

**RULES OF  
THE NEW ZEALAND KUNG-FU WUSHU FEDERATION  
INCORPORATED**



W u s h u



## CONSTITUTION OF THE NEW ZEALAND KUNG-FU WUSHU FEDERATION INC.

The adoption and registration of these Rules repeals and replaces the former Rules of the New Zealand Chinese Martial Arts-International Wushu Council Incorporated (Council) established at a meeting of the Council on 11 March 1995 and Incorporated on 18 July 1995.

### 1. NAME

The name of the society shall be the New Zealand Kung-Fu Wushu Federation Incorporated, which may hereinafter be referred to as NZKWF, or Kung-Fu Wushu New Zealand, or Wushu New Zealand, or New Zealand Wushu, or Federation, as short title.

### 2. INTERPRETATION

- 2.1 Wushu means all recognised and recognisable forms of traditional, recreational, health related and contemporary (sport) Chinese martial arts.
- 2.2 **Membership - refer to section 9.2 for membership interpretation.**
- 2.3 Delegate means a person appointed in writing by a Constituent to act as its representative and vote on its behalf.
- 2.4 **Executive means the Executive Management Team of the Federation.**
- 2.5 Wushu competition means wushu competition under the Rules and Regulations of the International Wushu Federation (IWUF), but does not include competitions organised by individual organisations whose clubs are Constituent or Individual members of the Federation.
- 2.6 Regional Council means the body managing, on behalf of the Federation, the promotion and development and control of wushu events and competitions in a particular geographic region as defined from time to time by the Federation.
- 2.7 IWUF means the International Wushu Federation and includes its affiliated subsidiary organisations.
- 2.8 OWUF means the Oceania Wushu Federation and includes its affiliated subsidiary organisations.
- 2.9 Where the context so requires, words importing the singular member shall include the plural; the masculine gender shall include feminine; persons shall include companies and vice versa.

### 3. REGISTERED OFFICE

- 3.1 The Registered Office of the Federation shall be at the place of residence of The President, or at such other place as the **Executive** may from time to time determine.
- 3.2 Notice of every change of situation of the registered office shall be duly sent to the Registrar of Incorporated Societies.

#### **4. OBJECTS**

The objects of the Federation shall be to:

- 4.1 Promote, support, protect and encourage the practice and teaching of traditional, and contemporary wushu (herein after referred to as 'wushu') including recreational and health related wushu.
- 4.2 Foster the spirit of wushu and mutual respect and friendship among its members.
- 4.3 Exercise general administrative control over wushu in New Zealand.
- 4.4 Advocate on behalf of, and in the best interests of, wushu practitioners and clubs.
- 4.5 Establish standards of safety, ethical practice, skills and qualifications relevant to wushu.
- 4.6 Preserve the integrity and values of wushu and safeguard the interest and well-being of the public.
- 4.7 Organise and control national wushu competition, and arbitrate selection of representative teams and officials to represent New Zealand in wushu.
- 4.8 Maintain affiliation and work cooperatively with, the International Wushu Federation (as parent world body) and the Oceania Wushu Federation, to further their and the Federation's objects.
- 4.9 Establish such funds and accumulate such assets as are deemed desirable to promote and develop wushu in New Zealand.
- 4.10 Gain and maintain government and public recognition as the National Sporting Organisation (NSO) and National Governing Body for wushu in New Zealand.

#### **5. STRUCTURE**

The structure of the Federation shall comprise a National **Executive**, Regional Councils, National Policy Council and a Technical Council. The geographic boundary of a Region and structure of the Technical Council is as defined from time to time by the **Executive**.

#### **6. MANAGEMENT**

- 6.1 Management and administration of the business of the Federation is vested in the National **Executive**, (hereinafter referred to as the '**Executive**').
- 6.2 Regional Councils are bodies principally responsible for the administration of national policy. Regions, whether incorporated or not, will be required to affiliate and maintain affiliation, and operate within the rules and intent of the Federation's Constitution.
- 6.3 Regional Councils shall adopt the terms and conditions of the Federation's Regional Council Constitution, which may only be amended with the agreement of the **Executive**.

## **7. POWERS**

Without limiting in any way the objects specified in this Constitution, the Federation shall be specifically empowered:

