on the instructor or student, by lodging with the secretary a notice to that effect.
- (2) The notice may, but need not, be accompanied by a statement of the grounds on which the member or student intends to rely for the purposes of the appeal.
- (3) On receipt of a notice from an instructor or student under, the secretary must notify the committee which is to convene a general meeting of the Aikido Club to be held within 28 days after the date on which the secretary received the notice.
- (4) At a general meeting of the association convened under clause (19):
  - (a) no business other than the question of the appeal is to be transacted, and
  - (b) the committee and the instructor or student must be given the opportunity to state their respective cases orally or in writing, or both, and
  - (c) the instructors and students present at the general meeting are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.

The revocation of the appeal is to be determined by a two thirds majority of votes cast by the committee.

## **Part 3 - The committee**

### **10 Powers of the committee**

Subject to this constitution and to any resolution passed by the association in general meeting, the committee:

- (d) is to control and manage the affairs of the Aikido Club, and
- (e) may exercise all such functions, other than those functions that are required by this constitution to be exercised by a general meeting of the club, and
- (f) has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the Club.

### **11 Composition and membership of committee**

- (1) The committee is to consist of:
  - (a) the office-bearers of the UNSW Aikido Club, and
  - (b) The Arc Sport Development Manager or their equivalent positions
- (2) The total number of committee members is 5.
- (3) The office-bearers of the Aikido Club are as follows:
  - (a) the president
  - (b) the vice-president
  - (c) the secretary
  - (d) the treasurer
- (4) Elections for executive positions need to occur at least once every twelve (12) months. These elections must be democratic and in compliance with the requirements of the club's constitution.
- (5) Three of the Executives must be bank account signatories (one of these must be the Treasurer).

### **12 Election of the committee**

- (1) Nominations of candidates for election as office-bearers of the Aikido Club:
  - (a) must be made in writing, accompanied by the written consent of the candidate (this can be in an email) and
  - (b) must be delivered to the secretary of the club at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
- (2) Any club member is eligible to be nominated to any executive position as long as they are a financial member of the Aikido Club.

- (3) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting.
- (4) If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies.
- (5) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
- (6) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- (7) The ballot for the election of office-bearers is to be conducted at the AGM. All club members are entitled to one vote. The results of the election are final. The incumbent executive may not bias the results of the election in anyway, for example they may not refuse nominations of eligible candidates nor have their votes weighted more strongly

### **12.1 The President**

The President sets the overall annual committee agenda (consistent with the views of members), helps the committee prioritise its goals and keeps the committee on track by working within that overall framework. At an operational level, the major function of the President is to facilitate effective committee meetings.

#### *Responsibilities and duties*

- Manage committee meetings.
- manage the Annual General Meeting (AGM).
- represent the club at local, regional, state and national levels.
- act as a facilitator for club activities.
- ensure planning and budgeting for the future is carried out in accordance with the wishes of the club.

### **12.2 The Vice President**

The Vice President supports the function of the President and can be delegated tasks by the president to perform.

### **12.3 Secretary**

The Secretary is the chief administration officer of the club. This person provides the coordinating link between members, the management committee and outside agencies.

#### *Responsibilities and duties*

- prepare the agenda for club meetings in consultation with the President.
- make arrangements including venue, date, times and hospitality for club meetings.
- send a minimum of seven (7) days notice of all meetings.
- collect and collate reports from office bearers and submit annual report by January 31<sup>st</sup> .



- call for and receive nominations for committees and other positions for the club/group AGM.
- take the minutes of meetings.
- write up the minutes as soon as possible after the meeting.
- read, reply and file correspondence promptly.
- Maintain registers of members' names and addresses, and sponsors to be submitted to the Sport Development Manager each year by 1 May.
- maintain files of legal documents such as constitutions, leases and titles.
- act as the public officer of your club liaising with members of the public, affiliated bodies and government agencies.
- other tasks — handle bookings and entries, supervise uniforms, respond to general duties as directed by the club/group committee.

## **12.4 Treasurer**

The Treasurer is the chief financial management officer for the club.

### *Responsibilities and Duties*

- Prepare a budget to be submitted to Arc by November 14<sup>th</sup> each year.
- Monitor the budget throughout the year to ensure the club is meeting yearly projections.
- Keep a proper record of all payments and monies received.
- Make sure financial reports are available and understood at all committee meetings.
- Show evidence that money received is banked and documentation provided for all money paid out.
- Give Treasurer's report at regular meetings and when required.
- Produce an annual financial report submitted to the club president at the conclusion of calendar year or sporting season.
- Send out accounts.
- Pay the bills.

## **12.5 Arc Delegate**

The duty of the Arc Delegate:

- The Arc Sport Development Manager or their equivalent positions shall be ex-officio members of the committee of the club, but they shall have no right to vote at any meeting of any such committee solely by virtue of these offices.

## 13 Casual vacancies

- (1) In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a student of the Aikido Club to fill the vacancy and the student so appointed is to hold office, subject to this constitution, until the conclusion of the annual general meeting next following the date of the appointment.
- (2) A casual vacancy in the office of a member of the committee occurs if the member:
  - (a) dies, or
  - (b) ceases to be a member, instructor or student of the Aikido Club, or
  - (c) resigns office by notice in writing given to the secretary, or
  - (d) is removed from office under clause (14), or
  - (e) becomes a mentally incapacitated person, or
  - (f) is absent without the consent of the committee from 3 consecutive meetings of the committee, or
  - (g) is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months, or
  - (h) is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the [Corporations Act 2001](#) of the Commonwealth.

