

COOK ISLANDS GYMNASTICS FEDERATION

CONSTITUTION

December 2015

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CONSTITUTION OF THE COOK ISLANDS GYMNASTICS FEDERATION

1. NAME AND REGISTERED OFFICE:

1.1 The name of the Association shall be **COOK ISLANDS GYMNASTICS FEDERATION** hereinafter referred to as “CIGF”.

1.2 The registered office of CIGF shall be:

c/o CISNOC
P O Box 569
Rarotonga
COOK ISLANDS

The Gymnastics Federation of Cook Islands is composed of individuals, men and women, aged at least 18 who formally requested to become members of the said Federation. It was set up in accordance with the law of Cook Islands. It is an independent Federation.

The Federation is recognised by the national authority in charge of Physical Education and Sports as well as by the National Olympic Committee of Cook Islands as being the only organisation having control on gymnastics in the country.

The Federation recognises all the FIG (Fédération Internationale de Gymnastique) Statutes and Regulations and hereby commits to abide by them.

2. INTERPRETATION

In this Constitution, unless the context otherwise requires –

“Act” means the Incorporated Societies Act 1994;

“AGM” means the Annual General Meeting of CIGF;

“Associate Member” means a member of a Member Club;

“CISNOC” means the Cook Islands Sports & National Olympic Committee;

“Club Delegate” means those financial Associate Members over the age of 19 years, from each member club as appointed or nominated by that club;

“Executive Committee” means those office holders referred to in Rule 9.2;

“Executive Meeting” means a meeting of the Executive Committee;

“Secretary” means the Secretary of CIGF.

“Voting Members” means financial Associate Members over the age of 19 years.

3. AFFILIATION

- 3.1 CIGF is affiliated with the Fédération Internationale de Gymnastique (FIG), and CISNOC.
- 3.2 CIGF may affiliate with any other organization, association or person for the purpose of furthering its objectives.

4. OBJECTIVES

- 4.1 To promote the development of gymnastics disciplines, i.e.,
 - a) Artistic Gymnastics Men and Women
 - b) Rhythmic Gymnastics
 - c) Acrobatic Gymnastics
 - d) Trampoline Gymnastics
 - e) Aerobic Gymnastics
 - f) Gymnastics for All
- 4.2 To manage Gymnastics on the national level in the Cook Islands;
- 4.3 To promote health as well as psychic and physic development of the youth
- 4.4 To fight against any form of violence, sports injustice and doping
- 4.5 To encourage and promote development/training of coaches and judges
- 4.6 To be the representative for Cook Islands gymnastics interests either within or outside the Cook Islands;
- 4.7 To provide fair and equitable treatment and representation of all Cook Islands gymnastics interests;
- 4.8 To be the regulating authority in the Cook Islands for gymnastics events, competitions and championships on a national level.
- 4.9 To purchase, hire or otherwise acquire any equipment or material which may from time to time be considered necessary for the development and promotion of gymnastics as CIGF may deem appropriate;
- 4.10 To maintain an inventory of CIGF's assets and ensure that these assets are properly maintained, secured, used and monitored;
- 4.11 To administer the funds of CIGF for the purpose of meeting these objectives;
- 4.12 To enter into and carry out any arrangement or contract necessary for the exercise of any of these objectives;
- 4.13 To maintain good relationships with other sports activities in the Cook Islands

- 4.14 To contribute to and consolidate the relationships with the FIG and other National Gymnastics Federations
- 4.15 To do all such things as are incidental or conducive to the attainment of the above objectives.

5. DISCRIMINATION

The Federation does not permit any political, religious or racial discrimination within its organisation as well as any violation of the human rights.