- 7.1 To cooperate with, support and assist other organisations, bodies and parties that, in the opinion of the Federation, promote the best interests of traditional, contemporary, recreational and health related wushu.
- 7.2 To communicate with, affiliate with, or enter into relationships with other organisations, associates, bodies and societies whether in New Zealand or outside New Zealand in such a way as to further the interests of wushu.
- 7.3 Liaise with government and quasi-governmental bodies and to apply for and pursue applications for governmental assistance and support.
- 7.4 Act as arbitrator in matters of dispute between member clubs and/or Regional Councils.
- 7.5 To exercise a mandatory power in regard to any dispute arising between any Regional Council, the National Policy Council, the Technical Council and the **Executive**.
- 7.6 To use the funds of the Federation as the Federation may consider necessary and proper in the payment of the costs and expenses and furthering or carrying out the objects of the Federation, or any of them including the engagement of Solicitors, Agents, Officers and Servants as shall appear necessary or expedient.
- 7.7 To acquire, purchase, take or lease, or hire or otherwise acquire any real or personal property and to borrow, mortgage or otherwise charge property as the Federation shall think necessary or expedient for the purpose of attaining the objects of the Federation or any of them, or promoting the interests of the Federation or its members and to sell, let on bail or lease with or without option of purchase or in any manner dispose of any such property rights or privileges as aforesaid.
- 7.8 Invest the funds of the Federation.
  - 7.8.1 upon deposit on current account or otherwise with any registered bank in New Zealand;
  - 7.8.2 in or upon the stocks, funds or other securities of the Government of New Zealand or any local authority in New Zealand;
  - 7.8.3 in or upon any securities the payment of which is guaranteed by the Government of New Zealand.
- 7.9 Engage staff, and others, as employees or on contract, subject to such terms and conditions as it considers appropriate, and pay or provide such remuneration to them as it considers appropriate.
- 7.10 Engage other persons or organisations to provide services for the conduct of the Federation's operations, and pay or provide such remuneration to them as it considers appropriate.

- 7.11 Authorise any person to sign cheques, bills of exchange and other financial instruments on its behalf.
- 7.12 Enter into such contracts and issue such documents as it thinks appropriate for the purpose of furthering the Federation's objects.
- 7.13 Enter into arrangements with such government agencies, local authorities, and other persons or bodies which may, in its opinion, assist it in furthering the Federation's objects.
- 7.14 Give any guarantee or indemnity to any person, firm, or company which may, in its opinion, assist in furthering the Federation's objects.
- 7.15 Print, publish, sell or distribute any newspapers, journals, periodicals, books, bulletins, leaflets or other literature that may from time to time in its opinion, be desirable for the promotion of any of the Federation's objects.
- 7.16 To do all such things as are incidental to or conducive to the attainment of the above objects of the Federation.

## **8. PECUNIARY PROFIT**

Private pecuniary profit is prohibited.

- 8.1 Any income, benefit, or advantage shall be applied to the amateur sports purposes of the Society.
- 8.2 No member of the Society or any person associated with a member shall participate in or materially influence any decision made by the Federation in respect of the payment to or on behalf of that member or associated person of any income, benefit, or advantage whatsoever.
- 8.3 Any income paid shall be reasonable and relative to that which would be paid in an arms length transaction (being the open market value).
- 8.4 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.

## **9. MEMBERSHIP**

- 9.1 To become a voting member, the applicant must be a New Zealand citizen or permanent resident and otherwise legally entitled to teach wushu in New Zealand. Nationals of the New Zealand Protectorates of Cook Islands, Niue, Tokelau Islands and the Ross Dependency may apply for NZKWF membership (without voting rights) until such time their country or territory establishes its own wushu organisation.
- 9.2 There shall be **eight (8)** types of membership.

**9.2.1 Constituent Member - Open to any Wushu club approved by the Federation Executive. All members covered. One vote per club.**

- 9.2.2 Associate Member - Open to any non-Chinese martial arts club approved by the Federation Executive. All members covered. No voting rights.
- 9.2.3 Individual Member - Open to individuals from Chinese or non-Chinese martial arts clubs, or not belonging to any club. Individual only covered. No voting rights. [Unless exempted, Individual membership is not available to active teachers of Chinese or non-Chinese martial arts].
- 9.2.4 Cultural Member - Open to any group or organisation involved in the promotion of Chinese culture through activities such as Lion, Dragon or Kung-Fu dance or through traditional Chinese medicine and healing arts such as Acupuncture, Acupressure, Qi-Gong and Herbal Medicine. All members covered. No voting rights.
- 9.2.5 Life Member - Awarded to an individual member in recognition of their loyalty, commitment and significant contribution to the Federation over a lengthy period of time. No voting rights unless also a Constituent (Club) member.
- 9.2.6 Honorary Member - Awarded to an individual non-member who has rendered distinguished and valuable service to the Federation. Honorary members are entitled to attend Federation AGMs and receive newsletters, but do not have the right to vote or hold office.
- 9.2.7 Patron Member - Awarded to a key sponsor or benefactor who financially supports the aims, objectives and activities of the Federation. Patron members are entitled to attend Federation AGMs and receive newsletters, but do not have the right to vote or hold office.
- 9.2.8 Founding Member - Accorded only to Founding Members as listed in Appendix A. No voting rights unless also a Constituent (Club) member.

**9.3 The following 'Membership Status' shall exist:-**

- 9.3.1 Active Members: this denomination and title is linked to payment of membership fee and entitles toward the right to vote and compete in the events run by or for the Federation.
- 9.3.2 Passive Members: this denomination and title is linked to no payment of membership fee, which means the Member has no right to attend, be represented, vote and compete in the events run by or for the Federation.
- 9.3.3 Unless exempted, failure to pay membership fees and honour any other requirements of membership will mean the Members membership will be changed from 'Active Member' to 'Passive Member' and they (and any persons covered under their membership) will not be allowed to vote or take part in any of the Federation's activities until all back fees are paid, in addition to any additional fines that may be imposed for late payment.

