

THE IRISH SHOTOKAN INSTITUTE
CONSTITUTION

DATED: NOVEMBER 2010

CONSTITUTION OF THE IRISH SHOTOKAN INSTITUTE

1. Definitions

Affiliated Club	An Affiliated Club shall have at least 5 Individual Licensed Members and shall have paid the relevant affiliation fee to the Association. A licensed member shall be entitled to be a member of one Affiliated Club only.
Association	The Association shall be known as “The Irish Shotokan Institute” or “The ISI”, hereinafter referred to as the Association.
Executive Committee Meeting	This is a meeting of the Executive Committee Officers which will be called by the General Secretary by providing two weeks Written Notice to the Executive Committee Officers.
Individual Member	To be a member of the Irish Shotokan Institute an individual must hold a current/valid ISI licence and be a member of an ISI affiliated club.
Standing Orders	<p>The Standing Orders comprise the rules and procedures under which the Executive Committee manages the day to day operation of the Association. These will include as a minimum the following documents which will be developed, approved and adopted by the Executive Committee. Standing Orders will be made available to any Individual Licensed Member on request in writing to the General Secretary.</p> <ul style="list-style-type: none">• The ISI licensing and Grading policy• The ISI Financial Management Policy• The roles and responsibilities of the ISI Executive Committee Officers• The Child protection policy• The ISI insurance policy
Written Notice	Notices will be sent to the postal address or email address provided by the Individual Licensed Member and based on their preferred contact method as notified to the ISI at the time of licensing.
Notice Conditions	Notice will be deemed to have been given if sent to the last known postal address or email address of the Individual Licensed Member and Affiliated Clubs.

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1. GENERAL

This document forms the constitution of the Irish Shotokan Institute which together with the Standing Orders will govern the operation of the Association. This document will hereinafter be referred to as “The Constitution”.

In the event of matters arising which are not provided for in the Constitution or the Standing Orders, such matters shall be decided by the Executive Committee, whose decision shall be final.

The Association shall be non-political, non-sectarian, and non-denominational. No subject of a political or sectarian nature may be discussed at any meeting unless such matters directly affect the Irish Shotokan Institute.

The Association is a voluntary not for profit organisation

2. OBJECTIVES

The objectives of the Association are to foster the promotion of Traditional Shotokan Karate in Ireland by the following means;

1. Organising national and international training courses with top karate masters.
2. Oversee and Aid in the formation of Affiliated Clubs.
3. Organising Coaching and Refereeing courses and conferences.
4. Organising competitions and provision of officials for such competitions.
5. Representing the interest of the Association nationally and internationally.
6. Organising Insurance for all licensed members.
7. Development of a training and grading syllabus to guide and maintain the technical development of the membership of the Association

3. MEMBERSHIP

Membership of the Association shall be governed by the following regulations:-

a. Affiliated Clubs

Club Affiliation shall be open to Clubs/Schools, Organisations or Associations subscribing to the objectives of the Association subject to the following conditions:

1. That they comply with The Constitution of the Association.

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2. That they pay the annual affiliation subscription to the Association as determined at the Annual General Meeting.

b. Individual Membership

All members of Affiliated Clubs must hold a current ISI licence. By doing so they are agreeing to comply with The Constitution of the Association.

Individuals may apply for Individual Membership without being a member of an Affiliated Club to the ISI Affiliation and Licensing Officer. Such applications shall be considered on a case by case basis by the Executive Committee.

The licence shall be valid for one year from the annual renewal date. The licence fee and renewal date shall be determined at the AGM

4. ADMINISTRATION

The Association is a voluntary not for profit organisation and members of the Executive Committee will not receive any remuneration.

a. Officers

The Officers of the Association which shall form the Executive Committee shall be:

1. The Technical Director (Honorary)
2. The Chairman
3. The Head Coach.
4. The Affiliation and Licensing Officer
5. The General Secretary/
6. The Treasurer.
7. The Child Protection Officer
8. The Public Relations Officer

The Executive Committee shall be elected at the Annual General Meeting and shall hold office for a period of 2 years. Candidates for election must be current ISI members and must remain so for the period of their tenure. Newly elected officers shall take up their positions following the AGM.

