



# KARATE NEW ZEALAND

(Union of New Zealand Karate-Do Organisations Inc)  
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## 2016 AGM Minutes

<b>Date:</b>	Saturday 3 <sup>rd</sup> September, 2016
<b>Time:</b>	2.30pm
<b>Location:</b>	Tawa room, Brentwood Hotel, Kilbirnie, Wellington

<b>Attendees:</b>	Leo Donnelly – President George Glausius – Treasurer Dennis May – Board Member Patricia Reilly – Board Member Chris Bennett – Board Member Duane Monk Chikako Monk Thorsten Windhorst Rebecca Merrifield Greg Burgess Ross Meynell Phil Richardson Gregor McLachlan Joe McGregor Binh Nguyen Suzanne Yee Scott MacKenzie Phil Laing Rajesh Ravji Philippa Gill Daryl Gill
<b>Apologies:</b>	Murray Simpson Jason Ng Raymond Check Len Monk

<b>Agenda:</b>	<ol style="list-style-type: none"> <li>1. Roll of delegates and confirmation of proxies;</li> <li>2. Apologies;</li> <li>3. Confirmation of minutes of previous AGM;</li> <li>4. Receive reports on activities of Karate NZ in the past year – President; Chairs of Dan Grade Council, Coaching Council and Referee Council; Chairs of Auckland, Central North Island, Lower North Island, Canterbury/Westland and Otago/Southland Regional Councils;</li> <li>5. Receive and consider audited financial statements for years ending 31 March 2015 and 31 March 2016 (to be circulated to current financial members);</li> <li>6. Consider resolution proposed by the current Executive Board that, pursuant to Rule 7 (h) of the KNZ Constitution, the members in General Meeting elect to life membership David Bennett, Beaty Bennett and Len Monk in recognition of outstanding service to Karate-do in New Zealand;</li> <li>7. Consider Draft Strategic Plan by High Performance Plan Working Party;</li> </ol>
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	8. Consider Paper and proposals from Scott McKenzie proposing establishment of Working Party to review Constitution and Bylaws of Karate New Zealand in light of upcoming changes to the Incorporated Societies Act which will require significant amendment to KNZ's current Constitution and Bylaws (to be circulated to current financial members); 9. Consider report on current appeals to Executive Board in train following selection of team for Oceania Championships and to decide matters of policy arising and hear and determine any final appeals from members or applicants that fall for consideration by the General Meeting; 10. Report on current litigation in Disputes Tribunal; 11. Election of new Executive Board: President, Secretary-General, Treasurer, 4 Board members; 12. General business
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### Item 1 - Roll of delegates and confirmation of proxies

Leo (as President and AGM Chair): Circulated copies of the Agenda

- Leo noted that the wording of item 8 was slightly different to the draft item in the draft agenda on the website.

George (as Treasurer): Circulated copies of Audited Financial Statements for the years 2014-15 and 2015-16

Chair: Circulated copies of the Investment agreement between Sport NZ and Karate NZ

Chair: Called for tabling of proxies provided by constituent members entitled to vote at the AGM

- Asked for copies of proxies to be provided by the proxy holder to the chair and the treasurer for validation
- Chair: Following validation of delegates present and proxies they held from other constituent member clubs or associations which were entitled to be present and vote, the Chair and Treasurer confirmed that: 83 constituent members eligible to vote at the AGM were represented by duly authorised delegates or by valid proxies (64 constituent members were represented by proxy)
- 2 constituent members were represented but had provisional status only under the UNZKO Constitution (they had become financial members within 6 months of the AGM) and were therefore not entitled to vote 2 constituent members had given proxies but were not current financial members and therefore not entitled to vote
- 1 proxy was disputed. The club instructor had given a proxy to one delegate (Duane Monk) but that had been superseded by a later proxy given to another delegate (Dennis May) by the club Chief Instructor
  - Following discussion as to which proxy should be accepted for the purposes of the AGM it was agreed that the most recent proxy given by the club chief instructor should be recognised as the valid proxy but the AGM agreed that the AGM would note this 1 vote was subject to contention, and if any vote should turn on the majority of a single vote the AGM would revisit the decision on which proxy should be accepted as valid

The Chair explained to the members present that KNZ have been working under the constitution and bylaws published on the website. However, although these rules and bylaws were validly adopted by members in AGM in 2002, through administrative oversight they had not been lodged with the Registrar of Incorporated Societies. Therefore, technically they were not yet operative. While KNZ had subsequently lodged them with the Registrar of Incorporated Societies once the oversight came to light, the registration process had not been completed at the date of this AGM. The Chair noted that there were only two material differences between the Constitution KNZ has been operating under and the previous Constitution and bylaws: there are now 4 Board members in addition to the President, Secretary-General and Treasurer rather than 3; and there

is now a differential in votes depending on whether a Constituent member has 15 or more members or less than 15 members.

