

in which he or she is acquitted.

Members of Council who vote in favour of authorising the effecting of insurance under clause [22.1(a)] must sign a certificate stating that, in their opinion, the cost of effecting the insurance is fair to the Association.

For the purposes of this clause [22], "Officer" includes Officers who are past or present members of Council and "employee" includes former employees.

23. SAVINGS

The Constitution existing immediately prior to this Constitution coming into operation is hereby revoked save that such revocation shall not affect the validity effect or consequences of anything already done or suffered, or any right interest or title already acquired or the membership (Honorary or otherwise) of any member of the Association.



Constitution of the New Zealand Pistol Association (Incorporated)

DRAFT JUNE 2004

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transferred to some other institution or institutions having similar objects to be determined by the members of the Association at the time of liquidation or in default thereof by such judge of the High Court of New Zealand as may have jurisdiction in the matter.

21. SEAL

21.1 The seal of the Association shall be kept in the custody of the Administration Officer and shall not be affixed to any document except by resolution of Council and in the presence of the Administration Officer and two other members of Council who shall at the same time sign the document to which the Seal is so attached.

22. INDEMNITY AND INSURANCE

22.1 Indemnity of Officers and Employees

(a) The Association will indemnify an Officer or employee of the Association for costs incurred by him or her in any proceeding:

that relates to liability for any act or omission in his or her capacity as an Officer or employee; and in which judgment is given in his or her favour or in which he or she is acquitted, or which is discontinued.

(b) The Association will indemnify an Officer or an employee of the Association in respect of:

liability to any person other than the Association for any act or omission in his or her capacity as an Officer or employee; or

costs incurred by the Officer or employee in defending or settling any claim or proceeding relating to any liability under paragraph (a) above;

not being:

criminal liability; or

liability in respect of a breach of the duty to act in good faith and in the best interests of the Association; or

liability for breach of any goods or monies held in trust on behalf of their Association.

22.2 Insurance of Officers and Employees

The Association may effect insurance for Officers and for employees of the Association in respect of:

liability, not being criminal liability, for any act or omission in his or her capacity as an Officer or employee; or

costs incurred by such Officers or employees in defending or settling any claim or proceeding relating to any such liability; or

costs incurred by an Officer or employee in defending any criminal proceedings

17.5 In the event of deadlock in the election of a Council member or officer the chairman shall have the casting vote.

18. DUTIES AND POWERS OF COUNCIL

18.1 Council, subject to the Act, this Constitution and to any resolution passed by the Association in general meeting:

- (a) shall control and manage the affairs of the Association;
- (b) may exercise all such functions and powers as may be exercised by the Association other than those functions and powers that are required by this Constitution to be exercised by a general meeting of members of the Association; and
- (c) has power to perform all such acts and do all such things as appear to the Council to be necessary or desirable for the proper management of the affairs of the Association.

18.2 Council may expel a Member Club, or suspend a Member Club for such period as it thinks proper, or fine a Member Club a sum not exceeding One Hundred dollars (\$100.00) if it is in arrears for two (2) months with its affiliation fees or any other payment, or for any breach of the Pistol New Zealand Rules.

18.3 Any Member Club suspended or expelled from the Association as per clauses [6.1, 18.2] shall have the right to appeal as per the Pistol New Zealand Rules.

18.4 All contracts and acts of the Association shall be sufficiently authenticated if, pursuant to a resolution of Council, such contract or act is signed by two (2) members of Council, except such contracts as are required to be executed under the Common Seal.

19. DELEGATION

19.1 Council may appoint and dismiss officers or officials to control the Association's affairs. Council shall determine the conditions and terms of appointment of such officers and officials.

19.2 Council alone shall have the power to appoint all delegates and representatives to represent the Association on any other body or organisation.

20. LIQUIDATION

20.1 The Association may be put into liquidation if at a meeting of the Association a resolution is passed by a majority of the votes cast requiring the Association to be put into liquidation and the resolution is confirmed by a majority of the votes cast at a subsequent meeting of the Association called for that purpose and held not earlier than thirty (30) days after the date on which the resolution to be confirmed was passed.

20.2 If upon the liquidation of the Association there remains after satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid or distributed among the Members of the Association but shall be given or

1. NAME

1.1 The name of the Association is the "NEW ZEALAND PISTOL ASSOCIATION (INCORPORATED)". The Association will promote itself as "PISTOL NEW ZEALAND".