**9.3.4 If a Member is reclassified from 'Active' to 'Passive' member status, any of their members who are acting as officers or other representatives of the Federation will have their positions declared void from the date that the reclassification comes into effect.**

- 9.4 To be eligible for Constituent (Club) membership a club must:
- 9.4.1 teach a recognised and recognisable form or style of traditional or modern wushu, whether recreational, health related or contemporary (sport), including modified wushu such as that designed for falls prevention and rehabilitation;
  - 9.4.2 be able to participate and/or compete in a compatible manner with other member clubs in wushu events and/or competition;
  - 9.4.3 be acceptable to the **Executive** in terms of any minimum requirements detailed in this Constitution or passed as By-Laws under this Constitution.
- 9.5 **Associate, Individual and Cultural** (non-voting) membership shall be open to members of wushu and non-wushu clubs to enable them to participate in wushu activities and to build martial arts unity.
- 9.6 All applications for membership shall be in the form/s prescribed and be accompanied by such fees as determined from time to time by the **Executive**.
- 9.7 The **Executive** shall consider each application for membership at its first meeting following receipt of such application for membership, or at the next subsequent meeting and shall either accept or reject such application.
- 9.8 The **Executive** shall in its complete discretion, determine the authenticity of any nomination for membership.
- 9.9 Any dispute as to a club's eligibility for membership shall be decided by the **Executive**.
- 9.10 No Constituent member or Individual member thereof shall be entitled to any of the privileges or advantages of the Federation, nor shall they be entitled to compete in any wushu competition or event controlled by the Federation whether regional, national or international, until all affiliation fees and subscriptions have been paid, and no member whose affiliation fees or subscriptions are in arrears shall be entitled to vote at any General Meeting.
- 9.11 The Federation may, by a majority vote at any General Meeting, elect to Life Membership, any person in recognition of their loyalty, commitment and significant contribution Federation over a lengthy period of time.
- 9.12 The **Executive** may from time to time recommend as an Honorary Member of the Federation, any person who, in the opinion of the **Executive**, has rendered distinguished and valuable service to the Federation. The General Meeting of the Federation shall consider and approve or reject such nomination and determine the duration of such an honour.

- 9.13 Honorary and Life Members, save when otherwise qualified, shall not hold voting rights within the Federation.
- 9.14 A Register of Federation Members shall be maintained and shall contain the names and addresses on all members, the dates at which they became members, and the names and addresses and designations of their duly appointed contact persons. Such Register shall be kept at the Registered Office of the Federation or such other place as the **Executive** may from time to time determine. The Register shall contain any other particulars as the **Executive** may require be entered from time to time.
- 9.15 Members may, at their written request, receive a copy of such information held by the Federation on them or of their association.
- 9.16 The retention of data shall conform to any data protection laws, which from time to time may be legally required.
- 9.17 Any and all data held on members shall be kept for the exclusive use of the Federation and shall not be available to others, with the exception of the Police upon written request.
- 9.18 The Register shall be kept open for inspection at all reasonable times by any member who applies in writing to the Secretary for such inspection.
- 9.19 Each Member shall notify the Secretary of any change of the Member's address for the purposes of the Secretary recording that change in the Register.
- 9.20 A list of Founding/Patron Members of the New Zealand Chinese Martial Arts-International Wushu Council Incorporated is attached as Appendix "A".

## **10. CESSATION OF MEMBERSHIP**

- 10.1 A person or club ceases to be a member of the Federation if the person or club:
  - 10.1.1 dies or otherwise ceases to exist, or
  - 10.1.2 resigns that membership by notice in writing left at the Registered Office, or
  - 10.1.3 is expelled from the Federation (see Suspension and Expulsion below), or
  - 10.1.4 the club to which the member belongs is expelled from the Federation.
- 10.2 Any member wishing to resign must give at least one month's notice in writing to the **Secretary** of the intention to resign, and shall settle any outstanding debts or affiliation fees or subscriptions with the Federation, before such registration is effective.
- 10.3 In the event of a vacancy arising in the Federation other than through resignation at an AGM, the vacancy may be temporarily filled by a person appointed by the **Executive** for the balance of the term of office of the vacating member.

- 10.4 Any member retiring from the Federation or for any other reason ceasing to be a Member shall not be entitled to any refund of subscriptions or levies or other sums of money paid to the Federation or any part thereof.

## **11. Eligibility to Represent the Federation in Competition**

**11.1 Unless exempted, membership of a club or as an individual is compulsory in order to participate in any NZKWF, OWUF or IWUF competitions, festivals, seminars, workshops or other events.**

**11.2 Participants in OWUF events must have NZ Permanent Residency or NZ Citizenship, while participants in IWUF events must have NZ Citizenship and have their principle place of residence as New Zealand for two years immediately prior to the date of competition.**

## **12. DISCIPLINING OF MEMBERS**

12.1 Where the **Executive** is of the opinion that a member of the Federation:

12.1.1 has refused or neglected to comply with a provision or provisions of these Rules or the Federation's By-Laws, or

12.1.2 has acted in a manner prejudicial to the interests of the Federation,

the **Executive** may, in accordance with the procedure set out in By-Laws made under the constitution, by resolution, expel the member from the Federation or suspend the member from membership of the Federation for a specified period, or impose other penalties or sanctions as it sees fit. Provided that before any such resolution is proposed, the member or club shall have at least fourteen (14) days from the time the notice of complaint is served, within which to make submissions to the Executive or Ethics Committee in connection with the complaint, and shall have seven (7) days following any advice of confirmation of such resolution to lodge an appeal to be heard at the meeting at which the matter is to be raised.