Following discussion with various alternatives fully canvassed the AGM passed unanimously two motions to resolve the situation and allow the AGM to proceed in a manner agreed to by all the voting members present.

- First, it was **moved by Scott McKenzie** and **seconded by Patricia Reilly** that we run the AGM under the constitution on the KNZ website, noting that the constitution registered with the Incorporated Societies will apply with equal effect for every item except the election of board members Where we will be voting for 4 executive board members not 3.
  - **Carried unanimously**
- Secondly, it was **moved Leo Donnelly** and **seconded Chris Bennett** that for this election, associations have 2 votes, clubs with more than 15 members have 2 votes, clubs with less than 15 members have 1 vote
  - **Carried unanimously**

At this point in the meeting, Daryl and Philippa Gill entered the meeting advising that they had been delegated proxies for two clubs not physically present. This involved the revocation of proxies initially given to other delegates by those clubs. Following discussion and motions moved by Gregor McLachlan (seconded by Rebecca Dobson) and Leo Donnelly (seconded Chris Bennett) it was decided by the AGM that Daryl and Philippa Gill could attend the meeting as proxy holders for Craig Nordstrand and Lance Lissette but would be exclude from the AGM and leave the room for item 10

## **Item 2 - Apologies**

- Murray Simpson
- Jason Ng
- Len Monk
- Raymond Check

**Moved the Chair** and **seconded Rebecca Dobson** that apologies be accepted

- **Carried unanimously**

## **Item 3 - Confirmation of minutes of previous AGM**

Chair: Noted that we do not have minutes from last AGM as current secretary is sick

- AGM last year did not proceed as KNZ had not completed the audit process for its financial statements
- The last AGM was a quick meeting held at the 2014 National Championships which accepted the President's report and audited financial accounts.

Scott McKenzie suggested that the minutes are not necessary due to the passage of time. This was accepted by the AGM with the caveat proposed by the Chair that, if the previous minutes can be readily retrieved, the incoming Secretary-General would post or email them to the members present at the AGM

## **Item 4 - Receive reports on activities of Karate NZ in the past year – President; Chairs of Dan Grade Council, Coaching Council and Referee Council; Chairs of Auckland, Central North Island, Lower North Island, Canterbury/Westland and Otago/Southland Regional Councils**

- President - Presented an oral report
  - the President noted in particular that Pat McGregor who was a long standing board member and represented KNZ as an athlete, National Coach, national selector, national coaching

council member and Dan grade council member had passed away last December. He noted KNZ's deep sorrow at the loss of someone who had contributed so much and had served nearly every role possible in KNZ.

- Motion that the President's report be accepted **moved by Joe McGregor** and **seconded by Phil Richardson**
- **Carried unanimously**
  
- Dan grade Council – oral report presented by Dennis May as Council Secretary.
  - In particular, Dennis noted that the Dan Grade application forms would be available to download from the new website
  - Motion to accept the report was **moved Chris Bennett** and **seconded Joe McGregor**
  - **Carried unanimously**
  
- Coaching Council – oral report presented by Duane Monk as chairman
  - Chair noted that the funding from Sport NZ has changed from 1 July 2016 to be for community sport rather than global and tagged to specific community sport outcomes
  - Patricia Reilly asked if the Coaching Council is handling and clarifying the split between governance and the coaching pool
  - Duane Monk replied that the Coaching Council know the Council's role is governance and not operational service delivery
  - Patricia Reilly responded that this did not appear to be happening in practice
  - Motion that the report be accepted **moved by the Chair** and **seconded Chris Bennett**
  - **Carried unanimously**
  
- Referee council - not in attendance – no report presented
  
- Auckland - Written report tabled
  - Motion to accept the report **moved by the Chair** and **seconded by Chris Bennett:**
  - **Carried unanimously**
  
