



# CONSTITUTION OF DUBLIN KENDO KOBUKAI

*Approved by Annual General Assembly  
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## ***Chapter 1 – General***

### **1.1. Name**

The official name of the club shall be "Dublin Kendo Kobukai" (DKK), Irish translation as "Kendo Kobukai Bhaile Átha Cliath".

### **1.2. Club status and registration**

Dublin Kendo Kobukai shall be an un-incorporated club and as such does not require registration as a friendly society or incorporation through the companies acts.

### **1.3. Address**

The address of Dublin Kendo Kobukai shall be at such place as the board of management (BOM) of Dublin Kendo Kobukai may from time to time determine and will be situate in the city of Dublin, Ireland.

### **1.4. Objects**

The objects of Dublin Kendo Kobukai are to:

- (a) Encourage, foster, promote, control, organise, develop, manage and administer the practicing of Kendo as defined by the International Kendo Federation (IKF) in the area controlled by Dublin Kendo Kobukai.
- (b) Prescribe, maintain and uphold the laws for practicing Kendo in the area, including a doping policy and procedures to deal with breaches of that policy subject to Kendo na h'Eireann policy.
- (c) Affiliate with Kendo na h'Eireann, and the European Kendo Federation, and the International Kendo Federation and as may be determined from time to time by the BOM, any other organisation.

### **1.5. Powers**

The Powers of Dublin Kendo Kobukai include the following:

- (a) Employ the funds of Dublin Kendo Kobukai in such manner as is deemed by the BOM in the best interest of the aims and objectives of KENDO.
- (b) Borrow monies for the purposes of carrying out the objects of Dublin Kendo Kobukai.
- (c) Invest monies of Dublin Kendo Kobukai upon such securities and upon such terms and conditions as may be determined from time to time by the BOM.
- (d) Raise monies by subscriptions, levies, affiliation fees, donations, or otherwise.
- (e) Advance or lend monies to any Member Organisation either with or without security and upon such terms and conditions as shall from time to time be deemed proper and expedient.
- (f) Such other powers as may be necessary or desirable to further the objects of Dublin Kendo Kobukai.

### **1.6. Common seal**

The Common Seal of Dublin Kendo Kobukai shall be held in the custody of the Secretary (or equivalent position) who shall affix it to such documents as the BOM may from time to time direct and shall be attested by any two BOM members, or a BOM member and the Secretary. A record of every document to which the seal is affixed shall be kept.

### **1.7. Fees**

- a) The annual fee for will be decided at the AGM.
- b) Monthly fees will be decided by the BOM.
- c) Monthly fees can be revised at any time by the BOM.

## ***Chapter 2 - Membership***

### **2.1. Membership**

- a) The BOM may at its discretion accept affiliation from individuals or grouping of individuals forming teams of any type within Dublin Kendo Kobukai in circumstances defined in advance by the BOM.
- b) Application for membership shall be made by payment of an annual fee Dublin Kendo Kobukai. The period of membership received in return for payment of the fee shall be from the 1st January to the 31st December of the membership year, subject to that member complying with all the rules and regulations of the club. Applicants shall supply such information as requested by the BOM. All applications shall be considered by the BOM, which may, at its discretion, accept or refuse any such application.
- c) Dublin Kendo Kobukai reserves the right to maintain a register of information on each club member including full name, address, contact phone numbers, email address and relevant medical details (e.g. asthma, diabetes).
- d) Dublin Kendo Kobukai reserves the right to remove or refuse membership to any person or group who works against the interests and objects of the club
- e) All information provided by members for inclusion on the club register will be treated in a confidential manner.
- f) Dublin Kendo Kobukai reserves the right to provide details of membership information if required by State authorities.
- g) No person may train during club sessions unless the membership fee is paid.

### **2.2. Obligations and misconduct**

- a) All members shall comply with the provisions of these rules and with any rules or regulations lawfully made under the authority of these rules, and with any direction lawfully given by Dublin Kendo Kobukai or by the BOM.
- b) In all cases of alleged misconduct by a "member" an inquiry shall be held by the BOM which may impose such penalties as it may deem fit.
- c) That every club member will treat leaders, committee members, directors and all other members with respect.

### **2.3. Cessation of membership**

Any member shall cease to be a member of Dublin Kendo Kobukai:

- a) By tendering its/their resignation to the BOM in writing, but shall remain liable to Dublin Kendo Kobukai for all money owing and unpaid at the date of resignation.
- b) Where the BOM resolves it is satisfied that the member is unable to comply with the BOM's or AGM's requirements and notifies the member of that resolution.
- c) The decision of the BOM will be by secret ballot.
- d) The result of the secret ballot will be given by the BOM to the former member but no details of the hearing or details of any BOM member's deliberations will be provided.
- e) The reason for the BOM's decision will be provided in writing to the former member if requested.