12.1.3 Guidelines and Procedures for Disciplining of Members are detailed in the By-Laws: Discipline Guidelines and Procedures; Appeals Guidelines and Procedures; Ethics Committee Guidelines and Procedures;

## **13. REMOVAL FROM OFFICE**

Any office holder or member of the Federation or of any sub-committee who does not attend three consecutive meetings without due reason, or who has failed or neglected to carry out his or her duties in a satisfactory manner, or who demonstrates a clear conflict of interest in any matter whatsoever, or whose activities are contrary to promoting the objects of the Federation, of which the **Executive** after due inquiry shall be the sole judge, may be removed from his or her office or position by a resolution of the **Executive**.

## **14. FINANCES**

- 14.1 Annual subscription fees shall be payable by all Constituent and Individual members (excluding Life, Honorary and **Executive** Members) the amount of which shall be determined from time to time by the **Executive** having regard to the current and future requirements of the Federation.
- 14.2 Annual subscriptions and affiliation/joining fees shall be payable by members of Regional, Policy and Technical Councils, the amount of which shall be determined from time to time by the **Executive** (on recommendation of the Regional, Policy or Technical Council concerned).
- 14.3 Any Regional or Technical Council finances are under the control of the Federation and a financial report must be submitted to the Treasurer annually by each Council, except where a Regional Council is separately incorporated.
- 14.4 The Annual Subscription Fees shall be payable on 1 January each year and shall cover the current calendar year of the Federation. In the event of an application for membership being accepted on or after 1 July in any year, the annual subscription fee payable by that applicant for that year, shall be one-half of the full year's Annual Subscription Fee.
- 14.5 The joining fees and subscription fees payable in the first year of the Federation's operation shall be set at its first meeting.
- 14.6 The funds and property of the Federation shall be applied solely in the furtherance of the objects of the Federation.
- 14.7 The financial year of the Federation shall be from the 1<sup>st</sup> July to 30<sup>th</sup> June of the following year.
- 14.8 The **Executive** shall have full power to make regulations pertaining to the keeping of all accounts, issuing cheques, inspection of books and accounts by members, and all other matters concerning the control of the finance of the Federation.
- 14.9 Cheques drawn on the Federation's account shall be signed by the President and the Treasurer. The **Secretary** shall be a signatory in case of the absence of the President or Treasurer. At least one of the President and Treasurer must sign.
- 14.10 All monies received by the Federation shall be paid forthwith into the Federation's bank account.
- 14.11 All accounts shall be passed for payment at a meeting of the **Executive**.
- 14.12 An audited statement of accounts shall be presented to the next Annual General Meeting of the Federation, for consideration and approval.
- 14.13 Following adoption of such financial statements, a copy shall be forwarded (as required by the Incorporated Societies Act 1908) to the Registrar of Incorporated Societies.

## **15. MEETINGS**

- 15.1 The Annual General Meeting shall be held not later than three months after the completion of the independent audit of the Federation's accounts for the last financial year. The date and place for such meeting shall be determined by the Executive.
- 15.2 The Secretary shall notify all Constituent Members of the Annual General Meeting by post at least 21 days before the scheduled date.
- 15.3 In addition to any other business which may be transacted at an Annual General Meeting, the business of an Annual General Meeting shall be:
  - 15.3.1 to confirm the minutes of the preceding Annual General Meeting or any Special General Meeting held since that meeting,
  - 15.3.2 to receive from the Executive Board, reports upon the activities of the Federation in the last financial year,
  - 15.3.3 to hold such election of Executive members as required,
  - 15.3.4 to receive and consider the financial and audit statement for the preceding fiscal year,
  - 15.3.5 to decide all matters of Policy and give directions to the Executive.
  - 15.3.6 to fix, reduce, increase or alter affiliation and subscription fees of members,
  - 15.3.7 to consider special business of which due notice and documentation has been given.
- 15.4 Special General Meetings may be called at any time, by the Executive or a majority of the Constituent members.
  - 15.4.1 The request for the Special General Meeting shall be in writing addressed to the Secretary and shall set out specifically the business for which the Special General meeting is required.
  - 15.4.2 Any Special General Meeting must be called upon 21 days notice by the Executive within 6 weeks of it being requested and notice of the meeting to Constituent Members shall contain details of the purpose of the meeting and any Business to be considered thereat.
  - 15.4.3 At a Special General Meeting only the business set out in the notice convening the meeting shall be considered provided that the meeting may, by unanimous vote, permit the consideration of additional business.
- 15.5 No item of business is to be transacted at a General Meeting unless a quorum of members entitled under these Rules to vote is present during the time the meeting is considering that item. Five members present in person (being members entitled under these rules to vote at a General Meeting) constitute a quorum for the transaction of the business of a General Meeting.