2. INTERPRETATION

2.1 Throughout this Constitution, except where inconsistent with the context, the following definitions shall apply:

The "Association" shall mean the New Zealand Pistol Association (Incorporated), which is promoted as Pistol New Zealand.

"Council" shall mean the governing body (national executive) of the Association.

"Officer" shall mean a person serving on the governing body (National Executive) of the Association.

"Administration Officer" shall be a person, appointed by Council, contracted to perform administrative functions for the Association.

"Balance date" and "Year end" shall mean the end of the financial year of the Association, which shall be 30 June or such other date as Council may adopt from time to time.

A "remit" is defined as a proposal placed before a General Meeting with the intention of changing the Constitution of the Association.

A "notice of motion" is defined as a declaration of intention to seek a meeting to direct, or cause, a course of action to be taken.

"Pistol Club" and "Member Club" both mean an incorporated amateur member pistol club of the Association.

A "Financial member of a Member Club" is defined as one who has paid their subscription to their Club and whose name has been submitted to the Administration Officer along with the requisite affiliation fee and who is an amateur within the following definition:

An amateur is one who participates and has always participated in sport solely for pleasure and for the physical, mental or social benefits they derive from sport and to whom participation in sport is nothing more than recreation without material gain of any kind, direct or indirect.

Money prizes won by a competitor over a period of two years shall not exceed costs legitimately incurred. These costs may include entrance fees, ammunition, travelling expenses, costs of meals and accommodation.

A "Life Member" is any person who is awarded Honorary Life Membership as per clause [5.2.1] of this Constitution.

"Affiliation Fees" are the fees set by the Annual General Meeting which all

Member Clubs will be liable for as their annual subscription to the Association, as per clause [7]

3. OBJECTS

3.1 The objects of the Association are:

3.1.1 To affiliate pistol clubs throughout New Zealand to promote and foster the practice of amateur pistol shooting at International, Regional and Club level.

3.1.2 To promote and foster the practice of recreational and sporting amateur pistol shooting at International, Regional and Club level.

3.1.3 To promote safety and responsibility in the care and handling of firearms.

3.1.4 As otherwise determined by Council insofar as not to conflict with clauses [3.1.1 - 3.1.3].

4. POWERS

4.1 The Association has the rights, powers and privileges of a natural person.

4.2 Without limiting the generality of clause [4.1] the Association shall have the power to borrow money and to mortgage or charge its assets and to issue debentures, debenture stock and other securities for any debt, liability or obligation of the Association.

4.3 The Association shall not exercise any of its rights, powers or privileges, except for the purpose of achieving its objects.

5. MEMBERSHIP

5.1 Member Clubs

5.1.1 The ordinary members of the Association shall be those Pistol Clubs who are members at the date of adoption of this Constitution, together with such other clubs as may from time to time be admitted to membership by a resolution of Council.

5.1.2 Any Pistol club desirous of becoming a member of the Association shall make application in writing to the Administration Officer and every such application shall be considered by Council and granted or declined at the absolute discretion of Council. Such membership will be provisional until such time as the applicant is approved by the Commissioner of Police.

5.2 Honorary Life Members

5.2.1 Any person who has rendered valuable service to the Association may be elected by simple majority to Honorary Life membership, upon recommendation of Council, at the Annual General Meeting of the Association.

Member Club present at the meeting. A card vote by secret ballot may be called for by any two delegates standing and demanding the same.

16.6 The voting entitlement shall be one (1) vote per financial member of a Member Club that each delegate represents, such number being that declared at the time of completion of the Club registration forms for the new financial year.

16.7 Member Clubs may vote by proxy at any General Meeting of the Association. Proxy voting must be completed on the appropriate voting paper sent to clubs no later than twenty one (21) days before any General Meeting, and may be presented by the Delegate of another Member Club at the General Meeting, as advised to the Administration Officer at least seven (7) days prior to the General Meeting, or received by the Administration Officer by mail no later than seven (7) business days prior to the General Meeting.

16.7.1 A Delegate to a General Meeting can represent the voting rights of no more than four Member Clubs.

16.8 Anything that may be done by resolution of the Association in General Meeting may be done, without a meeting or any previous notice being required, by means of an entry in the minute book of the Association or by postal ballot signed or assented to by at least:

16.8.1 a two thirds majority of the votes cast in the case of any resolution to change this Constitution.

Any such entry or postal ballot:

16.8.2 may consist of several documents in like form each signed or assented to by one or more delegates; and

16.8.3 may be signed or assented to by a letter, electronic mail or facsimile signed or sent by the delegate.