6. MEMBERSHIP

Member Clubs

- 6.1 Subject to Rule 6.3, any gymnastics clubs registered and domiciled in the Cook Islands can apply for membership with CIGF and such application shall be dealt with according to the rules of this Constitution.
- 6.2 For outer island clubs to qualify as a Member Club of CIGF there must be at least two (2) active, registered gymnastics clubs on their island. Each outer island Member Club shall be entitled to nominate members for election to the Executive Committee.
- 6.3. An application by a club for membership shall be lodged with the Secretary of CIGF and shall be considered at the next AGM *provided* that the application has been lodged at least twenty-one (21) days prior to the AGM.
- 6.4 The application shall be approved –
- 6.4.1 if it is passed by a simple majority of the voting members present; and
- 6.4.2 by resolution at the AGM; and
- 6.4.3 where the applicant is applying for membership for the first time, and the club has satisfied the membership conditions set out in clause 5.9 for a period of six (6) months commencing from the time its membership application was lodged with CIGF.
- 6.5 Where an application is lodged that cannot be considered at the AGM -
- 6.5.1 the application may be considered by the Executive Committee at an Executive Meeting and provisionally approved by unanimous resolution *provided* that the application has been received at least fourteen (14) days prior to the Executive Meeting and all conditions of membership are satisfied including the conditions set out in rule 8.2;
- 6.5.2 Provisional membership shall entitle the Member Club to those membership privileges which the Executive deems necessary to assist the club in its development and to further the objectives of CIGF prior to the club's full affiliation. Provisional membership shall cease upon full membership being approved at the next AGM in accordance with rule 5.3.

Associate Members

6.6 All members of Member Clubs are “Associate Members” of CIGF.

Honorary Members

6.7 Any gymnastics clubs or teams domiciled overseas visiting the Cook Islands for the purpose of competing in any gymnastics events or competitions, having given prior notice to CIGF through the Secretary of such intention, may be conferred honorary membership status by the Executive Committee for the period of their visit. Honorary members shall have no voting rights in any CIGF business.

Life Members

6.8 A Member Club may nominate any person to be granted Life Membership status in recognition of that person’s contribution to gymnastics either in or outside the Cook Islands. Life members who are not associate members of CIGF shall have no voting rights in CIGF business but may attend all CIGF activities.

Membership Conditions

6.9 Member Clubs must be active participants in the implementation of CIGF’s objectives in order to maintain its membership. Active participation shall be determined by the Executive Committee by considering the Member Club’s –

- 6.9.1 participation of gymnastics per quarter; and
- 6.9.2 participation in CIGF’s approved Calendar of Events; and
- 6.9.3 involvement/assistance in CIGF’s fundraising activities; and
- 6.9.4 any other evidence of activity the Executive may consider relevant.

6.10 Upon becoming a member, a Member Club shall be deemed to consent to and be bound by this Constitution and any by-laws and regulations made pursuant thereto. Member Clubs’ shall also ensure that their respective constitutions do not conflict with this Constitution.

6.11 Any associate member who transfers to or changes clubs during the year must comply with any rules of the clubs involved that may relate to such a transfer, and shall notify the Secretary immediately of the change. The Secretary shall if necessary, amend any records of CIGF to reflect this change.

7. TERMINATION OF MEMBERSHIP

7.1 Any Member Club wishing to cancel its membership may do so in accordance with the rules of its Constitution and by notifying the Secretary in writing who shall, where necessary, amend any records of CIGF to reflect that the club is no longer a member of CIGF and shall further advise other members of the cancellation. Any member cancelling its membership, will not be entitled to reimbursement of any membership fees paid.

- 7.2 If in the opinion of the Executive Committee the conduct of a Member Club or any other member is such as appears to endanger the character, reputation, good order or welfare of CIGF, or is such as will bring discredit to the sport of gymnastics, that member shall cease to be a member of CIGF PROVIDED that –
- 7.2.1 the member in question has been advised in writing by the Secretary of the allegation of such behaviour or conduct at least seven (7) days prior to the Executive Meeting within which the matter will be determined;
 - 7.2.2 the member has been given the opportunity to respond to such allegations in writing to the Secretary at least four (4) days from the date of the Secretary's letter;
 - 7.2.3 the Executive has considered any response, explanation or comment provided by the member before making its decision.
- The Executive may make any other enquiries it deems necessary to enable it to reach its decision.
- 7.3 Cancellation, expulsion or suspension of membership shall not relieve or discharge any member from payment of any outstanding annual membership fee or other money owed by that member to CIGF as of the date of the cancellation of membership, expulsion or suspension.