- 15.6 The Chairperson of the meeting shall be the President of the Federation or if absent the **Secretary** of the Federation or if they are both absent a member elected by the meeting.
- 15.7 The Chairperson of a General Meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- 15.8 Where a meeting is adjourned for 14 days or more, a notice of the adjournment meeting shall be given as if it were a General Meeting.
- 15.9 Except as provided for in 15.7 and 15.8 above, it is not necessary to give Notice of an adjournment or of the business to be transacted at an adjourned meeting.
- 15.10 In exceptional circumstances or as directed by the President, a meeting of the **Executive** may be held by the contemporaneous linking together by telephone of a number of members of the **Executive** not being less than the quorum, provided that:
- 15.10.1 All members entitled to receive notice of a meeting shall be given notice of the meeting. Notice may be given by telephone;
- 15.10.2 Each of the members taking part in the meeting must be able to hear each of the other members taking part in the meeting and must acknowledge their presence to the other members;
- 15.10.3 Members may not leave the meeting by disconnecting their telephone unless they have obtained the express consent of the President;
- 15.10.4 A minute of the proceedings at such meeting by telephone shall be sufficient evidence of such proceedings and the observance of all necessary formalities if certified correct by the President;
- 15.10.5 A resolution in writing signed by all of the members of the **Executive** entitled to receive notice of meetings of the **Executive**, shall be valid and effectual as if it had been passed at a meeting of the **Executive** duly called and constituted. Any such document may consist of several documents in like form, each signed by one or more members of the **Executive**.

## **16. VOTING**

- 16.1 Any Constituent member shall have the right to appoint one Delegate or Accredited Representative. Any such Delegate may vote on behalf of another Constituent Member provided that the Delegate must hold and show to the **Secretary**, no later than 48 hours before the time of the meeting in respect of which the Proxy is appointed, written authority from that Constituent Member that he is authorised to vote on its behalf.
- 16.2 Voting at meetings in all questions (other than elections) shall be by voice

unless the Chairperson or three delegates request a show of hands or secret ballot. Notwithstanding the foregoing, where the General Meeting so decides by resolution a postal ballot may be conducted as set down in paragraph 15.4 below.

- 16.3 Voting on all elections at General Meetings shall be by secret ballot for which purpose a sufficient number of scrutineers shall be appointed by the meeting.
- 16.4 A postal ballot may be conducted upon a resolution calling for such passed at a General Meeting. Where such a resolution is passed only those Constituents represented at the meeting shall be balloted. The **Secretary** shall circulate by registered mail to those Constituents entitled to vote, the text of any motion(s) subject to the ballot. Each such Constituent shall have 21 days from the date of circulation to register its vote in writing with the **Secretary**. Any Constituent failing to register a vote shall be deemed to have abstained. Upon the expiry of the 21 days the **Secretary** shall declare the result of the ballot, which shall take effect as if passed at the meeting calling for the ballot.
- 16.5 If at a meeting a poll on any question is demanded by not less than three members or persons entitled to vote at that meeting, it shall be taken at that meeting in such manner as the Chairperson may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- 16.6 A poll that is demanded on a question of an adjournment shall be taken immediately. A poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chairperson may direct.
- 16.7 Neither a Member nor its representative shall be entitled to vote at any meeting unless all subscriptions due and payable by it have been paid.
- 16.8 Full Constituent Membership - shall entitle an organisation/club to one vote.
- 16.9 Individual and Life Membership - shall have no voting rights except when a Life Member fulfills the criteria of Constituent Membership.
- 16.10 **Executive** Members have no separate voting rights as **Executive** Members.
- 16.11 Founding members shall have no voting rights unless they fulfil the criteria of Constituent Membership.
- 16.12 Members with no voting rights however shall be entitled to comment in writing on any matter arising for decision by the **Executive** under these rules.
- 16.13 Decisions are generally made by an over half majority. Important issues such as revision of the constitution shall be made by two-third majority of the members in General Meeting.

## **17. EXECUTIVE**

- 17.1 The administration of the business of the Federation shall be vested in a National **Executive Management Team** to be called the **Executive**.
- 17.2 The **Executive** shall consist of the following office bearers:

- 17.2.1 a President who shall be the Chairperson;
  - 17.2.2 two **Executive** Members;
  - 17.2.3 a **Secretary**;
  - 17.2.4 a Treasurer.
- 17.3 The President and two **Executive** Members shall be elected at each tri-annual General Meeting. The President and two **Executive** Members so elected, shall by agreement, nominate and appoint the **Secretary** and the Treasurer, who shall have no voting rights on the **Executive**. The **Executive** so elected shall have the power to co-opt four (4) other individuals to serve on the **Executive** to assist in specific portfolio areas requiring specialist skill or knowledge.
- 17.4 In the event of a casual vacancy occurring in the membership of the **Executive** elected at an Annual General Meeting, the **Executive** may appoint a member of the Federation to fill the vacancy and the member so appointed shall hold office, subject to these Rules, until the conclusion of the Annual General Meeting or Special General Meeting next following the date of appointment and shall be eligible for re-appointment.
- 17.5 In respect of the office-bearers of the **Executive** to be elected at Annual General Meetings, nominations for candidates for election:
- 17.5.1 Shall be made in writing, signed by two Constituent members of the Federation and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
  - 17.5.2 Shall be delivered to the **Secretary** not less than ten days before the date fixed for the holding of the Annual General Meeting at which the election is to take place.
- 17.6 If insufficient nominations are received to fill all vacancies on the Board, further nominations shall be received at the Annual General Meeting.
- 17.7 If insufficient further nominations are received, any vacant positions remaining on the **Executive** shall be deemed to be casual vacancies.
- 17.8 If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
- 17.9 The ballot for the election of office-bearers shall be conducted at the Annual General Meeting in such usual and proper manner as the **Executive** may direct, notwithstanding anything in these Rules.
- 17.10 A nomination of a candidate for election under this rule is not valid if that candidate has been nominated for election to another office at the same election.
- 17.11 The **Executive** shall approve all appointments to, and proposals from, Regional Councils, National Policy Council and the Technical Council during the initial and subsequent years of operation of the Federation.

- 17.12 The **Executive** may from time to time delegate any of its powers to sub-committees consisting of such members of the Federation or other persons it thinks fit. Any sub-committee established by the **Executive** shall comply with the Rules and Guidelines from time to time specified by the **Executive**.

## **18. DUTIES OF OFFICE BEARERS**

- 18.1 The **President** shall:

18.1.1 Act as Chairman of all meetings of the Federation and exercise general control of the management of the affairs of the Federation.

18.1.2 Represent the Federation nationally and internationally in an official capacity.

18.1.3 Be responsible for the management and control of the duties of any employees of the Federation.

- 18.2 The **Secretary** shall assist the President in the maintenance of strict order during meetings, and shall discharge the duties of the President during his or her temporary absence.

- 18.3 The **Secretary** shall perform the following duties:

18.3.1 Attend to all correspondence, convene meetings and notify those eligible to be present at such meetings;

18.3.2 Place before the **Executive** all incoming and outgoing correspondence and in the event of matters requiring attention arising between the **Executive** meetings, shall inform the President;

18.3.3 Keep suitable and orderly files of the Federation's correspondence, member's register, applications for membership and other relevant documentation.

18.3.4 Prepare minutes of each meeting and circulate such minutes as instructed by the Federation, and record in a minute book all proceedings.

18.3.5 Maintain a current copy of the Rules of the Federation and have the same available at all meetings, and make the same available to all members and applicants for membership.

18.3.6 Maintain an annual record of results of all national and international competitions and Judges and Coaches workshops, involving the Federation;

18.3.7 Maintain a record of all assets of the Federation.

- 18.4 The **Treasurer** shall perform the following duties:

18.4.1 Ensure that all monies due to the Federation are collected and received and forthwith deposit the same to the credit of the Federation at an authorised bank or approved lending institution;

- 18.4.2 Ensure that all payments authorised by the Federation are made;
- 18.4.3 Keep full and correct account of the income and expenditure of the Federation and present to meetings of the **Executive**, a statement of YTD income and expenditure and related invoices and receipts;
- 18.4.4 Present to the Annual General Meeting of the Federation, a properly audited statement of financial performance and statement of financial position of the Federation for the financial year ended.

## **19. POWERS OF THE EXECUTIVE**

- 19.1 Subject to the Incorporated Societies Act 1908, these Rules, and any resolution passed by the Federation in General Meeting, the **Executive**:
  - 19.1.1 Shall control and manage the affairs of the Federation;
  - 19.1.2 Shall exercise all such functions as may be exercised by the Federation other than those functions that are required by these Rules to be exercised by a General Meeting of members of the Federation;
  - 19.1.3 Shall have the power to perform all such acts and do all such things as appear to the **Executive** to be necessary or desirable for the proper management of the affairs of the Federation;
  - 19.1.4 Shall have the power to appoint and dismiss such officer, sub-Executive and employees as are required to carry out the objects of the Federation;
  - 19.1.5 Shall have the power to pay a member, or other person, for a service rendered by, or property acquired from those persons in a special or private capacity;
  - 19.1.6 Shall have the power to levy such monies from members as are necessary for the proper running of the Federation as shall from time to time be determined;
  - 19.1.7 Shall discipline any member in accordance with these Rules and By-Laws of the Federation;
  - 19.1.8 Shall be responsible for all expenditure of the Federation.
- 19.2 All acts and decisions of the **Executive** shall have full force and validity, notwithstanding anything otherwise provided within these Rules, until such acts or decisions are reversed, altered or otherwise dealt with by the Federation in General Meeting.
- 19.3 Any matter or procedure not specifically provided for in these rules shall be determined in such manner as the **Executive** may decide.

