



## CONSTITUTION OF THE ROYAL NEW ZEALAND AERO CLUB INCORPORATED (RNZAC)

### 1. NAME

The name of the organisation shall be The Royal New Zealand Aero Club Incorporated referred to in this Constitution as the “RNZAC”.

- 1.1 Notwithstanding 1 above, the RNZAC may also use the aliases Flying NZ or/ Flying New Zealand.  
For the purpose of these rules, the use of RNZAC also covers the alias names, Flying NZ and Flying New Zealand.
- 1.2 Contracts, publications and correspondence disseminated by the organisation under the names Flying NZ and Flying New Zealand shall be deemed as being disseminated by the RNZAC.

### 2. REGISTERED OFFICE

The registered office of the RNZAC shall be at such place as determined from time to time by the Executive Committee.

### 3. OBJECTS

The objects of the RNZAC are to:

- 3.1 encourage participation and achievement primarily in amateur sport and recreational aviation in New Zealand
- 3.2 promote and encourage the development and training of pilots primarily for amateur sport and recreational aviation in New Zealand
- 3.3 promote, organise and control regional and national amateur sport and recreational aviation events in New Zealand
- 3.4 provide assistance and education to its members in relation to amateur sport and recreational aviation

- 3.5 advocate and lobby on behalf of its members to the Civil Aviation Authority and other individuals and organisations on issues which impact on amateur sport and recreational aviation in New Zealand.

#### 4. POWERS

The RNZAC shall have the power to:

- 4.1 borrow, invest, or advance moneys, with or without securities, and to execute mortgages over any property of the RNZAC or issue debentures as securities for the repayment of any such moneys
- 4.2 raise money by means of subscriptions, levies, subsidies and donations
- 4.3 acquire, sell, lease or otherwise deal with goods, facilities and property as required
- 4.4 employ officers, servants, agents and staff and vary the terms of and terminate such employment as required.
- 4.5 join or affiliate with any other organisation, society or club incorporated or unincorporated having objects in whole or in significant parts similar to the objects of the RNZAC
- 4.6 act as the New Zealand representative of the Federation Aeronautique Internationale
- 4.7 enter into contracts or arrangements with corporations, organisations or persons including sponsors and media and vary the terms of and terminate such contracts or arrangements
- 4.8 establish sub-committees and to delegate such of its powers to the sub-committees as required and empower other persons to act on its behalf
- 4.9 make and change by-laws, policies and procedures for administration
- 4.10 make and alter competition rules
- 4.11 develop and organise national and regional programmes for coaching and training for its members
- 4.12 organise and control competitions at a regular national or international level
- 4.13 terminate or suspend the membership of any member and otherwise take disciplinary action in accordance with the Constitution
- 4.14 do any other lawful acts or things, as may be incidental or conducive to the furtherance or attainment of the objects of the RNZAC
- 4.15 make alterations to the Constitution

## 5. MEMBERSHIP

### 5.1 Types of Members

Membership of the RNZAC shall comprise of clubs and other organisations (and certain individuals) which are interested in amateur sport and recreational aviation and which are accepted by the RNZAC as a member (called a “Member”). There are four types of Members namely:

- 5.1.1 Ordinary Member - An Ordinary Member is a club whose objects are consistent with those of the RNZAC and which is incorporated under the Incorporated Societies Act.
- 5.1.2 Non Incorporated Member – A Non Incorporated member is a not for profit organisation of not less than five members, and no more than twenty members (except as may be approved on an application basis by the Executive of the RNZAC) which is not incorporated under the Incorporated Societies Act and whose objects are consistent with those of the RNZAC.
- 5.1.3 Associate Member - An Associate Member is a national organisation or other organisation which has an interest in amateur sport and recreational aviation which wishes to be associated with the FAI through the RNZAC and which is incorporated under the Incorporated Societies Act.
- 5.1.4 Honorary Member - An Honorary Member is an individual who is or has been a member of a Club (which is an Ordinary Member) and who has given outstanding service to their Club and/or RNZAC and/or to aviation generally.