8. NON-MEMBERS

CIGF will not support any application made by any gymnastics club, team or individual who is not a member of CIGF –

- 8.1 for funding from CISNOC or other entity; or
- 8.2 for government levy or tax exemptions, or
- 8.3 for the purpose of traveling overseas to participate in gymnastics events, competitions or championships.

9. FEES

- 9.1 The annual membership fee for CIGF members shall be prescribed annually at the AGM.
- 9.2 Membership fees for athletes/coaches are due on the last Friday of every school term as determined by the Cook Islands Ministry of Education School Term Dates.
- 9.3 Membership details on athletes/coaches are due on the last Friday of every school term as determined by the Cook Islands Ministry of Education School Term Dates as follows:
- a) Athletes/Coaches First Name and Last Name
 - b) Gender
 - c) Age
 - d) Residing Village

- 9.4 Where a club has not complied with rule 9.2 and 9.3, the Secretary shall issue two written friendly reminders to that club and if such arrears/information still remains outstanding after 45 days, the Executive Committee shall be advised by the Secretary. The Executive Committee shall then issue a formal written notice to that club advising that if the arrears are not paid within the period stipulated in the notice or the information received, the Executive Committee may determine to suspend or terminate that club's CIGF membership.
- 9.5 Any Member Club that has not fully paid its annual membership fee in 45 days shall be deemed a "non-financial Member Club" until full payment is made. If the club's membership is terminated under clause 9.2 or 9.3, that club shall not be entitled to reimbursement of any membership fees paid.

10. PATRON AND MANAGEMENT OF CIGF

Patron

- 10.1 CIGF may elect a suitable person at its AGM to be its Patron. The role of the Patron shall be to –
- 10.1.1. assist CIGF foster, promote and develop gymnastics at national, regional and international level;
 - 10.1.2 recognize the value of gymnastics and support the objectives of CIGF;
 - 10.1.3 encourage participation in gymnastics and where requested by CIGF, to resolve issues on behalf of CIGF and its members.

He/She shall also be encouraged to attend any gymnastics events, competitions or championships organized by CIGF.

For the avoidance of doubt, the Patron does not have any voting rights under this Constitution.

Authorities of the Federation

The governance structure of the Federation are as follows:

- The Annual General Meeting
- The Executive Committee
- The President of the Federation
- The Vice President of the Federation
- Secretary General

Executive Committee

- 10.2 There must be not less than three Directors and not more than seven Directors.
- 10.3 Subject to clause 10.4, not more than seven Directors are to be elected by the Associate Members (Elected Directors).

- 10.4 The management of the affairs of CIGF, including control of finances and implementation of decisions taken by General Assembly, shall be vested in the Executive Committee which shall consist of –
- President;
 - Vice President;
 - Secretary;
 - Treasurer;
 - Elected Member x 3
 - Patron