## **20. EXECUTIVE MEETINGS AND QUORUM**

- 20.1 The **Executive** shall meet at least three times in each period of 12 months at such place and time as the **Executive** may determine. The **Executive** may regulate its meetings as it shall think fit.
- 20.2 A meeting of the **Executive** may be called by the President, the **Secretary**, or any two other members of the **Executive**.
- 20.3 The President, or in his absence, the **Secretary** shall preside at all meetings of the **Executive**. If both are absent or unwilling to act, the meeting shall appoint one of the other **Executive** members present to preside.
- 20.4 Questions arising before the **Executive** shall be decided by a bare majority of votes. The Chairperson shall exercise a deliberative and a casting vote.
- 20.5 At all meetings of the **Executive** the President or Secretary and any two other members shall constitute a quorum.

## **21. CONSTITUTION OF REGIONAL COUNCILS**

- 21.1 Affairs specific to identified geographic regions (as determined from time to time by the Federation) shall be managed on behalf of the Federation by Councils representing Constituent members in those regions.
- 21.2 The activities of Regional Councils shall be subject to the general control of the Federation.
- 21.3 In the event of any dispute between a Regional Council and the Federation, a mandatory power shall be exercised by the Federation.
- 21.4 Each Regional Council shall have a Constitution approved by the **Executive**, the contents of which shall be deemed to be By-Laws made under this Constitution. The Constitution of each Regional Council may be amended by a majority vote of the Council, but any amendment shall not be effective unless it is approved by a meeting of the **Executive**.

## **22. NATIONAL POLICY COUNCIL**

- 22.1 In reviewing existing policy and developing new policy, the **Executive** must consult with the National Policy Council established under this rule.
- 22.2 The National Policy Council shall comprise the Chairpersons of the Federation's Regional Councils (or a delegate appointed by a Regional Council) and one representative of the Technical Council.
- 22.3 The President of the Federation shall chair National Policy Council meetings but shall not have a deliberative or casting vote. The National Policy Council shall elect its own Policy Council Secretary.
- 22.4 No current **Executive** Member shall be a member of the Policy Council.

## **23. TECHNICAL COUNCIL**

- 23.1 The constitution, structure, function and powers of the Technical Council is mandated by the adoption of By-Laws passed by the **Executive**.
- 23.2 The Technical Council shall preside over the technical development of traditional and contemporary wushu and sanshou, under the direction of the **Executive**.
- 23.3 The Technical Council Chairperson shall provide a recommendation to the **Executive** on any application for attendance at International Wushu Judges, Coaches or Athlete's Seminars and on team selection for any International Competition.
- 23.4 The Technical Council shall be composed of up to 12 people managed by the Technical Council Chairperson. The Technical Council shall comprise five (5) committees, and an Elite Athlete Development Squad as follows:
- 23.4.1 For Contemporary wushu development in respect of Taolu (forms) and Sanda (free fighting), a representative for each of:
- 23.4.1.1 a National Coaches/Jiaolian Body;
  - 23.4.1.2 a National Judges Body;
  - 23.4.1.3 a National Practitioners Body;
  - 23.4.1.4 a National 'Sanda NZ' and 'Taolu NZ' Body.
- 23.4.2 For Traditional wushu development, a representative for each of:
- 23.4.2.1 an Instructors/Shifu Body;
  - 23.4.2.2 a National Judges Body;
  - 23.4.2.3 a National Practitioners Body;
  - 23.4.2.4 a National 'Kung Fu NZ' and 'Tai Chi NZ' Body.
- 23.4.3 For International Competitions and Events, a representative for:
- 23.4.3.1 an Elite Athlete Training and Development Squad comprising practitioners, coaches and judges.

## **24. EVENT ORGANISING COMMITTEE**

The Event Organising Committee shall report directly to the **Executive** and shall be responsible for planning, organising and running of such events as defined in the Federation's Event Calendar, and in compliance with Federation requirements, standards and procedures as defined from time to time.

## **25. ANTI-DOPING**

- 25.1 Subject to rule **25.2**, the rules of New Zealand Kung-Fu Wushu Federation for anti-doping shall be the Sports Anti-Doping Rules made by Drug Free Sport New Zealand, and as amended from time to time.
- 25.2 Nothing in rule **25.1** is intended to replace or supersede any applicable rule of International Wushu Federation, which may apply with respect to anti-doping matters provided the applicable rule of the International Federation is consistent in all respects with the World Anti-Doping Code.

- 25.3 For avoidance of doubt, the Sports Anti-Doping Rules referred to in rule **25.1**, shall replace all existing anti-doping rules, policies, by-laws or regulations of New Zealand Kung-Fu Wushu Federation.
- 25.4 To the extent of any inconsistency between the Sports Anti-Doping Rules and any rule in this Constitution or any policy, regulation or By-Law of New Zealand Kung-Fu Wushu Federation, the Sports Anti-Doping Rules shall apply.