## 14 Removal of committee members

- (1) The Aikido Club in general meeting may by resolution remove any member of the committee from the office before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- (2) The resolution to remove an executive member must follow the voting procedures outlined in clause (24). This vote will take place 30 days after the resolution is raised in subclause (14)(1) at a special general meeting.
- (3) If a member of the committee to whom a proposed resolution referred to in subclause (14)(1) relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations be notified to the members of the Club, the secretary or the president may send a copy of the representations to each member of the Club or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

## 15 Committee meetings and quorum

- (1) Meetings of the committee may be convened by the president or by any member of the committee.

- (2) Oral or written notice of a meeting of the committee must be given by the secretary to each member of the committee at least 48 hours (or such other period as may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.
- (3) Any 3 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (4) No business is to be transacted by the committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to a time determined by the office bearers.
- (5) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- (6) At a meeting of the committee:
  - (a) the president or, in the president's absence, the secretary is to preside, or
  - (b) if the president and the secretary are absent or unwilling to act, such one of the remaining members of the committee as may be chosen by the members present at the meeting is to preside.

## **16 Voting and decisions in Committee meetings**

- (1) Motions put forward at committee meetings are to be determined by a two thirds majority of the votes of members.
- (2) All committee members are entitled to one vote, except the Arc Sport Development representative. The results of the election are final.

## **Part 4 - Meetings**

### **17 Annual general meetings - holding of**

The Aikido Club must hold its annual general meetings once every twelve (12) months. If a matter is to be discussed without waiting for the next AGM, then the committee can call for a Special General Meeting, as specified in (19).

### **18 Annual general meetings - calling of and business at**

- (1) The annual general meeting of the Aikido Club is to be convened on such date and at such place and time as the committee thinks fit.
- (2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:

- (a) to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,
- (b) to receive from the committee reports on the activities of the Aikido Club during the last preceding financial year,
- (c) to receive and consider any financial statement or report required to be submitted.

## **19 Special general meetings - calling of**

- (1) The committee may, whenever it thinks fit, convene a special general meeting of the Club.
- (2) The committee must, on the requisition in writing of at least 20 per cent of the total number of members, convene a special general meeting of the Club.
- (3) A requisition to members for a special general meeting:
  - (a) must state the purpose or purposes of the meeting, and
  - (b) must be signed by the member making the requisition, and
  - (c) must be lodged with the secretary, and
  - (d) may consist of several documents in a similar form, each signed by one or more members making the requisition.
- (4) If the committee fails to convene a special general meeting to be held within 1 month after that date on which a requisition the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.

## **20 Notice**

- (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the club, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to the members specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting. The meeting may also be conducted via electronic means such as internet or via a telephone conference
- (2) A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

## **21 Quorum for AGM and special general meetings**

- (1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present (either in person or via internet or telephone) during the time the meeting is considering that item.
- (2) Quorum for an AGM or EGM is ten (10), of which 41% must be students of UNSW and 51% must be either students or alumni of UNSW. Proof of attendance is required in the form of a signed attendance list which includes names, student numbers and signatures.

- (3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
  - (a) is to be dissolved, and
  - (b) in any other case, is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to the Aikido Club members given before the day to which the meeting is adjourned) at the same place.

## **22 Adjournment**

- (1) The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of committee members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to each committee member of the club stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

## **23 Making of decisions**

- (1) A question arising at a general meeting of the Aikido Club is to be determined by either:
  - (a) a show of hands, or
  - (b) verbally cast, or
  - (c) if on the motion of the chairperson or if 5 or more members present at the meeting decide that the question should be determined by a written ballot.
- (2) If the question is to be determined by a show of hands or verbal cast, a declaration by the chairperson that a resolution has, on a show of hands/verbal cast, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Club, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (3) If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

## **24 Voting**

- (1) On any question arising at a general or annual meeting of the Club, each member can vote. All club members are entitled to one vote. The results of the election are final.
- (2) A vote will be considered passed if it meets or exceeds a two thirds majority of the total vote.

## **25 Proxy votes**

If a member is not available to vote at the meeting, their vote may proxy to the president or other members of the committee. Proxys must be given in writing stating the name of the

member, who the vote will be assigned to and the position taken for the vote. Proxy votes must be presented at the AGM.

## **26 Postal/Email ballots**

- (1) The association may hold a postal or email ballot to determine any issue or proposal.
- (2) Votes must be received within 14 days of a postal ballot being determined, and within 7 days of an email ballot.

## **Part 5 - Miscellaneous**

### **27 Funds - source**

- (1) The funds of the Club are to be derived from training fees, grants, donations and, subject to any resolution passed by the association in general meeting, such other sources as the committee determines.
- (2) All money received by the Club must be deposited as soon as practicable and without deduction to the credit of the Club's bank or other authorised deposit-taking institution account.
- (3) The Club must, as soon as practicable after receiving any money, issue an appropriate receipt, subject to request.

### **28 Funds - management**

- (1) Subject to any resolution passed by the Club in general meeting, the funds of the club are to be used in pursuance of the objects of the Club in such manner as the committee determines, as long as they adhere to the approved yearly budget passed at the previous annual general meeting.
- (2) Three of the executives must be bank account signatories (one of these must be the Treasurer).

### **29 Financial year**

The financial year of the Club is: each period of 12 months after the expiration of the previous financial year, commencing on 1 July and ending on the following 30 June.