16.9 The conduct of meetings of the Association, including resolutions and voting procedures, shall otherwise be in accordance with the Pistol New Zealand Rules.

17. ELECTION OF OFFICERS AND MEMBERS OF COUNCIL

17.1 Council shall be elected at the Annual General Meeting each year.

17.2 The election of Council members and officers shall be by secret card vote ballot.

17.3 Nomination of a financial member of a Member Club for Council, and acceptance thereof, shall be on the prescribed form. All nomination forms shall be in the hands of the Administration Officer by the end of the financial year.

17.4 In the event of insufficient nominations being received for positions on Council further nominations shall be called for at the Annual General Meeting.

Council may require a deposit of \$500 (or such other sum as Council from time to time determines) from the party requesting the Meeting to cover the cost of such Special Meeting. This deposit shall be returned to the depositor after the Special Meeting unless such Special Meeting resolves to forfeit the same to the Association. Twenty-one (21) days notice shall be given to each Member Club of any Special General Meeting.

14. NOTICES

14.1 A notice may be given by the Association to any Member Club either personally or by sending it by facsimile or mail (ordinary or electronic) post to the Member Club to the address within New Zealand supplied by the Member Club to the Association for the giving of notices to the Member Club or the Member Club's last known address. A notice will only be effective:

14.1.1 in the case of personal delivery, when delivered;

14.1.2 if posted, two business days after posting in a properly addressed and fully prepaid envelope;

14.1.3 if sent by electronic mail, upon proof of transmission; and if sent by facsimile, upon production of a transmission report by the machine from which the facsimile was sent which indicates the facsimile was sent in its entirety to the facsimile number of the recipient designated for the purpose of this Constitution: provided that any notice received or deemed received after 5.00pm, or on a day which is not a business day, shall be deemed not to have been received until the next business day

15. DELEGATES

15.1 Delegates entitled to attend and vote (subject to clause [7.3]) at any General Meeting shall be those delegates elected on an annual basis for such purpose by each Member Club and whose names have been forwarded to the Administration Officer no later than 7 days prior to the General Meeting.

16. PROCEDURE AT MEETINGS

16.1 At any meeting of the Association the chair shall be taken by the President, or in his absence, the members of the then existing Council present shall elect a Chairman from among their number.

16.2 At Council Meetings a quorum shall consist of five (5) members of Council. If a quorum is not present within one hour of the stated time of commencement of the meeting then no meeting may be legally constituted.

16.3 At General Meetings a quorum shall consist of five (5) members of Council plus a quarter of the number of Member Clubs.

16.4 The Chairman shall in all cases have a casting vote in addition to his other voting power.

16.5 Voting at meetings (except as provided in clause [16.8.1]) shall be by majority vote and on the voices or show of hands by an official delegate of each

5.2.2 Any Honorary Life Member retains the full rights, privileges and responsibilities of a financial member of a Member Club, save they shall not be liable for any subscription.

5.3 Membership shall be terminated upon the dissolution of a Member Club, or upon the death of an Honorary Life Member.

6. SUSPENSION OF MEMBERSHIP

6.1 Council may by resolution suspend from membership any Member Club whose affiliation or registration fees is in arrears for a period of two (2) months and such Member Club shall nevertheless remain liable for all affiliation fees due and owing up to the date of such resolution.

7. SUBSCRIPTION AND FEES

7.1 Affiliation fees shall be set at the Annual General Meeting of the Association and shall be for the next financial year following the Annual General Meeting at which they are set.

7.2 Affiliation fees shall be paid for all members of a Member Club who take part in any pistol shooting activity at a Member Club of the Association. The only exception shall be where a person has already had their affiliation fees paid to the Association for that financial year by another Member Club.

7.3 Affiliation fees become payable to the Association within 28 days of commencement of the financial year. If a Member Club is in arrears in payment of affiliation or registration fees or special levies at the time of any General Meeting it shall not be entitled to vote at such meetings.

7.4 Where a new club is formed and seeks admission to the Association as a Member Club, it will be required to pay affiliation fees to the Association within 28 days of acceptance of membership by Council.

7.5 Where a Member Club admits new members it shall pay to the Association all affiliation fees due to the Association within 28 days of such persons being admitted to the Member Club.

8. COUNCIL

8.1 The Association shall be governed by a Council consisting of:

8.1.1 President

8.1.2 Elected financial members of Member Clubs, with the number to be decided at the Annual General Meeting, but not to exceed six (6).