### **2.4. Appeal procedures**

- a) Except for breaches of the Kendo na h'Eireann sports drugs policy where the decision of the BOM shall be final, there shall be a right of appeal against the decisions of the BOM. Such appeal shall be made in writing and lodged with the Secretary within 28 days (not working days) of the decision. All appeals shall be heard by a referee or tribunal, who shall be agreed between the parties concerned. In the event of the parties concerned not being able to agree on a referee or tribunal, within 10 days of the lodging of an appeal, such referee or tribunal shall be appointed by the Secretary.
- b) The tribunal referred to at paragraph 2.4(a) shall consist of one representative of the appellant (who is not the appellant), one representative from Dublin Kendo Kobukai who is a current member of the BOM and one representative of Kendo na h'Eireann, who shall have the casting vote.

## **2.5. Life membership**

- a) Where any person has rendered special service to Dublin Kendo Kobukai or to the sport of Kendo in Ireland, they may, on the nomination of the BOM, be elected a life member of Dublin Kendo Kobukai at a General Meeting.
- b) Where any person has contributed to the development of the club they club may on nomination of any club member be elected an honorary member. Such an election should be in recognition of that persons contribution to the club but also to maintain contact with that person as a friend of the club having valuable experience to share with future members of the club.
- c) Only one life member shall be proposed and discussed at each AGM.
- d) Honorary members shall not have any voting rights outside of normal membership.

## ***Chapter 3 - Meetings***

### **3.1. Annual general meeting**

- a) The Financial year for Dublin Kendo Kobukai will be from the 1st January of any year to 31 December of that same year.
- b) The Annual General Meeting (AGM) shall be held within 75 days of the end of the financial year. The meeting shall be held at such place and at such time as may be determined by the BOM.
- c) Not later than 30 days before the date of the AGM, every BOM and life member, shall be notified by the secretary of the time, date and place of the meeting.
- d) A Special General Meeting shall be convened, at the request of the BOM or within 30 days of the receipt of written requisition of 20% of the total number of members. Such requisition shall set forth the purpose of such meeting. In the event of the BOM not convening such meeting the requisitioners shall be entitled to convene the meeting themselves.
- e) Not later than 30 days before the date of the Special General Meeting, every member, life member, and BOM member shall be notified by the Secretary of the time, date, place and purpose of the meeting.
- f) All paid up members of Dublin Kendo Kobukai will have equal voting rights. Each member shall have one vote each.
- g) Board members of Kendo na h'Eireann may attend and be heard at an AGM but will not have any voting rights.

### **3.2. Business of the AGM**

- a) The business of the AGM shall include:
  - 1) Receipt and adoption of the annual report. See paragraph 3.3(a).
  - 2) Receipt and adoption of the financial report. See paragraph 3.3(b)
  - 3) Election of officers to the Board of management (BOM)
  - 4) Election of life members (if any).
  - 5) Consideration of resolutions of which notice has been given.
  - 6) Transaction of any general business.
- b) Members shall give notice in writing of any business to be discussed or resolutions to be considered at the Annual General Meeting no later than 21 days (not working days) before the date of such meeting.
- c) Not later than 14 days before the date of the Annual General meeting every member, officer, BOM Member and life member shall be sent:
  - 1) A copy of the Annual Report and the financial report for the previous year.
  - 2) A schedule of business in accordance with (a) and (b) above.

### **3.3. Reports by board of management**

Their shall be two report's presented to the AGM\_

- a) An annual report for the development of Dublin Kendo Kobukai by the president to each AGM. The plan will report on progress made during the previous year, and will outline the goals for the forthcoming year, and the strategy for the achievement of those goals.
- b) Financial report covering the state of the financial position of Dublin Kendo Kobukai. The Report will account for income and expenditure during the previous year, and will include a forecast for expenditure for the forthcoming year, and anticipated income to meet that expenditure. The report will include a Balance sheet, detailing the actual cash position of the Federation for the period ending with the last financial year, and a set of accrual accounts for the same period.

### **3.4. Participants at AGM**

An AGM of Dublin Kendo Kobukai may consist of:

- (a) Officers and BOM members.
- (c) Life Members.
- (d) Individual members whose affiliation has been accepted in terms of membership in paragraph 2.1(b).

### **3.5. Quorum**

- a) At any AGM of Dublin Kendo Kobukai members present representing no less than 30% of members shall constitute a quorum
- b) No AGM can be considered to have a quorum unless either the president or vice president are present.