## **26. BY-LAWS**

- 26.1 The Federation Executive may make or amend or rescind By-Laws not inconsistent with this Constitution governing all or any of the following. A copy of a proposed By-Law will be circulated to members for comment only, with the Executive reserving the right and power to decide what it thinks is appropriate as duly elected representatives of its members.
- 26.1.1 The activities of the Federation, its Regional Councils; Technical Council; Policy Council; Development Squad; Event Organising Committee; their Constitution, Rules and Regulations (as applicable), function and powers;
  - 26.1.2 The organisation and administration of Federation competitions and events, including any specific requirements, standards and procedures;
  - 26.1.3 The organisation and administration of the Federation's judging, coaching and technical seminars and/or clinics;
  - 26.1.4 Event Sanctioning Rules and Regulations;
  - 26.1.5 Selection of New Zealand teams/competitors for Oceania Wushu Federation, International Wushu Federation and Federation sanctioned competitions and/or events/contests;
  - 26.1.6 Sport Anti-Doping rules;
  - 26.1.7 Code of Conduct/Member Protection Policy;
  - 26.1.8 Discipline Guidelines and Procedures;
  - 26.1.9 Appeals Guidelines and Procedures;
  - 26.1.10 Ethics Committee Guidelines and Procedures;
  - 26.1.11 Such other matters necessary for the proper achievement of the objects of the Federation.

## **27. ALTERATION OF RULES**

- 27.1 These Rules may be altered, added to, or rescinded by special resolution passed at any General Meeting provided that:
- 27.1.1 The special resolution must be passed by not less than two-thirds of members entitled to vote and represented either in person or by proxy at the General Meeting;

- 27.1.2 The alteration proposed must be notified in writing to the **Secretary** not less than 21 days before the General Meeting which considers the proposal;
- 27.1.3 Any such notice received by the **Secretary** shall be circulated to all Constituent members at least 14 days before the General Meeting;
- 27.1.4 Before accepting a motion to amend the Constitution the Chairperson shall require the **Secretary** to produce a letter from the Federation's legal advisers certifying that the proposed amendment is intravires and shall set out the consequential amendments made necessary by the passing of the amendment; and
- 27.1.5 No such alteration shall be valid unless and until accepted by the Registrar of Incorporated Societies.
- 27.2 Amendments to the Objects, Pecuniary Profit and Winding-Up clauses require the additional approval of the Commissioner of Inland Revenue.
- 27.3 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.

## **28. COMMON SEAL**

- 28.1 The Common Seal of the Federation shall be that adopted by the Executive Board and shall be kept in the safe custody of the President or **Secretary**.
- 28.2 Whenever the Common Seal of the Federation is required to be fixed to any deed, document, writing or other instrument the Seal shall be affixed pursuant to a resolution of the **Executive** by the President and any one other member of the Executive thereby authorised to affix the Seal and the persons so affixing the Seal shall at the same time sign the document to which the seal is affixed.

## **29. FEDERATION LOGO AND NAME**

The Federation Logo and Name(s) and those of the Oceania Wushu Federation and The International Wushu Federation, shall only be used with the express permission of the **Executive**.

## **30. AVAILABILITY OF RULES**

A copy of the registered Constitution of the Federation shall be held by every member of the **Executive** and shall be readily available to members of the Federation. The English version of the Constitution shall be used in any interpretation with the Federation under no obligation to undertake translation for any party.

### **31. WINDING UP**

The Federation may be wound up voluntarily in accordance with resolutions passed pursuant to the provisions of Section 24 of the Incorporated Societies Act 1908. In the event of the Federation being wound up, the surplus assets after payment of liabilities and the expenses of winding up shall be donated to a registered charity as the Federation may direct.

## **Appendix “A”**

### **Founding Membership**

The Founding Members of the New Zealand Chinese Martial Arts-International Wushu Council Incorporated (Council), listed at the Inaugural Meeting of the Council on 11 March 1995, later Incorporated on 18 July 1995 were:

#### **From the Wellington Region Branch**

- (1) Tu-Ky Lam, representing Wellington Chen Style Tai Chi Chuan Academy.
- (2) John Young, representing Wellington Yang Style Tai Chi Club.
- (3) Bev Calvert, representing Shi Mei Lin International Wu-Shu Association.
- (4) Chloe Saw, representing Qigong & Zheng Zi - Yang Style Tai Chi.
- (5) Raymond Poy, representing Qigong & Zheng-Zi - Yang Style Tai Chi.
- (6) Johnny Young, representing Shaolin Five Ancestor Kung-Fu.
- (7) Glen Keith, representing Shaolin Fut Gar Kune Kung-Fu.

#### **From the Auckland Region Branch**

- (8) Peter Yu, representing Wing-Tsun Tam Hun-Fan International.
- (9) Kenneth Liu, representing Pa-Kua Chang Kung-Fu.
- (10) Jacky Luk, representing Monkey Style Kung-Fu and Sanshou.
- (11) Mickey Lee, representing Ngai-Shing Bai-Mei Athletic Association.
- (12) Jack Chan, representing Seven Star Praying Mantis Kung-Fu.
- (13) Queenie Kwong, representing Auckland Chi Kung.
- (14) Eva Wong, representing Seven Star Praying Mantis Kung-Fu.
- (15) Lucy Chen, representing Auckland Chinese Wu-Shu.

Signed as a true copy of the Constitution adopted at an Annual General Meeting held on 21 November 2010 by the Chairperson of the Annual General Meeting.

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Chairperson