Executive Committee officers cannot hold the same position for more than two consecutive terms but are not precluded from holding an alternative position on the Executive Committee.

The Technical Director shall be appointed by the Executive Committee, shall be a person of good standing and an internationally recognised expert in Traditional Shotokan karate who is held in high esteem by the ISI Membership. The Technical Director shall be entitled to attend all Executive Committee meetings but shall have no voting rights.

The Executive Committee shall have the power to co-opt extra members to perform special duties. Persons co-opted to positions (other than to replace an Executive Member) shall have no voting powers.

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The Executive Committee alone shall have the power to sanction the formation of Sub-committees or any other body which, in their estimation, could assist them in the smooth running of the Association..

b. Quorum

The quorum necessary for the transaction of the Executive Committees' business shall be five Executive Committee Officers. At least two of the following officers must be in attendance

- The Chairman
- The General Secretary
- The Treasurer.

In the event that the Chairman is not in attendance the General Secretary will chair the meeting..

The General Secretary will document the minutes of Executive Committee meeting which shall be circulated to Executive Committee Officers not more than two weeks after the meeting date. The minutes will be adopted and signed by the Chairman at the next Executive Committee Meeting.

The Executive Committee shall have the power to invite suitable observers and delegates to meetings. Such persons shall not have voting rights.

c. Attendance

Any member of the Executive Committee, who is absent from three consecutive meetings, shall have his/her membership (of the committee) reviewed by the remaining members who may remove him/her from office, if they think it necessary to do so.

d. Voting

A simple majority vote shall be decisive in the business of the Executive Committee. The Chairman having a casting vote.

Proxy - each executive member or club representative shall be permitted to appoint a proxy provided written notice of such arrangement is provided to the General Secretary in advance of the commencement of the business of the meeting.

In the event of matters arising which are not provided for in the constitution or the Standing Orders, such matters shall be decided by the Executive Committee, whose decision shall be final

5. DUTY OF OFFICERS

The duties of the Executive Committee Officers as defined in the Constitution will be as laid down in the Standing Orders by the Executive Committee.

The basic duties of the Executive Committee Officer are nonetheless outlined here for clarity:

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a. *The Chairman*

The Chairperson must ensure that the Executive Committee functions properly, that there is full participation during meetings that all relevant matters are discussed and that effective decisions are made and carried out.

b. *The General Secretary*

The role of the Secretary is to support the Chair in ensuring the smooth functioning of the Management Committee.

In summary, the Secretary is responsible for:

1. Ensuring meetings are effectively organised and documented
2. Maintaining effective records and administration
3. Upholding the legal requirements of governing documents, charity law, company law etc (where relevant).
4. Communication and correspondence

c. *The Treasurer*

The Treasurer has a watchdog role over all aspects of financial management, working closely with other members of the Executive Committee to safeguard the organisation's finances.

It is important to note that although the Treasurer ensures that these responsibilities are met, much of the work may be delegated to a finance sub-committee or volunteers.

In summary, the Treasurer is responsible for:

1. General financial oversight
2. Funding and fundraising
3. Financial planning and budgeting
4. Financial reporting
5. Banking, book keeping and record keeping
6. Control of fixed assets

d. *The Head Coach*

The Head Coach is responsible for ensuring the technical development of the Association is maintained as a priority objective of the Executive Committee and Association. The Head Coach is also responsible for ensuring that the standard of instruction provided by ISI instructors is maintained at the highest quality and is the equal of international peer organisations and grades at a minimum.

