

Tasman Hang Gliding Paragliding Club Incorporated Constitution

Amendments

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1 Introductory rules

1.1 Name

The name of the **society** is Tasman Hang Gliding and Paragliding Club Incorporated (in this **Constitution** referred to as the '**Society**' and commonly referred to as the '**Club**').

1.2 Charitable status

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

1.3 Definitions

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

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

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

'**Authorised Signatory**' means a Committee Member acting under this **Constitution** to operate the bank account/s of the **Society** including co-authorising payments;

'**Committee**' means the **Society's** governing body.

'**Constitution**' means the rules in this document.

'**General Meeting**' means either an Annual General Meeting or a Special General Meeting of the Members of the Society.

'**Hang Gliding and Paragliding**' means non-powered or powered aircraft capable of being foot launched.

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

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

'**In Writing**' means a communication received in hardcopy form, via email, or via any special purpose electronic form created by the **Society** for a specific purpose. It does not include communications received via text message or via other electronic means.

'**Matter**' means—

- the **Society's** performance of its activities or exercise of its powers; or

- an arrangement, agreement, or contract (a transaction) made or entered into, or proposed to be entered into, by the **Society**.

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

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

‘**NZHGPA**’ means the New Zealand Hang Gliding and Paragliding Association Incorporated

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

- a member of the **Committee**, or
- occupying a position in the **Society** that allows them to exercise significant influence over the management or administration of the **Society**, including any Chief Executive or Treasurer.

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

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

‘**Secretary**’ means the **Officer** responsible for the matters specifically noted in this **Constitution**.

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

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

1.4 Purpose

The primary purpose of the **Society** is to protect, promote and support the development of the sports of **hang gliding and paragliding** in the Nelson and Tasman Regions.

In support of this the **Society** will:

- Act as the self-governing regional society responsible for recreational **Hang Gliding and Paragliding** within the Nelson and Tasman Regions in New Zealand, and to liaise with landowner entities, community stakeholders, Department of Conservation, local government and other authorities where necessary to further the purposes of the society.
- Foster harmony between **society members**, the Civil Aviation Authority of New Zealand, Government and local bodies, flying site owners and the general public.

- Encourage sharing of knowledge and provide for the benefit of all **society members**, advice, education and technical information to advance and promote safe **hang gliding and paragliding**.
- Encourage adherence to local government bylaws and Civil Aviation Rules and promote the ethics of foot launch flying, particularly that of pilot responsibility within a framework of responsible regulation.
- Raise money by subscription, donations and other legal means for the society and to grant rights or privileges to any subscribers.
- Invest, control and dispose of the funds and property of the **society**.
- Where the society employs or contracts for services, this will be supplied to the society under contractual law, with terms and conditions of service signed by both parties.
- Promote gliding meetings, competitions, technical seminars, equipment WOF standards, local flying site protocol and site safety, social events, and anything else which may assist this purpose.
- Foster the technical development of the sport in terms of hardware and flying techniques.
- Actively encourage and promote a positive safety culture.
- Support Hang Gliding and Paragliding operators that uphold and operate within the **society** purpose and bylaws (Above). The **society** is not responsible financially or beyond the scope of the above purpose and bylaws, for any commercial arrangements or agreements entered into by third parties.
- Maintain a members Code of Conduct that encourages behaviour and decisions to promote a high ethical standard towards each other, protects the reputation of the sport and the society.

The **Society** must not operate for the purpose of, or with the effect of—

- distributing, any gain, profit, surplus, dividend, or other similar financial benefit to any of its **Members** (whether in money or in kind); or
- having capital that is divided into shares or stock held by its **Members**; or
- holding, property in which its members have a disposable interest (whether directly, or in the form of shares or stock in the capital of the society or otherwise).

But the **Society** will not operate for the financial gain of **Members** simply if the **Society**—

- engages in trade,
- pays a **Member** for matters that are incidental to the purposes of the **Society**, and the **Member** is a not-for-profit entity,
- distributes funds to a **Member** to further the purposes of the **Society**, and the **Member**—
 - is a not-for-profit entity, and
 - is affiliated or closely related to the **Society**, and
 - has the same, or substantially the same, purposes as those of the **Society**.
- reimburses a **Member** for reasonable expenses legitimately incurred on behalf of the **Society** or while pursuing the **Society**'s purposes,
- provides benefits to members of the public or of a class of the public and those persons include **Members** or their families,
- provides benefits to **Members** or their families to alleviate hardship,