### 5.2 Application for Membership

- 5.2.1 An application to become an Ordinary Member shall be made by an applicant club by:
  - (a) Applying in writing to the Executive Committee for Ordinary Membership, with the written support of two other Ordinary Members located in their Region (as defined in the Bylaws); and
  - (b) Supplying the application fee, if any (as determined by the Executive Committee from time to time); and
  - (c) Providing a copy of its registered constitution

Upon receipt of the application, the Executive Committee shall circulate such application to all Ordinary Members for comment. Such comment is to be made in writing to the Executive Committee within 14 days of receiving such application. The Executive Committee shall then approve or decline the application and advise its members accordingly.

5.2.2 An application to become a Non Incorporated Member shall be made by an applicant organisation by:

(a) Applying in writing to the Executive Committee for Non Incorporated Membership, with the written support of two other Members located in their Region (as defined in the Bylaws); and

(b) Supplying the application fee, if any (as determined by the Executive Committee from time to time); and

Upon receipt of the application, the Executive Committee shall circulate such application to all Ordinary Members and Non Incorporated Members for comment. Such comment is to be made in writing to the Executive Committee within 14 days of receiving such application. The Executive Committee shall then approve or decline the application and advise its members accordingly

5.2.3 An application to be an Associate Member shall be made, and determined, in the same manner as an application to be an Ordinary Member, as per rule 5.2.1, except that the support of two other Ordinary Members in support of the application is not required.

5.2.4 Honorary Members shall be appointed by a resolution of the Executive Committee passed with a 3/4ths majority following nomination by a Member.

### 5.3 Effect of Membership

5.3.1 All Members (excluding Associate Members) shall recognise the RNZAC as the national governing body for amateur sport and recreational aviation in New Zealand. Ordinary Members shall observe and comply with the Constitution of the RNZAC, its Bylaws, any policies, procedures, rules or guidelines determined by the RNZAC, the rules of the FAI, the FAI Sporting Code, and any directions or decisions of the RNZAC.

5.3.2 Associate Members shall recognise the RNZAC as the FAI Airsport Control in New Zealand.

### 5.4 No Pecuniary Gain

In accordance with and subject to the provisions of the Incorporated Societies Act 1908, the Members of the RNZAC are not associated for the purposes of pecuniary gain and no part of the income or other funds of the RNZAC is to be used or is available to be used for the private pecuniary profit of the Executive Committee or any Member.

### 5.5 Cessation of Membership

5.5.1 A Member may terminate its membership of the RNZAC by giving thirty (30) days notice in writing to the Executive Secretary. The termination of the membership shall be effective once the Member has satisfied all debts, if any, outstanding to the RNZAC.

- 5.5.2 A Member may also have membership terminated or suspended pursuant to a recommendation of the Disciplinary Committee under Rule 13 by resolution passed by a two-thirds majority of the Ordinary Members present at a general meeting. Before such resolution is made the Member concerned shall be given at least twenty-one (21) days notice of the meeting at which the resolution is proposed, and shall have the right to be heard at such meeting.
- 5.5.3 A Member's membership may also be terminated by a general meeting if any subscriptions, levies or fees are not paid pursuant to Rule 12.3 of this Constitution. Before such termination can occur, the RNZAC must give the Member fourteen (14) days notice specifying the amount due and requiring receipt of the payment by the expiry of those fourteen (14) days.

## 6. CONTROL AND MANAGEMENT

### 6.1 The Executive Committee

The control and management of the RNZAC shall be in the hands of the Executive Committee which shall be the governing body. The Executive Committee shall be entitled to exercise all of the powers of the RNZAC except those required by law or by the Constitution to be exercised by general meeting.

### 6.2 Composition

The Executive Committee shall consist of:

- 6.2.1 the Officers of the RNZAC (as specified in Rule 7)
- 6.2.2 one representative from each region, where such regions are defined in the Bylaws, (referred to as the “Regional Representative”)
- 6.2.3 other individuals, as required to achieve the goals of RNZAC, co-opted by the Executive Committee (In accordance with the criteria set out in the Bylaws) who shall not have voting rights on the Executive Committee.

