

CONSTITUTION OF PAPUA NEW GUINEA WORLD TAEKWONDO INC.

1. Name

The name of the Association is Papua New Guinea World Taekwondo Association Inc.

2. Definitions and Interpretation

2.1 In this Constitution unless the context requires otherwise:

“Act” means the *Associations Incorporation Act*, Chapter No 142, as amended from time to time;

“Appealable Decision” as defined by clause 20.1 of this Constitution;

“Chief Executive Officer” means the Chief Executive Officer that may be appointed from time to time pursuant to clause 6.6;

“Club” means a Taekwondo club that has been admitted to membership of the association in accordance with membership rules adopted by the Executive Committee from time to time;

“Executive Committee” means the Executive Committee of PNG WORLD TAEKWONDO FEDERATION established by Section 6.2 of this Constitution;

“Fit and Proper Person” means a person that is competent and of sound judgment to fulfil the duties of an Office Bearer and:

- (a) Possesses professional skills or wide management experience and has the ability to participate meaningfully as an Office Bearer;
- (b) Have a reputable standing within the community and be unlikely to do anything to undermine the interests of PNG WORLD TAEKWONDO FEDERATION in favour of personal, business or other interests;
- (c) Shall not:
 - (i) have been convicted of any offence (or found liable civilly for any claim) involving fraud or dishonesty or which may diminish the integrity or reputation of the Board nor have been charged with any such offence and be awaiting trial;
 - (ii) have been a bankrupt, or have applied to take the benefit of any law for the relief of bankrupt or insolvent debtors, compounded with his creditors or assigned his remuneration for their benefit;
 - (iii) be of unsound mind as that expression is used in the *Public Health Act 1973* (Chapter 226); and
 - (iv) have been struck off any professional register for disciplinary reasons.

“Life Member” means a person described by clause 5.1(b) of this Constitution.

“Ordinary Resolution” means a resolution that requires the support of at least 51% of the Members present, who are eligible to vote and voting.

“OTU” means Oceania Taekwondo Union, the regional Continental Union governing the sport of taekwondo in the Oceania region.

“Patron” means the patron of PNG WORLD TAEKWONDO FEDERATION appointed by its members pursuant to section 5.7, from time to time.

“PNG Athletes Commission” means the Papua New Guinea Athletes Commission, a sub-committee of that name established by the PNG Olympic Committee.

“PNG Olympic Committee” means the Papua New Guinea Olympic Committee, an association incorporated under the *Associations Incorporation Act*.

“PNG World Taekwondo Federation Incorporated” means the Papua New Guinea Taekwondo Federation Inc. incorporated under the Act, hereinafter referred to as **PNG WORLD TAEKWONDO FEDERATION**.

“Region” means Momase region, New Guinea Islands region, Highlands region and Southern region of Papua New Guinea

“Special Resolution” means a resolution that requires the support of at least 75% of the Members present, who are eligible to vote and voting.

“Taekwondo” means the art of taekwondo and the sport of taekwondo.

“WT” means World Taekwondo, the International Federation governing the sport of Taekwondo which is affiliated to the International Olympic Committee.

“WT Rules” means the rules, regulations, by-laws or policies of WT including, but not limited to, WT Anti-Doping Rules and Interpretation, WT Bylaws on Betting and Anti-Corruption and the WT Code of Ethics

2.1. Interpretations

The following rules of interpretation apply unless the context requires otherwise:

- (a) Headings are for convenience only and do not affect interpretation.
- (b) A gender includes all genders.
- (c) The singular includes the plural and vice versa.
- (d) Where a word or phrase is defined, its other grammatical forms have a corresponding meaning.
- (e) A reference to an *Article* or *Division* is a reference to an article or division of this Constitution.
- (f) A reference to any legislation (including the Act) or to any provision of any legislation includes any modification, replacement or re-enactment of it, any legislative provision substituted for it, and all regulations and statutory instruments issued under it.
- (g) A reference to *writing* includes a facsimile transmission and any means of reproducing words in a tangible and permanently visible form.
- (h) Words, phrases and expressions used in a provision of this Constitution which relates to a particular provision of the Act, have the same meaning as in that provision of the Act.