- provides educational scholarships or grants to **Members** or their families,
- pays a **Member** a salary or wages or other payments for services to the **Society** on arm's length terms (terms reasonable in the circumstances if the parties were connected or related only by the transaction in question, each acting independently, and each acting in its own best interests; or are terms less favourable to the **Member** than those terms and the payment for services, or other transaction, does not include any share of a gain, profit, or surplus, percentage of revenue, or other reward in connection with any gain, profit, surplus, or revenue of the **Society**),
- provides a **Member** with incidental benefits (for example, trophies, prizes, or discounts on products or services) in accordance with the purposes of the **Society**.
- on removal of the **Society** from the Register of Incorporated Societies having its surplus assets distributed under subpart 5 of Part 5 of the **Act** to a **Member** that is a not-for-profit entity.

1.5 Contact person

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

The **Society's** contact person must be:

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

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

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

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

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

2 Members

2.1 Minimum number of members

The **Society** shall maintain the minimum number of **Members** required by the **Act**.(10 members)

2.2 Becoming a member: consent

Every applicant for membership must consent in writing to becoming a **Member**.

Members who have been a **Member** of the **Society** prior to this **Constitution** are deemed to have provided that consent.

2.3 Becoming a member: process

An applicant for a **Member** must be a member of the **NZHGPA**, have selected to be a member of this **Society** on their **NZHGPA** membership application/renewal and have paid the relevant subscription.

The **Committee** may accept or decline an application for membership at its sole discretion. On **acceptance** the applicant will become a **Member** of the **Society**. The **Committee** will only advise an applicant if their application is declined.

The written consent of every **Member** to become a **Society Member** shall be retained in the **NZHGPA** records.

2.4 Members' Obligations, Rights and Privileges

- All **Members** shall promote the interests and purposes of the **Society** and shall do nothing to bring the **Society** into disrepute.
- All **Members** shall ensure their details are kept current, as required in the 'Register of members' rule below.
- A **Member** is only entitled to exercise the rights of membership, including attending and voting at **General Meetings**, if all subscriptions and any other fees have been paid to the **Society** by their respective due dates.
- No **Member** is liable for an obligation of the **Society** by reason only of being a **Member**.

2.5 Ceasing to be a member

A **Member** ceases to be a **Member**—

- by resignation from that **Member's** membership by written notice signed by that **Member** to the **Committee**, or
- on termination of a **Member's** membership following a dispute resolution process under this **Constitution**, or
- on death, or
- the **Member** has failed to pay a subscription, levy or other amount due to the **Society** by the due date for payment, or
- by resolution of the **Committee** where in the opinion of the **Committee** the **Member** has brought the **Society** into disrepute, or
- on suspension or expulsion from the **NZHGPA**, for the duration of the suspension or expulsion.

with effect from (as applicable):

- the date of receipt of the **Member's** notice of resignation by the **Committee** (or any subsequent date stated in the notice of resignation), or
- the date of termination of the **Member's** membership under this **Constitution**, or
- the date of death of the **Member**, or
- the date specified in a resolution of the **Committee** and when a **Member's** membership has been terminated the **Committee** shall promptly notify the former **Member** in writing.

3 General meetings

3.1 Procedures for all general meetings

The **Committee** shall give all **Members** at least 10 **Working Days'** written **Notice** of any **General Meeting** and of the business to be conducted at that **General Meeting**.

That **Notice** will be addressed to the **Member** at the contact address notified to the **Society** and recorded in the **Society's** register of members. The **General Meeting** and its business will not be invalidated simply because one or more **Members** do not receive the **Notice** of the **General Meeting**.

Only financial **Members** may attend, speak and vote at **General Meetings**—

- in person, or
- by a signed original written proxy (an email or copy not being acceptable) in favour of some individual entitled to be present at the meeting and received by, or handed to, the **Committee** before the commencement of the **General Meeting**, and
- no other proxy voting shall be permitted.

No **General Meeting** may be held unless at least 6 eligible financial **Members** attend throughout the meeting and this will constitute a quorum.

If, within half an hour after the time appointed for a meeting a quorum is not present, the meeting – if convened upon request of **Members** – shall be dissolved. In any other case it shall stand adjourned to a day, time and place determined by the **Chairperson** of the **Society**, and if at such adjourned meeting a quorum is not present those **Members** present in person or by proxy shall be deemed to constitute a sufficient quorum.

A **Member** is entitled to exercise one vote on any motion at a **General Meeting** in person or by proxy, and voting at a **General Meeting** shall be by voices or by show of hands or, on demand of the chairperson or of 2 or more **Members** present, by secret ballot.