In addition, the Chairperson of the RNZAC Instructor Council (as set out in the Bylaws), shall be an ex officio member of the Executive Committee.

### 6.3 Appointment and Election of Executive Committee

- 6.3.1 The Officers, (other than the Immediate Past President) and the Regional Representatives for the Executive Committee, shall be elected at each Annual General Meeting of the RNZAC after nomination by at least one Ordinary Member by the majority vote of those who are present at the meeting and are entitled to vote.
- 6.3.2 The Chairperson of the RNZAC Instructor Council, who is an ex officio member of the Executive Committee, shall be appointed by the Instructor Council according to the Bylaws.

- 6.3.3 The Immediate Past President shall be eligible to serve on the Executive Committee for one year following his or her term of office as President. Following the first year as Immediate Past President this person shall no longer be on the Executive Committee in that capacity and shall be subject to Rule 6.3.1.
- 6.3.4 The FAI representative shall be a person appointed by the majority of the Executive Committee to represent the RNZAC in respect of FAI matters.
- 6.3.5 Every member of the Executive Committee with the exception of the RNZAC Instructor Council representative must be an individual member of an Ordinary Member, Non Incorporated Member or an Associate Member and must not be an employee of the RNZAC.

#### 6.4 Term of Office

Each member of the Executive Committee shall have a term of one (1) year and then shall retire but shall be eligible for re-election. The expiry of the one (1) year term shall occur automatically at the conclusion of the Annual General Meeting following election or appointment.

#### 6.5 Meetings

6.5.1 A Meeting of the Executive Committee may be conducted

- a) By a number of the Executive Committee who constitute a quorum being assembled together at a time, place and date appointed for the meeting; or
- b) By means of Tele Conference Call (audio), or Skype (or similar audio and/or audio visual communication) by which all members of the Executive Committee participating and constituting a quorum can simultaneously hear or hear and see each other throughout the meeting.
- c) The President or any three (3) members of the Executive Committee may call an Executive Committee meeting.

6.5.2 Use of Emails

- a) Be an acceptable means to confirm by a majority of the members of the Executive Committee the intention of a resolution to be confirmed at the next Executive Committee meeting.

#### 6.6 Quorum

At least five members of the Executive Committee must be present in person at a meeting of the Executive Committee to constitute a quorum.

#### 6.7 Voting at Executive Committee Meetings

All decisions of the Executive Committee shall be passed by vote of a majority of the Executive Committee members present. Voting may be on the voices, by show of hands, or by secret ballot (if requested by any Executive Committee member present). The chairperson of the meeting shall have a second or casting vote if the voting is equal.

#### 6.8 Vacancies

If any member of the Executive Committee shall die, resign or become incapable of acting during the term of office the Executive Committee may make an appointment to fill the vacancy, except where such vacancy is the chairperson of the Instructor Council in which case the Instructor Council may make an appointment to the vacancy.

#### 6.9 Sub-Committees

The Executive Committee may establish and disestablish sub-committees and delegate such of its powers as it considers appropriate to them and may make by-laws establishing the composition role authority powers and procedures for the sub-committees.

#### 6.10 Indemnity

Each member of the Executive Committee shall be indemnified by the RNZAC against any liability (including costs) incurred by them in good faith in the discharge of any duty undertaken by them as a member of the Executive Committee.

### 7. OFFICERS

#### 7.1 The Officers of the RNZAC shall be:

7.1.1 a President;

7.1.2 a Vice-President;

7.1.3 the Immediate Past President.

#### 7.2 The Officers other than the Immediate Past President shall be elected in accordance with Rule 6.3 of this Constitution.

### 8. ANNUAL GENERAL MEETINGS

#### 8.1 Date of Meeting

The Annual General Meeting should be held in the month of June each year upon a date and at a time to be fixed by the Executive Committee. Not less than 60 clear days before each Annual General Meeting the Executive Committee shall give notice to all members containing the date, time and venue for the Annual General Meeting and the latest time and date for the receipt of nominations for appointment of Officers and notices of resolutions to be put to the Annual General Meeting.