Nominations

- 10.5 Nominations for Patron and the positions of the Executive Committee referred to in rules 10.1 to 10.4 shall be submitted in writing by Member Clubs on behalf of its respective members, to the Secretary and such nominations are to be received by the Secretary at least seven (7) days prior to the date of the AGM. The Secretary will circulate the list of nominees to Member Clubs at least 5 days prior to the AGM. Where two or more nominations are received for any office or position, election to that office shall be made by the member club delegates at the AGM by way of secret ballot or as otherwise agreed, and determined by a simple majority.
- 10.4 The appointed Patron and executive office holders referred to in rules 10.1 and 10.4 shall hold office for one (1) year commencing from the close of business of the AGM within which those persons were elected.
- 10.5 An Executive Committee member shall be deemed to have vacated his or her office or position on the Executive upon any of the following occurring –
- 10.5.1 if he or she cease to be an associate member;
 - 10.5.2 if he or she fails to attend three (3) consecutive meetings of the Executive Committee without leave of absence from the President;
 - 10.5.3 if he or she dies;
 - 10.5.4 if he or she is suspended or loses membership status;
 - 10.5.5 if he or she resigns in writing by way of written notice to the Secretary.
- 10.6 Where a vacancy occurs, the other members of the Executive Committee shall have discretionary power to appoint any associate member to the vacated office and any appointment so made shall have the same effect as if that member had been elected under rule 10.3. However, the term of the incumbent office holder shall cease on the date of the next AGM to enable Member Clubs to exercise their right under rule 10.3 to submit nominations for the position.

11. FUNCTIONS OF THE EXECUTIVE COMMITTEE

Subject to the direction of CIGF in an AGM or Special General Meeting, the functions of the Executive Committee shall be to –

- 11.1 manage and control the affairs of CIGF;
- 11.2 determine the policies of CIGF;
- 11.3 raise money or funds for the purpose of meeting CIGF's objectives;

- 11.4 open bank accounts as it thinks fit, for the deposit, withdrawal and investment of CIGF's finances and to make provision for the signing and endorsing of cheques and/or other negotiable instruments on behalf of CIGF;
- 11.5 appoint an Auditor
- 11.6 employ staff for the purpose of providing services to CIGF;
- 11.7 contract for goods and services for the purpose of meeting CIGF's objectives;
- 11.8 exercise all powers and authorities necessary for the effective performance of its functions.

12. SUB-COMMITTEES

- 12.1 The following Sub-Committees shall be formed with such responsibilities or functions as may be determined by the Executive Committee -
 - 12.1.1 Athletes Development;
 - 12.1.2 Coach/Officials Development
 - 12.1.3 Events/Competitions/Championships;and any other Sub-Committee that the Executive Committee determines necessary in furthering the objectives of CIGF.
- 12.2 Each Sub-Committee shall have a Convener and at least two (2) other members. One (1) member of each Sub-Committee shall be a member of the Executive Committee. Each Sub-Committee shall be responsible to the Executive Committee in the carrying out of its functions and responsibilities.
- 12.3 The Executive Committee shall have the discretion to amend the membership of the Sub-Committees by increasing, reducing, combining or sub-dividing any Sub-Committee.

13. INDEMNITY

Every office holder and Sub-Committee member shall be indemnified by CIGF from and against all losses and expenses incurred by him or her by reason of any contract entered into or action or deed done by him or her in the discharge of his or her duties acting in good faith, except such as may happen from his or her own willful act or omission.

14. MEETINGS

- 14.1 All AGMs, Special General Meetings and Executive Committee Meetings shall be conducted in accordance with the normal customary procedures of CIGF and any regulations, by-laws or standing orders that are in force at the time.
- 14.2 The President, or the Vice President in his/her absence, shall chair all CIGF and Executive Committee Meetings.
- 14.3 There shall be no less than fourteen (14) days notice of any AGM or Special General Meeting published in the local newspaper, radio, television, or by email to all members.

- 14.4 The President or in his/her absence, the Vice-President or any other associate member nominated by the Executive Committee, shall attend meetings that CIGF is required to attend as a result of its membership with or affiliation to any national, regional or international association.