Unless otherwise required by this **Constitution**, all questions shall be decided by a simple majority of those in attendance in person or by proxy and voting at a **General Meeting** or voting by remote ballot.

Any decisions made when a quorum is not present are not valid.

Written resolutions may not be passed in lieu of a **General Meeting**.

General Meetings may be held at one or more venues by **Members** present in person and/or using any real-time audio, audio and visual, or electronic communication that gives each **Member** a reasonable opportunity to participate.

All **General Meetings** shall be chaired by the **President**. If the **President** is absent, the meeting shall elect another member of the **Committee** to chair that meeting.

Any person chairing a **General Meeting** has a deliberative and, in the event of a tied vote, a casting vote.

Any person chairing a **General Meeting** may —

- With the consent of a simple majority of **Members** present at any **General Meeting** adjourn the **General Meeting** from time to time and from place to place but no business shall be transacted at any adjourned **General Meeting** other than the business left unfinished at the meeting from which the adjournment took place.
- Direct that any person not entitled to be present at the **General Meeting**, or obstructing the business of the **General Meeting**, or behaving in a disorderly manner, or being abusive, or failing to abide by the directions of the chairperson be removed from the **General Meeting**, and
- In the absence of a quorum or in the case of emergency, adjourn the **General Meeting** or declare it closed.

The **Committee** may propose motions for the **Society** to vote on (**'Committee Motions'**), which shall be notified to **Members** with the notice of the **General Meeting**.

Any **Member** may request that a motion be voted on (**'Member's Motion'**) at a **General Meeting**, by giving notice to the **Secretary** or **Committee** at least 2 **Working Days** before that meeting. The **Member** may also provide information in support of the motion (**'Member's Information'**). If notice of the motion is given to the **Secretary** or **Committee** before written **Notice** of the **General Meeting** is given to **Members**, notice of the motion shall be provided to **Members** with the written **Notice** of the **General Meeting**.

3.2 Minutes

The **Society** must keep minutes of all **General Meetings**.

3.3 Annual General Meetings: when they will be held

An **Annual General Meeting** shall be held once a year on a date and at a location and/or using any electronic communication determined by the **Committee** and consistent with any requirements in the **Act**, and the **Constitution** relating to the procedure to be followed at **General Meetings** shall apply.

The **Annual General Meeting** must be held no later than the earlier of the following—

- 6 months after the balance date of the **Society**
- 15 months after the previous annual meeting.

3.4 Annual General Meetings: business

The business of an **Annual General Meeting** shall be to—

- confirm the minutes of the last Annual General Meeting and any Special General Meeting(s) held since the last Annual General Meeting,
- adopt the annual report on the operations and affairs of the **Society**,
- adopt the **Committee's** report on the finances of the **Society**, and the annual financial statements,
- set any subscriptions for the current financial year,
- consider any motions of which prior notice has been given to **Members** with notice of the **Meeting**,
- appoint nominated **Officers**, and
- consider any general business.

The **Committee** must, at each **Annual General Meeting**, present the following information—

- an annual report on the operation and affairs of the **Society** during the most recently completed accounting period,
- the annual financial statements for that period, and
- notice of any disclosures of conflicts of interest made by **Officers** during that period (including a summary of the matters, or types of matters, to which those disclosures relate).

3.5 Special General Meetings

Special General Meetings may be called at any time by the **Committee** by resolution.

The **Committee** must call a **Special General Meeting** if it receives a written request signed by at least 10 percent of **Members**.

Any resolution or written request must state the business that the **Special General Meeting** is to deal with.

The rules in this **Constitution** relating to the procedure to be followed at **General Meetings** shall apply to a **Special General Meeting**, and a **Special General Meeting** shall only consider and deal with the business specified in the **Committee's** resolution or the written request by **Members** for the **Meeting**.

4 Committee

4.1 Committee composition

The **Committee** will consist of at least 4 **Officers** and no more than 8 **Officers**. These must include a **President** and a Secretary/Treasurer. Where possible the roles of Secretary and Treasurer will be held by separate **Officers**.

All of the **Officers** on the **Committee** must be a **Member** of the **Society**.