#### 8.2 Business of the Annual General Meeting

8.2.1 The business of the Annual General Meeting shall be:

- (a) To receive from the Executive Committee its annual report, the statement of financial performance and the statement of financial position
- (b) To elect the Officers as described in Rule 7.2 and 6.3
- (c) To consider and if thought fit elect a Patron
- (d) To consider and if thought fit pass any resolution, notice of which has been sent to members by the Executive Committee at least fourteen (14) days before the Annual General Meeting.

### 8.3 Notice by Members of Nominations and Business

Nominations for election to the Executive Committee at the Annual General Meeting must be received by the RNZAC no later than thirty (30) days before the Annual General Meeting.

Notice of resolutions to be paid to an Annual General Meeting shall be given to the Executive Committee no later than thirty (30) days before the Annual General Meeting. The Executive Committee shall be entitled to reject notices which are frivolous, abusive or which are not within the power of a general meeting to consider.

### 8.4 Notice by Executive Committee of Nominations and Business

Not less than fourteen (14) days before the Annual General Meeting the Executive Secretary shall give notice to all Members of the business to be considered at the Annual General Meeting, the list of nominees for election to the Executive Committee, and the audited financial statements.

## 9. REPRESENTATIVES OF ORDINARY MEMBERS AND NON INCORPORATED MEMBERS

- 9.1 Each Ordinary Member and Non Incorporated Member shall appoint a person to represent it, and vote on its behalf, at general meetings of the RNZAC. The representative shall be notified in writing (signed by the President of the Ordinary Member or Head of a Non Incorporated Member) to the Executive Secretary no later than thirty (30) minutes before the commencement of a general meeting (including an Annual General Meeting).

## 10. GENERAL MEETINGS

### 10.1 Composition

10.1.1 A general meeting (including an Annual General Meeting) of the RNZAC shall consist of:

- (a) the representative of each Ordinary and Non Incorporated Member(s) (refer rule 9);
- (b) the Executive Committee.



10.1.2 Other persons may attend a general meeting as observers, but shall not be entitled to vote.

10.1.3 The President (or in his/her absence, the Vice President or other person entitled to vote appointed by the meeting) shall chair a general meeting.

## 10.2 Procedure for Calling Meetings

10.2.1 Except for an Annual General Meeting (where rule 8.2 applies), a general meeting of the RNZAC shall be called by the Executive Committee when:

- (a) Four (4) or more members of the Executive Committee request in writing that a general meeting be held; or
- (b) One-third or more of the Ordinary and Non Incorporated Member(s) of the RNZAC (through their representatives) request in writing that a general meeting be held.

10.2.2 Any such request shall clearly state the reason for the meeting.

## 10.3 Notice of General Meeting

Except for an Annual General Meeting (where rule 8.2 applies), the Executive Committee shall give not less than twenty one (21) days prior notice of the date of a general meeting. Such notice shall be sent within five (5) days of the Executive Committee receiving a valid request under rule 10.2.

## 10.4 Powers of General Meeting

10.4.1 A general meeting including an Annual General Meeting shall have the power:

- (a) To make recommendations to the Executive Committee concerning the government and management of the RNZAC including the direction and planning for the future of the RNZAC
- (b) To remove any one or more Members of the Executive Committee and elect a replacement or replacements
- (c) To add to or alter the Constitution
- (d) To suspend or terminate the membership of a Member for failure to pay subscriptions or levies or on the recommendation of the Disciplinary Committee
- (e) To wind up the RNZAC and appoint a liquidator.

## 10.5 Voting

10.5.1 Voting at General Meetings including the Annual General Meeting shall be by majority vote except in the case of a resolution in respect of the matters referred to sub-paragraphs (b), (c), (d) and (e) in which case a two-thirds majority vote shall be required.

10.5.2 Those entitled to vote at general meetings are the representative of each Ordinary and Non Incorporated Member(s), and each member of the Executive Committee, present at the meeting..