### **3.6. Chairperson**

At all AGM the chairperson of the BOM shall be entitled to take the chair. If the BOM chairperson be absent, then another member of the BOM shall take the chair. Any member disobeying the ruling of the chair may be suspended for the period of the meeting by ordinary resolution of the meeting.

### **3.7. Voting**

- a) Except for that provided for in See paragraph 3.8 (Alteration to constitution) the business of Dublin Kendo Kobukai shall be decided by a simple majority of votes cast.
- b) Each BOM member shall have one vote.
- c) Each individual member player affiliated in terms of membership clause 2.1(b) shall have one vote.
- d) Each life member shall have one vote.
- e) If any person is both a BOM member and/or a life member and/or a member, they shall be entitled to only one vote.
- f) A resolution put to the vote shall be decided on a show of hands unless a poll is demanded, before or on the declaration of the result.
- g) Any poll called for shall be carried out as the chairperson shall direct.
- h) The chairperson shall have a casting vote in addition to a deliberative vote.
- i) Any member who cannot be present at the AGM and who wishes to vote at AGM by post must forward his vote in writing to the club secretary 10 days (not working days) before the AGM in a sealed envelope marked "Postal Ballot" and not opened until the ballot.

### **3.8. Addition, alteration or amendments to the constitution**

These rules may be amended, repealed, or replaced by a resolution passed by a majority of not less than two-thirds of the votes cast at a General Meeting.

- a) Any proposed alteration shall be given to the Secretary at least 28 days prior to the date of the General Meeting at which it is intended to propose the alteration.
- b) Notice shall be given of the proposed resolution in accordance with rules for General Meetings.
- c) The Revenue Commissioner has to be informed of any addition, alteration or amendment made to or in the provisions of this constitution.

## ***Chapter 4 – Officers and Board of management***

### **4.1 Executive officers**

There shall be 5 Executive positions within the board of management (BOM) which are:

- a) The President is responsible for leading Dublin Kendo Kobukai, set the long term plan for the development of Dublin Kendo Kobukai and interactions with Kendo na h'Eireann. The President shall prepare and submit an annual plan to each AGM.
- b) The Vice President supports the President in the performance of his duties, with focus on the day to day running of the club in area of training.
- c) The Secretary is responsible for liaison with the Kendo na h'Eireann and other public bodies and the keeping of records appropriate to the position.
- d) The Treasurer is responsible for the public keeping of accounts. The Treasurer shall prepare and submit an annual report in regard to the financial position of Dublin Kendo Kobukai to each AGM. The treasurer is also responsible for all equipment owned by Dublin Kendo Kobukai.
- e) Generalist - The generalist works with the secretary in the maintaining quality and security of records and the president to ensure that the club maintain the highest health and safety standards.

### **4.2 Non- Executive officers**

The following officers may be held by any member of Dublin Kendo Kobukai a second Non-Executive roles, without prejudicing if they have a role on the BOM or not. Non-Executive roles may be created and defined on an ad hoc base as the BOM see fit.

### **4.3 Responsibility of BOM**

The BOM shall be responsible for the governance of Dublin Kendo Kobukai in the area controlled by Dublin Kendo Kobukai to carry out the aims and objects of Dublin Kendo Kobukai, and shall have the following functions and powers in addition to those provided for elsewhere in these rules:

- a) To formulate, adopt and monitor a strategic plan, which shall be presented at each AGM.
- b) To adopt and monitor an annual plan and financial budget.
- c) To make, repeal, and amend any rules (other than this document), by-laws or regulations for Dublin Kendo Kobukai and for control of Kendo in the area.
- d) To appoint any sub-committees and to delegate such powers and responsibilities as the BOM deems appropriate to such sub-committees.
- e) To impose any penalty upon any Member, which are found guilty of breaching any of the rules, by-laws, regulations of Dublin Kendo Kobukai or of refusing to give effect to any resolution passed by any General meeting or by the BOM, or by actions that bring the sport into disrepute.
- f) To determine the process to apply in respect of the appointment of:
  - 1) Selectors
  - 2) Sub committees
  - 3) Other positions as required.
- h) Job Descriptions, accountabilities or terms of reference shall be clearly defined.
- i) To ensure that Dublin Kendo Kobukai has in place all the necessary internal control reporting systems, the means of monitoring performance and results, and that the BOM's own performance and effectiveness is reviewed.
- j) To determine the fees payable by members each year.
- k) To enter into contracts of insurance, sponsorship and other types of contracts as deemed appropriate to carry out the objects of Dublin Kendo Kobukai.
- l) The BOM may not incur any debt on behalf of the club unless discussed at a general meeting of the club and agreed only by a vote of the membership with the requirement that such a motion can only be passed by a vote in its favor of (2/3s) two thirds of the membership.
- m) Such other powers as may be necessary or desirable to further the objects of Dublin Kendo Kobukai.