4.2 Functions of the committee

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

4.3 Powers of the committee

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

4.4 Sub-committees

The **Committee** may appoint sub-committees consisting of such persons (whether or not **Members** of the **Society**) and for such purposes as it thinks fit. Unless otherwise resolved by the **Committee**:

- the quorum of every sub-committee is half the members of the sub-committee but not less than two,
- no sub-committee shall have power to co-opt additional members,
- a sub-committee must not commit the **Society** to any financial expenditure without express authority from the **Committee**, and
- a sub-committee must not further delegate any of its powers.

5 Committee meetings

5.1 Procedure

The quorum for **Committee** meetings is at least half of the number of members of the **Committee**.

A meeting of the **Committee** may be held either—

- by a number of the members of the **Committee** who constitute a quorum, being assembled together at the place, date and time appointed for the meeting; or
- by means of audio, or audio and visual, communication by which all members of the **Committee** participating and constituting a quorum can simultaneously hear each other throughout the meeting.

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

The chair of the **Committee** is the **President**. If the **President** is not present, the members of the **Committee** present may choose one of their number to be chair of the meeting. The **President** (or the person chairing the meeting in the **President's** absence) has a casting vote in the event of a tied vote on any resolution of the **Committee**.

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

6 Officers

6.1 Qualifications of officers

Every **Officer** must be a natural person who prior to election or appointment —

- is a **Member** of the **Society**, and
- has consented **In Writing** to be an **Officer** of the **Society**, and
- certifies **In Writing** that they are not disqualified from being elected or appointed or otherwise holding office as an **Officer** of the **Society**.

Officers must not be disqualified under section 47(3) of the **Act** from being appointed or holding office as an **Officer** of the **Society**.

Each certificate shall be retained in the **Society's** records.

6.2 Election or appointment of officers

The election of **Officers** shall be conducted as follows.

- **Officers** shall be elected during **Annual General Meetings**.
- If a vacancy in the position of any **Officer** occurs between **Annual General Meetings**, that vacancy shall be filled by resolution of the **Committee**. Any such appointee must qualify as an **Officer** (as described in the 'Qualification of Officers' rule above).
- A candidate's written nomination, accompanied by the information as described in the 'Qualification of Officers' rule above shall be received by the **Society** at least 5 **Working Days** before the date of the **Annual General Meeting**.

- If there are insufficient valid nominations received, further nominations may be received from the floor at the **Annual General Meeting**
- Votes shall be cast in such a manner as the person chairing the meeting determines. In the event of any vote being tied, the tie shall be resolved by the incoming **Committee** (excluding those in respect of whom the votes are tied)
- The failure for any reason of any financial **Member** to receive such **Notice** of the general meeting shall not invalidate the election
- In addition to **Officers** elected under the foregoing provisions of this rule, the **Committee** may appoint other **Officers** for a specific purpose, or for a limited period, or generally until the next **Annual General Meeting**. Unless otherwise specified by the **Committee** any person so appointed shall have full speaking and voting rights as an **Officer** of the **Society**. Any such appointee must, before appointment, meet the requirements as described in the 'qualification of officers' rule above.

6.3 Term

The term of office for all **Officers** elected to the **Committee** shall expire at the end of each **Annual General Meeting**, but they are eligible for re-election at each **AGM**. If re-elected, they are deemed to have met the requirements as described in the 'qualifications of officers' rule above.

6.4 Removal of officers

An **Officer** shall be removed as an **Officer** by resolution of the **Committee** or the **Society** where in the opinion of the **Committee** or the **Society** —

- The **Officer** elected to the **Committee** has been absent from 3 committee meetings without leave of absence from the **Committee**.
- The **Officer** has brought the **Society** into disrepute.
- The **Officer** has failed to disclose a conflict of interest.
- The **Committee** passes a vote of no confidence in the **Officer**.

6.5 Ceasing to hold office

An **Officer** ceases to hold office when they resign (by notice **In Writing** to the **Committee**), are removed, die, or otherwise vacate office in accordance with section 50(1) of the **Act**.

Each **Officer** shall within 20 **Working Days** of submitting a resignation or ceasing to hold office, deliver to the **Committee** all books, papers and other property of the **Society** held by such former **Officer**.

6.6 Conflicts of interest

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

- to the **Committee** and or sub-committee, and

- in an Interests Register kept by the Committee.

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

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

- must not vote or take part in the decision of the **Committee** and/or sub-committee relating to the **Matter** unless all members of the **Committee** who are not interested in the **Matter** consent; and
- must not sign any document relating to the entry into a transaction or the initiation of the **Matter** unless all members of the **Committee** who are not interested in the **Matter** consent; but
- may take part in any discussion of the **Committee** and/or sub-committee relating to the **Matter** and be present at the time of the decision of the **Committee** and/or sub-committee (unless the **Committee** and/or sub-committee decides otherwise).