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The Head Coach is responsible for organising national and international training courses and for obtaining approval and funding for these courses from the Executive Committee.

e. The Affiliation and Licensing Officer

The Affiliation and Licensing Officer is responsible for ensuring that all member of the Association hold a valid license and for maintaining the record of the details of licensed membership including names, addresses, grade and contact details and preferred method of contact.

f. The Public Relation Officer

The Public Relation Officer is responsible for promoting the objectives and activities of Association both internally to the Individual Licensed Membership and externally to other Karate bodies and the general public to ensure that the Associations profile is maintained in a positive manner.

g. The Child Protection Officer

The Child Protection Officer is responsible for developing organisational-wide measures and policies to protect children and safeguard the Individual Licensed Members of the Association. Such policies should be approved and implemented by the Executive Committee.

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d. Election of Executive Committee Officers

Nomination for positions on the Executive Committee should be submitted to the General Secretary. Nominations should be seconded at the AGM and then put to a vote as outlined in clause 6c of this Constitution. In the event of no nominations being received in advance of the AGM nominations may be made at the AGM itself and must be seconded by an outgoing Executive Committee Officer.

7. EXTRAORDINARY GENERAL MEETINGS

An Extraordinary General Meeting of the Association shall be convened on a resolution of the Executive Committee or within six weeks of the receipt of a resolution from a combined total of at least 66% of the individual licensed membership of the Association.

Two weeks Written Notice of an Extraordinary General Meeting must be sent to Individual Members and Affiliated Clubs

a. Voting Structure of an Extraordinary General Meeting

Each Affiliated Club/Group shall appoint the chair person of the Affiliated Club as a delegate to Annual General Meetings and only those delegates shall be eligible to vote at the Annual General Meeting.

The Voting of the Annual General Meeting shall be as follows:

Each Executive Committee Officer	1 vote
Each Affiliated Club	1 vote

No person shall be permitted to vote in more than one capacity.

With the exception of changes to the Constitution, resolutions shall be decided by a simple majority.

Resolutions affecting the Constitution shall require a three quarters majority vote of the Individual members present and entitled to vote. Three weeks' notice of such resolutions shall be necessary.

8. FINANCE

The financial year of the Association shall end on the 31st December and an audited statement of accounts up to and including this date shall be presented at the Annual General Meeting. The funds of the Association shall be lodged with a financial institution and all sums drawn must be sanctioned by the Executive Committee and signed by three of the Executive Committee Officers.

Members of the Association shall be reimbursed for expenses and/or inconvenience caused when acting in an official capacity on behalf of the Association as laid down in Standing Orders.

The income and property of the Association shall be applied solely towards the promotion of Traditional Shotokan Karate in Ireland, as set out in its objectives in the constitution.

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No portion of the Association's income and property shall be paid or transferred directly, or indirectly, by way of dividend, bonus or by any method whatsoever by way of profit to any of the members of the Association.

No Executive Committee Officer shall be appointed to any position paid by salary or shall receive any remuneration or other benefit, money or money's worth from the Association. However, nothing shall prevent any payment in good faith by the Association of:-

1. Reasonable remuneration to any member of the Association (not being an officer) for any services rendered to the Association.
2. Interest at a rate not exceeding 5% per annum on money lent by any member of the Association to the Association;
3. Reasonable and proper rent for any premises demised by or let by any member of the Association (including any officer) to the Association;
4. Reasonable and proper out of pocket expenses incurred by any officer in connection with their attendance to any matter affecting the Association;
5. Remuneration or other benefit in money or monies worth to any company of which an officer may be a member holding not more than 100 part of the issued capital of such.

If upon the winding up or dissolution of the Association there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, it is not to be paid or distributed among the members of the Association. Instead, such property shall be given or transferred to some other approved sporting body, having main objects similar to the main objects of the Association. The Association or organisation to which the property is to be given or transferred shall prohibit the distribution of its income and property among its or their members to the extent at least as great as is imposed on this Association. Members of the Association shall select the relevant institution or Association at or before the time of dissolution and if effect cannot be given to such provisions, then the property shall be given or transferred for some other sporting object.

Annual accounts shall be kept and made available to the Revenue Commissioners on request.

No addition, alteration or amendment shall be made to or in the provisions of this constitution unless the Revenue Commissioners have previously approved the same in writing.