10.5.3 Members of the Executive Committee shall be entitled to one vote.

10.5.4 Representatives of Ordinary Members shall have a number of votes relative to the membership of their clubs as follows:

Up to 60 members	1 vote	
61-85 members	2 votes	
86 to 120 members	3 votes	
121 to 160 members	4 votes	
161 to 220 members	5 votes	
221 to 300 members	6 votes	
301 to 425 members	7 votes	
426 to 600 members	8 votes	
601 to 830 members	9 votes	
831	more members	10 votes

10.5.5 Representatives of Non Incorporated Members shall have one vote.

10.5.6 Voting may be on the voices, by show of hands, or by secret ballot (if requested by two Ordinary Members).

10.5.7 The Chairperson of the meeting shall have a second or casting vote in the case of equality.

## 10.6 Quorum

At least one third of those entitled to vote at a general meeting (including an Annual General Meeting) must be present in person to constitute a quorum.

## 11. FINANCE

11.1 The Financial Year of the club shall end on the 31<sup>st</sup> of March in each year.

11.2 The finances of the RNZAC shall be controlled and managed by the Executive Committee.

11.3 The Annual General Meeting of the RNZAC shall appoint an auditor annually to audit the finances of the RNZAC.

## 12. SUBSCRIPTIONS

12.1 Each Ordinary and Non Incorporated Member(s) and Associate Member shall, if required by the Executive Committee (in addition to any application fee) pay an annual subscription to the RNZAC, the amount of, and date by, which payment is to be made shall be determined by a majority of those persons entitled to vote, who are present, at the Annual General Meeting.

12.2 Every Ordinary and Non Incorporated Member(s) shall, at the request of the Executive Committee each year supply the number of its members and a copy of the Ordinary Member or Non Incorporated Member's financial statements for its last financial year.

12.3 Should any Member fail to pay their annual subscription or any special levies approved at any general meeting within ninety (90) days of the due date then such member may have membership terminated at a general meeting.

## 13. DISCIPLINE

13.1 Any Member of the RNZAC or a member of the Executive Committee whose actions or omissions prejudice the RNZAC or bring the RNZAC or its other members or its Executive Committee or its employees or recreational aviation generally into disrepute, (called "Misconduct") may be disciplined by the RNZAC pursuant to rule 13.3 and 13.4.

13.2 Misconduct shall not include any conduct for which there is a separate disciplinary procedure in the rules of flying.

13.3 Any allegation of Misconduct by any Member or any Member of the Executive Committee shall be investigated by the Disciplinary Committee who shall determine such actions as shall be deemed necessary to discipline such Member if Misconduct is established. If a Disciplinary Committee has not been appointed the Executive Committee (other than any member the subject of the allegation) shall be the Disciplinary Committee.

13.4 Disciplinary action may include a recommendation to a general meeting that the membership of the Member shall be terminated or suspended for such period of time as the Disciplinary Committee may determine.

13.5 Any Member or member of the Executive Committee who is disciplined by the Disciplinary Committee may appeal to a general meeting of the RNZAC called in accordance with Rule 10.2.

13.6 Any Member or member of the Executive Committee who is disciplined under this Constitution and Bylaws, must first exhaust their appeal right with the RNZAC, (and the FAI if applicable) before seeking relief in the Courts of New Zealand.

## **14. COMMON SEAL**

- 14.1 The RNZAC shall have a common seal which shall be in the custody of the Executive Secretary. Subject to the Incorporated Societies Act, the Executive Committee shall determine when the common seal is to be used and make provision for its safe custody. Any documents which are to be sealed by common seal shall be signed by the President, Vice President and the Executive Secretary.