AGM

- 14.5 CIGF shall hold its AGM on a date determined by the Executive Committee, such date to be within four (4) calendar months of the end of the previous financial year. There shall be not less than fourteen (14) days notice given of the date and place of AGM in accordance with Rule 13.3.
- 14.6 AGM business to be considered in the order agreed to by the Executive shall include –
- 14.6.1 CIGF's Annual Report;
 - 14.6.2 Sub-Committee Annual Reports;
 - 14.6.3 CIGF's Financial Report and Balance Sheet;
 - 14.6.4 Inventory of CIGF's property and assets;
 - 14.6.5 Election of CIGF Patron and office holders;
 - 14.6.6 Motions and Remits;
 - 14.6.7 Annual Membership Fee;
 - 14.6.8 General Business.
- 14.7 All notices of motion and remits to be considered at the AGM shall be in writing and in the hands of the Secretary at least seven (7) days prior to the date set for the AGM.
- 14.8 The Secretary shall, within seven (7) days of the AGM, provide to each Executive Committee member and every Member Club, a copy of the Minutes of the previous AGM, the agenda for the AGM and the notified motions and remits.

Special General Meetings

- 14.9 A Special General Meeting of CIGF shall be convened by the President where a written request for such a meeting is received by the Secretary, having been signed by at least two Executive Committee members. Such meeting shall be held as soon as possible after receipt of such a request, but not prior to the expiration of the required notice period of fourteen (14) days, in accordance with Rule 13.3.
- 14.10 Business to be transacted at a Special General Meeting shall be restricted to the matters raised in the written request for that meeting.

Executive Meetings

- 14.11 The Executive Committee shall hold a meeting at least once every two months on a date to be coordinated by the Secretary with other members of the Executive Committee; and at such additional times as the need arises, at such places and times as the President and Secretary may determine for the purpose of transacting the business of CIGF.

- 14.12 The Agenda for every meeting shall be forwarded to each Executive member at least three (3) days prior to the date of the meeting.
- 14.13 The Secretary shall within fourteen (14) days following a meeting, circulate to each Member Club a copy of the Minutes of that meeting.

15. VOTING

- 15.1 Voting at AGM or Special General Meetings shall be by way of secret ballot, unless the majority of voting members at the meeting agree to vote by a show of hands or voice.
- 15.2 Only “Club Delegates” (that is financial Associate Members over the age of 19 years, from each member club as appointed or nominated by that club) present at any AGM or Special General Meeting shall be entitled to vote, and no delegate may represent two member clubs.
- 15.3 Rarotonga Club Delegates will be given two votes at the AGM.
- 15.4 Outer Islands Club Delegates will be given one vote at the AGM.
- 15.5 At any Executive Committee meeting, each Executive member present, other than the President shall be entitled to one vote. A proxy vote is permitted provided written authority signed by the concerned delegate is delivered to the Executive Committee prior to the meeting.
- 15.6 A proxy vote is permitted at any Executive Committee Meeting, Special General Meeting and AGM, provided written authority signed by the concerned delegate is delivered to the Executive Committee prior to the meeting.
- 15.7 The President at any meeting of CIGF, shall remain neutral and shall not vote except in the case of equality of voting when the President shall have the casting vote.
- 15.8 Except where otherwise expressly stated in the Constitution, at any meeting of CIGF, all resolutions shall be decided on by way of simple majority of the votes of Voting Members present.
- 15.9 Associate members shall be entitled to be present at any meeting however, they shall not be entitled to vote or address the meeting except through their delegate or by invitation of the President.

16. QUORUM

- 16.1 Ten (10) Associate Members present at any AGM or Special General Meeting shall constitute a quorum;
- 16.2 Three (3) Associate Members present at any Executive Meeting shall constitute a quorum.