- CNI - Written report tabled
  - Motion to accept the report **moved by the Chair** and **seconded by Chris Bennett:**
  - **Carried unanimously**
  
- LNI - Written report tabled
  - Motion to accept the report **moved by the Chair** and **seconded by Chris Bennett:**
  - **Carried unanimously**
  
- CW - Written report tabled
  - Motion to accept the report **moved by the Chair** and **seconded by Chris Bennett:**
  - **Carried unanimously**
  
- OS - Not in attendance – no report received

**Item 5 - Receive and consider audited financial statements for years ending 31 March 2015 and 31 March 2016 (to be circulated to current financial members)**

Accounts for years ending 31 March 2015 and 31 March 2016 were tabled by George as Treasurer

Following questions from delegates and answers from Treasurer George Glauiuss the financial statements were passed and accepted by the AGM as follows:

- **Moved the Chair** and **seconded Scott McKenzie** that the 2014-15 financial statements be passed and accepted by the AGM
  - **Carried unanimously**

- Moved the Chair and seconded Gregor McLachlan that the financial statements for 2015-16 be accepted with a request noted by the Treasurer for greater detail for any item of income or expenditure over \$10K in future so that members can channel feedback to new board
  - **Carried unanimously**

**Item 6 - Consider resolution proposed by the current Executive Board that, pursuant to Rule 7 (h) of the KNZ Constitution, the members in General Meeting elect to life membership David Bennett, Beaty Bennett and Len Monk in recognition of outstanding service to Karate-do in New Zealand**

- **Moved by the Chair and seconded by Phil Laing** that the general meeting elects to life membership Len Monk, David Bennett and Beaty Bennett
  - **Carried unanimously with acclamation**

**Item 7 - Consider Draft Strategic Plan by High Performance Plan Working Party**

Chris Bennett summarised the work undertaken by the HPP working party and noted that the Strategy document was to be refined further for submission to HPSNZ.

**Moved the Chair and seconded Phil Richardson** that the AGM:

- note the report as it is published on the website;
- note that when the recommendations come through they will dovetail with other requirements,
- note that any recommendations will need to be approved and adopted by members at an SGM or AGM if they are to supersede existing policy enshrined in the constitution or bylaws.

**Carried unanimously**

**Item 8 - Consider Paper and proposals from Scott McKenzie proposing establishment of Working Party to review Constitution and Bylaws of Karate New Zealand in light of upcoming changes to the Incorporated Societies Act which will require significant amendment to KNZ's current Constitution and Bylaws (to be circulated to current financial members)**

Scott McKenzie spoke to the paper and proposals putting forward his reasons for why he feels we need a review and change of structure. Following general discussion about who should be on the working party and how the Board and the Regional Chairmen should be involved, the following motions were adopted.

- **Moved the Chair and seconded Joe McGregor** that a working party is created
  - **Carried unanimously**
- **Moved the Chair and seconded Greg Burgess** that the meeting accepts the proposal as a target schedule.
  - **Carried unanimously**
  -

Further discussion of this item was deferred until after item 11 due to time constraints

**Item 9 - Consider report on current appeals to Executive Board in train following selection of team for Oceania Championships and to decide matters of policy arising and hear and determine any final appeals from members or applicants that fall for consideration by the General Meeting**

The Chair explained that the difficulty of this situation is that the appeal process is enshrined in the bylaws rather than general policy

- There are 2 appeals from relating to the selections for the Oceania Championships

- 1 was withdrawn the day before the AGM
- 1 has been considered is likely to go to the Sport Tribunal

### **Item 10 - Report on current litigation in Disputes Tribunal**

Deferred until after item 11 due to time constraints

### **Item 11 - Election of new Executive Board: President, Secretary-General, Treasurer, 4 Board members**

The Chair clarified the process for voting and the appointment by the AGM of two scrutineers