## **15. BYLAWS**

- 15.1 The Executive Committee may, from time to time, make and amend Bylaws, if the following has occurred:
- 15.1.1 All Ordinary and Non Incorporated Member(s) have been notified of the proposed Bylaw addition or amendment at least thirty (30) days prior to the meeting in which they are to be considered by the Executive Committee;
  - 15.1.2 Such notification invites written submissions from the Ordinary and Non Incorporated Member(s) to be provided within fourteen (14) days prior to the specified meeting date;
  - 15.1.3 The Executive Committee shall consider such submissions, and if it considers necessary, may invite the Member concerned to present the submission to the Executive Committee;
  - 15.1.4 Should one-third of the Ordinary and Non Incorporated Member(s) of the RNZAC oppose the proposed addition or amendment, the Executive Committee may not proceed to consider it and it must be placed on the business for the next Annual General Meeting if the proposed addition or amendment is still sought.
- 15.2 The Bylaws shall be observed as if they were included in this Constitution but if there is any inconsistency between the Bylaws and this Constitution, then this Constitution shall prevail.

## **16. ALTERATION TO THE CONSTITUTION**

- 16.1 This Constitution may only be amended, or added to by resolution of a two-thirds majority vote of those entitled to vote, and who are present, at a general meeting called for this purpose or at an Annual General Meeting. No addition to or alteration of Clause 5.4 (no Pecuniary Gain or Personal Benefit) or clause 17.3 (Liquidation) shall be affected without the approval of the Inland Revenue Department. The provisions and effect of this clause shall not be removed from the Constitution and shall be included in any document replacing this constitution.
- 16.2 If a Member wishes to propose an alteration to the Constitution at the Annual General Meeting then notice of such alteration is to be given to the Executive Committee not less than sixty (60) days prior to the first date upon which the Annual General Meeting can be held.
- 16.3 A proposal to alter the Constitution may be a reason for a request to call a general meeting pursuant to Rule 10.2.

## **17. LIQUIDATION**

17.1 The RNZAC may voluntarily be wound up and put into liquidation if:

17.1.1 A two-thirds majority of votes of those entitled to vote, and who are present, at a general meeting, pass a resolution to wind up and appoint a liquidator;

17.1.2 Such resolution is confirmed in a subsequent general meeting called for that purpose, and held not later than thirty (30) working days after the date in which the resolution is passed. Notice of the subsequent general meeting shall be sent out not later than five (5) days after the date of the first general meeting.

17.2 Upon appointment of a liquidator, the provisions of Part XVI of the Companies Act 1993 shall apply to the liquidation of the RNZAC as if RNZAC was a company.

17.3 Any surplus assets of the RNZAC, after payment of all costs, debts and liabilities shall be disposed of by distributing them to organisations which have an interest in recreational aviation in New Zealand as determined by the liquidator.

## **18. DISPUTE RESOLUTION**

18.1 In the event of any difference or dispute between or within the RNZAC and its Members in relation to any matters contained in this Constitution or its application or interpretation (but excluding Rule 13 of this Constitution), those concerned shall use their best endeavours to resolve the difference or dispute by agreement between them and if necessary use an agreed mediator for that purpose.

18.2 If agreement cannot be reached the dispute may be submitted to arbitration in accordance with the Arbitration Act 1996.

## **19. MATTERS NOT PROVIDED FOR**

19.1 The Executive Committee shall have power to decide upon any matter relating to the affairs or management of the RNZAC which is not expressly provided to be dealt with by RNZAC in general meeting.

# BY-LAWS OF THE RNZAC

## 1. Regions of the RNZAC

For the purposes of appointing regional representatives (under rule 6.1 (b) of the Constitution) New Zealand is deemed to be divided into five regions as follows:

- (a) Northern Region - which is deemed to be that area located to the North of the direct line drawn diagonally from the northern end of Raglan Harbour on the West Coast to the northern end of Matakana Island on the East Coast of the North Island.
- (b) Central Region - which is deemed to be that area located to the south of the Northern Region and to the north of a line drawn below Kai Iwi on the West Coast, through lake Waikaremoana and across to just above Tokomaru Bay Town on the East Coast of the North Island.
- (c) Cook Strait Region - which is deemed to be that area located to the South of the Central Region and including the rest of the North Island.
- (d) Alpine Region - which is deemed to be that area located to the north of a direct line drawn from the mouth of the Rangitata River on the East Coast to Gillespie Point opposite Fox Glacier on the West Coast of the South Island.
- (e) Lakes Region - which is deemed to lie to the South of the Alpine Region line.