- (i) A reference to a *paragraph* is to a paragraph of this Constitution in which the paragraph appears.
- (j) A mention of anything after *include, includes* or *including* does not limit what else might be included.

3. OBJECTS

The Objects of the Association are:

- 3.1. To promote and control the art and sport of Taekwondo in Papua New Guinea as played or practised under and in accordance with the WT Rules;
- 3.2. To be the official national federation and member of the PNG Olympic Committee, OTU and WT, which has the power to represent, promote and manage Taekwondo in PNG;
- 3.3. Provide for the conduct, encouragement, promotion and administration of Taekwondo in PNG through and by members;
- 3.4. Propagate, standardise, conduct, encourage, promote, advance and develop Taekwondo in PNG in accordance with WT Rules;
- 3.5. To arrange, manage and control all international and national Taekwondo championships, tournaments and other events held in Papua New Guinea;
- 3.6. To arrange, manage and control teams to represent Papua New Guinea in international Taekwondo competitions and tournaments;
- 3.7. To co-operate with other authorities and sporting bodies, in Papua New Guinea and in other countries, to promote sport and Taekwondo in particular;
- 3.8. To operate in co-operation with and consistent with the requirements of WT, OTU, the Papua New Guinea Olympic Committee and the World Anti-Doping Authority;
- 3.9. To apply the profits, (if any) or any other income in promoting its objectives;
- 3.10. To prohibit the payment of any dividend or payment in the nature of a dividend to its members; and
- 3.11. To do all things as are incidental or conducive to the attainment of the above objects or any of them.

4. POWERS

In addition to the powers conferred by section 20 of the Act:

- (a) PNG WORLD TAEKWONDO FEDERATION has, in the exercise of its affairs, all the powers of an individual;
- (b) PNG WORLD TAEKWONDO FEDERATION may without limitation:
 - (i) enter into contracts;

- (ii) acquire, hold, deal with and dispose of property (both real and personal);
- (iii) make charges for services and facilities it supplies; and
- (iv) do other things necessary or convenient to be done in carrying out its affairs.

5. MEMBERSHIP

5.1. Membership of the PNG WORLD TAEKWONDO FEDERATION shall be as follows:

- (a) Duly affiliated Taekwondo Clubs within Papua New Guinea.
- (b) Life Members, being persons whose membership is approved by Special Resolution for exceptional service to PNG WORLD TAEKWONDO FEDERATION, however, only one Life Member may be approved in any one calendar year.

5.2. **Qualifications for Members**

- (a) A person is eligible to be admitted and remain as a member provided that, by 31 March of each calendar year, it provides sufficient evidence to PNG WORLD TAEKWONDO FEDERATION that it:
 - (i) is engaged in substantial Taekwondo activity;
 - (ii) is conducting its activities in compliance with its own constitution, this Constitution and OTU requirements; and
 - (iii) provides the information prescribed in section 5.2(b) (i) to (v) below.
- (b) An association wishing to become a member shall apply to the Chief Executive Officer in writing in the prescribed form, signed by an authorised officer of the association, accompanied by:
 - (i) a list of its members;
 - (ii) names and addresses of its Office Bearers
 - (iii) a copy of the minutes of meeting at which Office Bearers were appointed;
 - (iv) a copy of its constitution; and
 - (v) the prescribed fee.
- (c) The application will be reviewed by the Executive Committee and, if it meets the requirements of this Constitution, shall be approved.
- (d) Every Member must provide to PNG WORLD TAEKWONDO FEDERATION the minutes of its annual general meeting and a copy of its annual report and financial statements not later than six (6) months after the end of its financial year.
- (e) The Chief Executive Officer shall maintain a register of Members, Life Members and their financial standing.