17. FINANCE

- 17.1 The financial year for CIGF shall commence on 1st January in each year and end on 31st December of that year.
- 17.2 CIGF funds shall be lodged in a bank account in the name of CIGF and at such bank as the Executive Committee may from time to time determine.
- 17.3 Payment of CIGF's bills, invoices and accounts shall be approved for payment by the Executive Committee and shall be paid by cheque and/or by way of petty cash upon receipts being submitted to the Treasurer.
- 17.4 The signatories to the CIGF accounts shall be any two of the President, Vice President, Secretary and Treasurer. Where either of these office holders cannot be signatories due to a conflict of interest, that office holder can delegate to another associate member with the consent of the Executive Committee. Such delegation shall be recorded in the Minutes of the Meeting where consent of the Executive Committee is given.
- 17.5 The Executive Committee shall have the power to borrow money for the purposes of furthering CIGF's objectives on the security of any property or assets of CIGF upon such terms and conditions as the Executive Committee deems fit or appropriate.
- 17.6 Nothing shall prevent CIGF from making reimbursements, paying remunerations or other benefits or advantages of whatever nature to an associate member as long as such remuneration is reasonable and does not exceed what would be normal in the circumstances and provided that the associate member is not able by virtue of his/her capacity as an associate member to influence in any way the amount of that remuneration or the nature of that benefit or advantage.
- 17.7 The Auditor shall be appointed by the Executive Committee within 3 months of the end of the previous financial year and no later than 2 months prior to the next AGM and shall audit the accounts of CIGF for each financial year, and at any other time as requested by the Executive Committee.

18 MISCELLANEOUS

The nationality of gymnasts and the participation in the OG are ruled by the FIG Statutes.

Any unexpected case or any case not provided for (e.g. Code of Discipline and disciplinary measures) shall be settled by the Executive Committee in accordance with FIG Statutes where applicable. For instance it could be about the code of discipline, the ethic code, or some disciplinary measures. Moreover, the WADA rules must be enforced.

19. AMENDMENT TO THE RULES

- 19.1 Subject to the provisions of the Act, these Rules may be altered, added to, or rescinded in part or in full, or otherwise amended by a resolution passed by at least two-thirds (2/3) of members present and able to vote at a properly constituted AGM or Special

General Meeting for which not less than fourteen (14) days notice has been given of the intent and nature of such alterations to these Rules.

- 19.2 No alteration to these Rules may be made that would affect or change the charitable status of CIGF or that is of a nature as to prejudicially affect any existing creditor of CIGF unless such creditor has consented to the alteration.
- 19.3 Every such alteration passed in accordance with Rule 17.1 shall be in writing, signed or sealed in duplicate by at least three (3) members of the Executive committee and the documents so signed or sealed shall be delivered to the Registrar of Incorporated Societies, accompanied by a statutory declaration made by a solicitor or at least one other member of the Executive to the effect that the said alteration has been made in accordance with the rules of CIGF.

20. THE COMMON SEAL

- 20.1 There shall be a Common Seal of CIGF having thereon the words ‘The Common Seal of the Cook Islands Gymnastics Federation (Incorporated)’.
- 20.2 The Common Seal shall be kept in the custody of the Secretary.
- 20.3 The Common Seal shall not be affixed to any document save by the authority of the Executive Committee and shall be signed by the President.

21. INTERPRETATION OF THESE RULES

The Executive Committee, whose decision shall be final and conclusive, shall decide on any matter in doubt arising as to the interpretation, application or meaning of any of these Rules and can consult with any associate member or person to assist it in determining the issue at hand.

22. DISSOLUTION

The dissolution of the Federation may be decided in the presence of 2/3 of the majority of members and with a 2/3 majority of votes, or voluntarily wound up in accordance with Section 26 of the Incorporated Societies Act 1994.

23. DISPOSAL OF ASSETS ON DISSOLUTION

In the event of CIGF being wound up, the surplus assets and funds after liquidation of CIGF’s liabilities and expenses of winding up, shall be disposed of to any other organisations in the Cook Islands which have similar aims for charitable, benevolent, or philanthropic purposes, bearing in mind the aims and objects of CIGF. No addition or alteration of this rule shall be approved by CIGF without the concurrence of the Revenue Management Division of the Ministry of Finance and Economic Management.

This Constitution has been approved and adopted at CIGF Annual General Meeting (General Assembly) held on Monday, 14 December 2015, and shall come into force as at that date.

Witnessed by, on behalf of the General Assembly of the Cook Islands Gymnastics Federation.

The President

The Secretary General

Date: Monday, 14 December 2015