## 2. Co-opted Members to Executive Committee

For the purposes of rule 6.1 (e) of the Constitution, the criteria which the elected members of the Executive Committee must follow in co-opting any person to the Executive Committee is as follows:

- (a) an interest in aviation; and
- (b) business skills - including strategic planning, financial and/or legal skills;
- (c) any other skills, attributes or knowledge which is not available to an appropriate level within the elected members of the Executive Committee.

### 3. FAI Representative

The RNZAC Executive will from time to time appoint a person to the position of FAI representative. This person may be from outside the Executive Committee.

The RNZAC (Flying NZ) provides National Air Sports Control (NAC) on behalf of the Federation Aeronautique Internationale for all affiliated aviation sports in New Zealand.

3.1 As National Air Sports controller, the RNZAC issues Sporting Licences, documentation and registration of air sport records with the FAI.

3.2 The RNZAC represents New Zealand air sport affiliates to FAI and provides all communications of significance between New Zealand air sport groups and the FAI council.

3.3 The RNZAC recommends and presents FAI awards, to high achievers who have made a significant contribution to air sports in New Zealand.

The appointed person shall undertake some or all of the above functions listed 3.1 to 3.3 above as directed by resolution of the RNZAC Executive.

The appointed person shall provide a written report to the Executive Committee on not less than a quarterly basis and if not an elected member of the Executive Committee, may be invited to attend Executive meetings as and when required, but not necessarily as a co-opted member.

### 4. Instructor Council

#### THE ROYAL NEW ZEALAND AERO CLUB INCORPORATED (RNZAC) FLIGHT INSTRUCTOR ASSOCIATION ("ASSOCIATION") AND RNZAC INSTRUCTOR COUNCIL

##### 1. Name

The name of the Association shall be The Royal New Zealand Aero Club Incorporated Flight Instructor Association referred to in this Bylaw as the "RNZAC Flight and Ground Instructor Association".

##### 2. Registered Office

The registered office of the RNZAC Flight Instructor Association shall be at such place as determined from time to time by the RNZAC Executive.

##### 3. Objects

The RNZAC Flight Instructors Association is hereby established within the RNZAC for the purposes of maintaining a permanent and positive link between the RNZAC Executive and those persons employed or otherwise engaged as Flight Instructors within the RNZAC Members Clubs. The objects of the RNZAC Instructor Association are to:

- a) Maintain a high standard of flight instruction and ground course training within RNZAC Member Clubs in New Zealand including:
- i) The maintenance of standards for flight and ground instruction
  - ii) The organisation and conduction on a regular basis of Flight Instructor training and refresher courses within New Zealand, on behalf of the Executive.
  - iii) The adoption of a strategy to cultivate flight safety
- b) Consult with the RNZAC Executive regarding all technical matters pertaining to flight training and flight safety.
- c) Offer advice to the RNZAC Executive regarding government acts, CAA Issues and flight rules and advise on the activities of other parallel operations both within NZ and overseas.
- d) Consult with RNZAC Executive regarding RNZAC flying competitions and rules for national / international championships and area rallies.
- e) Liaise separately (or jointly with the RNZAC Executive) with the Civil Aviation Authority, Aviation Industry Association and other interested parties in respect of any of the above.
- f) Consult with the RNZAC Executive regarding other matters which from time to time would assist in the furtherance of the objects of RNZAC as set out in the Rules.

#### 4. Funding

The Flight Instructor Association and its Instructor Council shall at any time have the authority to raise funds to support a particular projects that meets the Objects of the Association of those of the RNZAC. Any funds that are raised separately by the Flight Instructor Association and/or its Council must have the approval of the RNZAC Executive. All funds raised by The Flight Instructor Association and/or its Council must be used solely by the Association for an approved purpose and may be retained in a separate bank account for this purpose. Signing authority for any separate bank account shall be shared equally between the RNZAC Executive and the Association.