- **Moved the Chair and seconded George Glausiuss** that Scott McKenzie and Leo Donnelly are appointed scrutineers for this process
  - **Carried unanimously**
- Votes for President were recorded by the scrutineers as
  - Dennis May - 94
  - Rebecca Merrifield - 66
  - Abstain - 2
  - Dennis May was declared elected as President
- Votes for Secretary General were recorded by the scrutineers as
  - Chris Bennett - 99
  - Thorsten Windhorst - 56
  - Abstain - 2
  - Chris Bennett was declared elected as Secretary General
- Votes for Board Members were recorded by the scrutineers as
  - Gene Browne - 123
  - Dave Harris - 44
  - Phil Laing - 137
  - Kevin Plaisted - 70
  - Rangi Smith - 23
  - Rebecca Smith - 90
  - Thorsten Windhorst - 55
  - Abstain - 70
  - Phil Laing, Gene Browne, Rebecca Smith, Kevin Plaisted were declared elected as Executive Board members of Karate NZ

Leo Donnelly vacated the Chair and handed over the Chairman role to the incoming President Dennis May

- Dennis thanked Leo for his work as president for the last 15 years particularly in securing ongoing investment funding from Sport NZ and providing structure for KNZ to build on
- He noted the election provided KNZ with a good blend of continuing experience with 4 people continuing from the previous board and fresh ideas with 3 new Board members adding new expertise
- Dennis also thanked outgoing board members Patricia Reilly and Len Monk. He noted in particular Len's singular and unparalleled contribution as founding member of KNZ and a former President.

**Item 8 - Resumed: Consider Paper and proposals from Scott McKenzie proposing establishment of Working Party to review Constitution and Bylaws of Karate New Zealand in light of upcoming changes to the Incorporated Societies Act which will require significant amendment to KNZ's current Constitution and Bylaws (to be circulated to current financial members)**

- Following further general discussion about the makeup of the working party and the likelihood that there would be some minor administration costs and a need for inviting comment from both KNZ and non-KNZ members in the Karate community, **Scott McKenzie moved** and **Chris Bennett seconded** that the working party comprise: Scott McKenzie as Chair, Rebecca Smith as Board Member, Dennis May as President and the 5 Regional Chairs (or their delegate) with the working party able to coopt up to 2 other persons
  - **Carried unanimously**

## Item 12 - General Business

There was general discussion of activities in Regions. While the Regional Councils are responsible to KNZ for assisting the achievement of wider KNZ outcomes what is practicable and sensible in each region is a matter of judgment for the local regional council. It is not a case of one size fits all. The regions are quite different in size both numbers of members and style spread and geographically which impacts on service delivery.

### Usage of KNZ Logos

- General: It was discussed that some clubs wish to use the KNZ logo on their advertising as well as certificates, etc. The general consensus was that there needs to be a clearer policy created so that everyone knows what they can use the logo for.

### Certificates

- General: It was discussed that not all clubs have received the Member Certificates
- Chris Bennett as incoming Secretary undertook to liaise with Len Monk as outgoing Secretary and arrange for membership certificates to be sent out to each member of KNZ

### Style Tournaments

- Patricia Reilly proposed that KNZ should actively use style specific national tournaments as a way of encouraging other styles to get involved without having to compete directly with KNZ high performance competitors

### Community Sport Plan

- Chris Bennett advised that Sport NZ has reorganised into separate HP and Community sport funding lines. He proposed that a Working Party should be formed to create the Community Sport Plan similar to the High Performance Working Party's success in generating the new High-Performance Plan

### National Championships

- Joe McGregor proposed reformatting the National Championships to premier only and having to be selected from the region first, possibly proportional based on a region's size
- This was met with strong opposing arguments noting that this model had been tried in the past and failed badly because it blocked participation and growth through competition pathways.
- The consensus agreement was that any changes to the National Championship format should come after development and implementation of the High Performance and Community Sport plans so that the National Championships place as part of the pathway from club to regional to national to international competition is understood and maximised.

## Item 10 - Report on current litigation in Disputes Tribunal

The AGM went into closed session to discuss the status of then current litigation in the Disputes Tribunal. The matter was to be reheard following KNZ's lodging of its full submissions. Following full discussion, the members present agreed that, in all the circumstances, it was preferable to offer a no fault settlement that was both responsible and proportionate rather than continue the legal proceedings unnecessarily. The AGM



authorised the new Board to seek to negotiate a responsible and proportionate settlement that allowed both parties to reserve their position as to fault. An offer was made and accepted. Subsequent to the AGM settlement was agreed and the Tribunal discontinued its process on the basis that the matter was settled between the parties. In keeping with undertakings by both parties as to confidentiality nothing further is reported in these minutes.

Meeting Ended 9.45pm