#### **4.5 Meetings of BOM**

- a) The chairperson of the BOM shall be the president in his absence or suggestion the vice president will chair the meeting.
- b) Each board member only has one vote, should deliberative be needed the issue shall be tabled until the full BOM is present.
- c) More than half of BOM members shall form a quorum at meetings of the BOM.
- d) Any BOM member who fails to attend two (2) consecutive meetings of the BOM without leave of absence shall forfeit their seat on the BOM.
- e) The BOM may appoint a replacement BOM member in the event of the death, resignation, or forfeiture of position of a BOM member. Such replacement shall hold office for the remainder of the term of the member who was replaced.
- f) No officer shall hold an office or any collection of offices for more than 4 consecutive years.
- g) Method of Meeting: A meeting of the BOM may be held either:
  - 1) Physical Meeting: by a number of the BOM members who constitute a quorum being assembled together at the place, date and time appointed for the meeting; or
  - 2) Other Means: by means of audio, or audio and visual, communication by which all BOM members participating and constituting a quorum can simultaneously hear each other throughout the meeting.
- h) The BOM shall prepare an annual report with projections for the coming 12 months and provide each member with a copy.

## ***Chapter 5 - Miscellaneous***

### **5.1. Equipment**

- a) All club equipment is the property of Dublin Kendo Kobukai.
- b) The Equipment Officer will keep a written record of all club equipment and its current location along with details of who is currently using it and on what terms and its current condition.
- c) Any costs involved in maintaining equipment or repairing equipment will be paid for by the person using the equipment.
- d) The equipment will be repaired to the standard set by the Equipment Officer who will determine the expenditure required for maintenance and repair.
- e) The Equipment Officer will provide a copy of the written record to the Secretary on request.

### **5.2. Interpretation of Constitution**

- a) In the event of any dispute over the interpretation of these rules or any question arising in connection with the administration of Kendo in the area which is not provided for in these rules, that question shall be decided by the BOM.
- b) Any such decision shall be recorded in the minutes of the BOM and shall remain in force until it is amended or revoked by the BOM or by a resolution passed at a General Meeting.

### **5.3. Health and safety**

- a) The Health and Safety Officer shall draw up, and maintain a statement of health and safety policy for the club.
- b) The Health and Safety Statement shall contain a quantified risk assessment for club activities and equipment. The risk assessment will provide guidelines for the minimisation of any risk and hazards associated with club activities and equipment.
- c) The Health and Safety Officer shall liaise with the president and training director to ensure that appropriate and timely safety training is provided to all members of the club is kept up to date.
- d) To promote the practice of kendo in accordance with the directions of best practice in Health and Safety as set out by the International Kendo Federation.

### **5.4. Income, Property and Payment to members**

The income and property of Dublin Kendo Kobukai, shall be applied solely towards the promotion of its main object as set forth in paragraph 1.4 in this constitution.

No portion of the body's income and property shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise howsoever by way of profit, to the members or person associated with a member of Dublin Kendo Kobukai. No member shall be paid salary or fees, or receive any remuneration or other benefit in money or money's worth from the Dublin Kendo Kobukai.

However, payment as approved by the BOM may occur if:

- a) Reasonable and proper remuneration to member of the Dublin Kendo Kobukai for any services rendered to Dublin Kendo Kobukai .
- b) Interest at a rate not exceeding 5% per annum on money lent by BOM or other members of Dublin Kendo Kobukai to the body.
- c) Reasonable and proper rent for premises demised and let by any member of the Dublin Kendo Kobukai (including any board member) to the Dublin Kendo Kobukai.
- d) Fees, remuneration or other benefit in money or money's worth to any company of which a member may be holding not more than one hundredth part of the issued capital of such company.

### **5.5. Cessation and Winding-up**

Dublin Kendo Kobukai may cease to be a club by a resolution carried by a qualified majority of the votes cast at a AGM held in accordance with these rules.

- a) If upon the winding up or dissolution of the body there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, it shall not be paid to or distributed among the members of the body. Instead, such property shall be given or transferred to Kendo na h'Eireann.
- b) Kendo na h'Eireann shall prohibit the distribution of the income and property among its members to an extent at least as great as is imposed on the body under or by virtue of paragraph 5.1(a) hereof.

### **5.6. Keeping of Accounts**

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