#### 5. Membership and Voting

The Association shall consist of any number of Instructors from each Member Club. Only one vote per Club is allowed.

#### 6. Meetings

The Flight Instructor Association shall meet annually. The Association shall appoint an Instructor Council consisting of six representatives from RNZAC Clubs, if possible but not necessarily from each of the five regions. Nominations for these positions shall be in the hands of the Association secretary seven clear days before the commencement of the A.G.M or shall be allowed from the floor. Only nominations from members of the Association who represent Financial Member organisations will be valid.



7. Appointment of Officers

The Instructor Council shall once elected, appoint its own Chairman and Secretary, who shall be deemed to be Chairman and Secretary of the Association.

8. Alterations to this Bylaw

The RNZAC Executive shall approve any alterations or additions to this Bylaw. Any submissions regarding alterations additions or amendments to this bylaw shall be presented in writing to the RNZAC Executive Secretary at least two weeks prior to a scheduled meeting of the RNZAC Executive. Any alterations must agree with the RNZAC Constitution and the Incorporated Societies Act. No alterations may be made without consultation between the Executive and the Council.

9. Officers Duties

a) *Association Chairman*

The duly elected Chairman shall preside over all Instructor Council meetings and shall also conduct the Annual General Meeting of the Flight Instructors Association. The Chairman shall be required to attend and submit a written report of Association and Council activities to each RNZAC Executive Meeting. In accordance with the RNZAC constitution the Chairman shall be a full member of the Executive with voting rights.

b) *Association Secretary*

The Association Secretary shall be responsible for the recording of minutes of all Association and Instructor Council meetings. The Association Secretary shall forward copies of all pertinent Instructor Council correspondence, minutes etc, to all Instructor Council members and the RNZAC Executive Secretary within a reasonable period of time. The Secretary is to deputise for the Chairman in the event of the Chairman's non availability.

c) *Instructor Council Members*

All members of the Instructor Council shall collect information etc, from designated Member Clubs and pass this on to the Chairman of the Instructor Council who will in turn advise the RNZAC Executive Secretary.

10) Meetings of the Flight Instructor Association & Instructor Council

The Flight Instructor Association shall meet annually. Meetings of the Instructor Council are to be conducted on a regular basis at a time and place agreed to by the Instructor Council. The Association Secretary shall notify all Instructor Council Members of any meetings of the Council. Notice of any such meetings, emergencies expected, shall be in writing at least four weeks prior to the meeting date and shall notify a time and meeting venue. In addition:

- a) A quorum of twelve shall be required for the Annual General Meeting of the RNZAC Flight Instructors Association. A quorum of four shall be required for all RNZAC Instructor

## Council Meetings.

- b) Accurate Minutes shall be kept of all meetings by the RNZAC Flight Instructors Association Secretary or in his/her absence a member appointed by the Council.
- c) Reasonable expenses for travel and accommodation as specified in the RNZAC Procedures Manual shall be borne by RNZAC for all members of the RNZAC Executive Instructor Council attending either Council meetings, RNZAC Executive Meetings or other business as approved by the RNZAC Executive.

## 11. General Policy

The Association and the Council must operate in accordance with RNZAC stated policy.

## 12. Disciplinary Matters & Disputes

The RNZAC Executive Secretary shall be advised in writing of any matter requiring disciplinary action within the RNZAC Flight & Ground Instructor Association. The RNZAC shall also be advised of any disputes that may occur both within the Association or the Council.

## 13. Winding Up

The RNZAC Executive shall be advised if any proposed winding up of the RNZAC Flight & Ground Instructor Association. Any remaining assets shall become the sole property of the RNZAC.

## 4. Competition Advisory Committee

4.1 *Composition:* [how elected/appointed?]

4.2 *Meetings:*

4.3 *Role and Powers:*

4.4 [other]

## 5. Disciplinary Committee

5.1 *Composition:* [how elected/appointed?]

5.2 *Procedure:*

5.3 *Role and Powers:*

5.4 *Penalties:*