8.2 Council shall be appointed by vote at the Annual General Meeting of the Association in the manner hereinafter provided and shall hold office until the succeeding Annual General Meeting when all members of Council shall retire from office. All retiring members of Council shall be eligible for re-election.

8.3 All Council members must be a financial member of a Member Club.

8.3.1 A minimum number of four (4) persons must be elected to Council

(in addition to the President) at the Annual General Meeting

8.4 Council shall meet together for the dispatch of business, adjourn or otherwise regulate its meetings as it thinks fit but shall meet at least twice a year including at the time of the Annual General Meeting.

8.5 Council or a sub-committee of Council may meet in person or by any other means of communication, or may pass any resolution in the manner prescribed in clause [11].

8.6 Council shall have the power to appoint a financial member of a Member Club to fill any casual vacancy on Council until the next Annual General Meeting caused by death, retirement, absence or removal from office of a Council member and any person so appointed shall retire at the next Annual General Meeting together with the rest of Council. Such retiring member shall be eligible for re-election.

9. AUDITOR

9.1 An Auditor shall be appointed by Council for the ensuing year. The Auditor shall not be a Honorary Life Member for financial member of a Member Club and upon retirement at the end of the year shall be eligible for reappointment.

9.2 For every audit the Auditor will submit a report to Council and following the audit shall furnish a report to the Annual General Meeting which report shall be circulated by the Administration Officer to all Member Clubs with the notice calling the Annual General Meeting.

10. EMPLOYEES OF THE ASSOCIATION

10.1 Council may, from time to time, contract the services of any person or organisation as it deems necessary to conduct the business of the Association.

11. PISTOL NEW ZEALAND RULES

11.1 Council will adopt and amend such rules, as recorded in the Pistol New Zealand Rules, as are necessary to implement this Constitution and the objects and policies of the Association. Such rules shall be binding on all Member Clubs of the Association.

11.2 Notice of a resolution to adopt or amend the Pistol New Zealand Rules may be given by a member of Council or a Member Club to the Administration Officer not less than fourteen (14) days prior to the date of the meeting of Council at which the resolution is to be considered. The Administration Officer will circulate the resolution to all members of Council no less than ten (10) days prior to that meeting. In any particular case such notice requirements may be waived by the Chairman of the meeting.

11.3 The Pistol New Zealand Rules will be amended by Council in accordance with any directive given by the Association at a General Meeting.

11.4 All Member Clubs shall bound by the Pistol New Zealand Rules and any decision of Council on the interpretation of the Pistol New Zealand Rules, unless

and until it is varied by a decision of the Annual General Meeting. Member Clubs shall be entitled to appeal the decisions of Council as set out in the Pistol New Zealand Rules.

12. ANNUAL GENERAL MEETING

12.1 The Annual General Meeting of the Association shall be held at a time and place as decided by Council.

12.2 The business of the Annual General Meeting shall be:

12.2.1 To receive and consider the President's annual report.

12.2.2 To receive and consider the Statement of Income and Expenditure and the Balance Sheet for the financial year just ended.

12.2.3 To consider and vote on remits and notices of motion as defined in this Constitution.

12.2.4 To consider and adopt a budget based on the fees approved at the previous Annual General Meeting.

12.2.5 To set the affiliation fees, payable by Member Clubs, for the ensuing financial year.

12.2.6 To elect Council for the ensuing year (as per clause [17]).

12.2.7 To transact any other business which shall be duly submitted to the meeting (as provided in clause [12.3]) at the discretion of the Chairman.

12.3 Council or any Member Club which wishes to move any remit or notice of motion at such a meeting shall give notice in writing to the Administration Officer by the end of the financial year for which the meeting is to be held.

12.4 The Administration Officer shall circulate all Member Clubs with such remits and notices of motion within fourteen (14) days following the end of the Association's financial year for which the meeting is to be held.

12.5 The President's annual report, the Income and Expenditure Statement and Balance Sheet shall be circulated to all Member Clubs twenty-one (21) clear days prior to the Annual General Meeting, together with a notice convening such a meeting. The Income and Expenditure Statement and the Balance Sheet need not be audited at the time of circulation.

12.6 The failure to forward the same to any Member Club shall not invalidate the proceedings of the meeting, provided such omission does not exceed ten percent (10%) of the total number of Member Clubs.

13. SPECIAL GENERAL MEETING

13.1 A Special General Meeting may be called at any time by the President, by resolution of Council, or upon the request of any two (2) Member Clubs of the Association. Every such requisition shall state the object of such meeting and