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

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

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

7 Records

7.1 Register of Members

The **Society** shall keep an up-to-date Register of Members. This is done via the **NZHGPA** member list.

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

- Their name, and
- The date on which they became a **Member** (if there is no record of the date they joined, this date will be recorded as ‘Unknown’), and
- Their contact details, including —
 - A physical address and a postal address (if different)
 - An e-mail address, and
 - A telephone number.

Every current **Member** shall promptly advise the **Society** and the **NZHGPA** of any change of the **Member's** contact details.

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

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

7.2 Interests Register

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

7.3 Access to information for members

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

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

The **Society** must, within a reasonable time after receiving a request —

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

Without limiting the reasons for which the **Society** may refuse to provide the information, the **Society** may refuse to provide the information if —

- withholding the information is necessary to protect the privacy of natural persons, including that of deceased natural persons, or
- the disclosure of the information would, or would be likely to, prejudice the commercial position of the **Society** or of any of its **Members**, or
- the disclosure of the information would, or would be likely to, prejudice the financial or commercial position of any other person, whether or not that person supplied the information to the **Society**, or
- the information is not relevant to the operation or affairs of the society, or
- withholding the information is necessary to maintain legal professional privilege, or
- the disclosure of the information would, or would be likely to, breach an enactment, or
- the burden to the **Society** in responding to the request is substantially disproportionate to any benefit that the **Member** (or any other person) will or may receive from the disclosure of the information, or
- the request for the information is frivolous or vexatious, or

- the request seeks information about a dispute or complaint which is or has been the subject of the procedures for resolving such matters under this **Constitution** and the **Act**.

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

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

Nothing in this rule limits Information Privacy Principle 6 of the Privacy Act 2020 relating to access to personal information.

8 Finances

8.1 Control and management

The funds and property of the **Society** shall be—

- controlled, invested and disposed of by the **Committee**, subject to this **Constitution**, and
- devoted solely to the promotion of the purposes of the **Society**.

The **Committee** shall maintain bank accounts in the name of the **Society**.

All money received on account of the **Society** shall be banked within 10 **Working Days** of receipt.

All payments must be actioned by the Treasurer as the primary authorised signatory and co-authorised by one of the other authorised signatories, as decided at the AGM or committee meeting.

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

- correctly record the transactions of the **Society**, and
- allow the **Society** to produce financial statements that comply with the requirements of the **Act**, and
- would enable the financial statements to be readily and properly audited (if required under any legislation or the **Society's Constitution**)

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

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

8.2 Balance date

The **Society's** financial year shall commence on 01/10 of each year and end on 30/09 (the latter date being the **Society's** balance date).

9 Dispute resolution

9.1 Meanings of dispute and complaint

A dispute is a disagreement or conflict as specified in a **Complaint** received or initiated by the **Society**.

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

- a **Member** or an **Officer** has engaged in misconduct or behaviour contradictory to the **NZHGPA Code of Conduct**.
- a **Member** or an **Officer** has breached, or is likely to breach, a duty under the **Society's Constitution, Bylaws** or the **Act**.
- the **Society** has breached, or is likely to breach, a duty under the **Society's Constitution, Bylaws** or the **Act**.
- a **Member's** rights or interests as a **Member** have been damaged or **Member's** rights or interests generally have been damaged as a result of engagement in an activity of the **Society**.
- A person or organisation that is not a **Member** has property, rights or interests that have been damaged as a result of an activity of the **Society**.

9.2 How a complaint is made

A **Member** or an **Officer** may make a **Complaint** by giving to the **Secretary** a notice **In Writing** that:

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

The **Society** may make a **Complaint** involving an allegation against a **Member** or an **Officer** by giving to the **Member** or **Officer** a notice **In Writing** that:

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

An external person or organisation may make a **Complaint** involving an allegation against a **Member**, an **Officer**, or the **Society** by giving to the **Secretary** a notice **In Writing** that:

- states that the person or organisation is starting a procedure for resolving a dispute in accordance with the **Society's Constitution**; and
- sets out the allegation to which the dispute relates.

The information setting out the allegations must be sufficiently detailed to ensure that a person against whom an allegation or allegations is made is fairly advised of the allegation or allegations concerning them, with sufficient details given to enable that person to prepare a response.

On receipt of a **Complaint**, the **Secretary** registers the **Complaint** and refers it to the complaints sub-committee for processing.

9.3 Complaints sub committee

The complaints sub-committee consists of three people appointed by the **Committee** annually, and at other times if a vacancy occurs mid-year. These people may be an **Officer**, a **Member**, or any other person considered to be appropriate by the **Committee**.

When the **Secretary** receives a **Complaint**, if it is considered that a member of the complaints sub-committee has a direct interest in the **Complaint** or may not be impartial, then the **Secretary** will refer the **Complaint** to the **Committee** requesting the appointment of an alternative person or the **NZHGPA**.

9.4 Complaint management

On receipt of a **Complaint** the complaints sub-committee or other people assigned to manage the **Complaint** should review the **Complaint** within two weeks, to classify it as:

- Not a valid **Complaint** under the **Constitution**; or
- A trivial **Complaint**; or
- A moderate severity **Complaint** where written material provided is sufficient to assess it; or
- A serious **Complaint** where a meeting will be required

For an invalid **Complaint**, the complaints sub-committee will draft an email response to the originator of the **Complaint** for despatch by the **Secretary**, advising the originator that the **Complaint** cannot be made under the **Constitution**.

For a trivial **Complaint**, the complaints sub-committee will draft an email response to the originator of the **Complaint** for despatch by the **Secretary**, advising the originator that the **Complaint** has been assessed as low impact and that no further action will be taken.

For a moderate or serious **Complaint**, the **Member** or **Officer** who is the target of the **Complaint**, or if the target is the **Society**, the **Committee**, are advised of the **Complaint** and requested to respond **In Writing** within two weeks.

For a moderate **Complaint**, once a response has been received and distributed to the originator of the **Complaint**, the complaints sub-committee will:

- Make a decision on how it is to be handled; and
- Write a complaint assessment; and
- Request the **Secretary** to distribute it to the originator and target of the **Complaint**

For a serious **Complaint**, once a response has been received and distributed to the originator of the **Complaint** the complaints sub-committee will:

- Schedule an online or in person meeting involving the complaints sub-committee, the originator, the target, and either the **President** or **Secretary**. In this meeting both the originator and target will have the opportunity to speak; and
- Immediately following the meeting, discuss the hearing with the **President** or **Secretary**; and
- Make a decision on how the **Complaint** should be handled; and
- Write a complaint assessment and request the **Secretary** to distribute it to the originator and target of the **Complaint**

9.5 Society may refer complaint

- The **Society** may refer the matter to the **NZHGPA** or the New Zealand Civil Aviation Authority where deemed appropriate. This includes a serious complaint of pilot ethical misconduct and non-compliance with the Aviation Act 2023.
- Illegal activity may be referred to the police
- Financial complaints between students and schools are addressed by the Disputes Tribunal of New Zealand

9.6 Complaint assessment appeal

On receipt of a complaint assessment, should the originator object to the decision, within no more than four weeks from the despatch of the assessment, the originator should explain their **reasons In Writing** to the **Secretary**. This communication will be forwarded by the **Secretary** to the **President**.

The **President** will assess the **Complaint** and either make a final decision, or refer the **Complaint** back to the complaints sub-committee for reassessment.

The decision of the **President** is final, and no further correspondence in relation to the **Complaint** will then be accepted, unless the direction to the complaints sub-committee is to reassess the **Complaint**.

10 Liquidation and removal from the register

10.1 Surplus assets

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

On the liquidation or removal from the Register of Incorporated Societies of the **Society**, its surplus assets — after payment of all debts, costs and liabilities — shall be donated to The New Zealand Hang Gliding and Paragliding Association.

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

11 Alterations to the constitution

11.1 Amending this constitution

All amendments must be made in accordance with this **Constitution**. Any minor or technical amendments shall be notified to **Members** as required by section 31 of the **Act**.

The **Society** may amend or replace this **Constitution** at a **General Meeting** by a resolution passed by a simple majority of those **Members** present and voting.

That amendment may be approved by a resolution passed in lieu of a meeting but only if authorised by this **Constitution**.

Any proposed resolution to amend or replace this **Constitution** shall be signed by at least 10 per cent of eligible **Members** and given in writing to the **Committee** at least 20 **Working Days** before the **General Meeting** at which the resolution is to be considered and accompanied by a written explanation of the reasons for the proposal.

At least 10 **Working Days** before the **General Meeting** at which any amendment is to be considered the **Committee** shall give to all **Members** notice of the proposed resolution, the reasons for the proposal, and any recommendations the **Committee** has.

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

Approved by SGM vote on 19/03/2026