- (f) The Chief Executive Officer shall delete from the register the name of the association or person that ceases to be a Member or Life Member.

5.3. Membership Fee

The annual fee for Members shall be determined from time to time by the Executive Committee. Unless otherwise determined by the Executive Committee, the fee shall be paid annually on or before the 31st day of March of the calendar year in question, to PNG WORLD TAEKWONDO FEDERATION.

5.4. Suspension, Expulsion or Cessation of Membership

5.4.1. Suspension

- (a) If a Member fails to observe or ceases to comply with this Constitution, it may be suspended for as long as the Executive Committee sees fit or expelled in accordance with this Section. Before making a decision to suspend, the Executive Committee must give a written warning and afford an opportunity for written or oral submissions to be made by the Member.
- (b) A member may be suspended if:
 - (i) It fails to comply with its own constitution;
 - (ii) It fails to provide the minutes of its annual general meeting and financial statements as required under section 5.2(a), or other documents requested under section 5.2(b); or
 - (iii) Its affairs or internal governance are conducted in a manner that is disorderly or likely to damage the reputation and standing of PNG WORLD TAEKWONDO FEDERATION or the sport of Taekwondo.
- (c) Where a Member is suspended:
 - (i) none of its athletes or officials are eligible for selection for representative duties nor may they participate in any form of training or other activity run by or under the auspices of PNG WORLD TAEKWONDO FEDERATION; and
 - (ii) the member may attend General Meetings, however, may not vote or participate in any manner except as an observer.

5.4.2. Expulsion

- (a) A Member may be expelled where:
 - (i) It fails to pay any fee or other payment to PNG WORLD TAEKWONDO FEDERATION when due;

- (ii) It fails to comply with:
 - (A) a reasonable decision of the Executive Committee;
 - (B) this Constitution; or
 - (C) any other policies, regulations or by-laws.
- (b) A Member that is expelled immediately loses all rights, benefits and privileges pertaining to membership including, but not limited to, immediate loss of voting rights and attendance at any General Meeting.
- (c) If the Executive Committee considers that a Member should be expelled, the Chief Executive Officer shall notify, in writing, that Member:
 - (i) of the proposed expulsion and time, date and place of meeting of the Executive Committee at which the question will be decided; and
 - (ii) particular of the grounds for expulsion

not less than seven (7) days before the date of the meeting of the Executive Committee.
- (d) At the meeting, the Executive Committee may, having afforded the Member a reasonable opportunity to be heard, or to make representation in writing, expel or decline to expel the Member and shall, immediately communicate that decision in writing to the Member.

5.4.3. Cessation of Membership

- (a) A Member ceases as a Member by:
 - (i) resignation, received in writing, by the Secretary;
 - (ii) it ceases to be a properly constituted body;
 - (iii) if it is a person, by death or insanity; or
 - (iv) if it is a body corporate, being dissolved or otherwise ceasing to exist.

5.4.4. Cessation of Life Membership

- (a) A Life Member immediately ceases as a Life Member by:
 - (i) resignation submitted to the President;
 - (i) by death or becoming of unsound mind;
 - (ii) by decision of Executive Committee (or other committee established to oversee such matters), for conducting his or her affairs in a manner that is

disorderly or likely to damage the reputation and standing of PNG WORLD TAEKWONDO FEDERATION or the sport of Taekwondo or breach of policies, rules, regulations or by-laws.

5.4.5. Suspension, expulsion or cessation of membership does not release a Member or a Life Member from any obligation to pay any amounts owing to PNG WORLD TAEKWONDO FEDERATION.

6. THE EXECUTIVE COMMITTEE

6.1. The Executive Committee shall consist of the following Office Bearers:-

- (a) The President;
- (b) The male Vice President;
- (c) The female Vice President;
- (d) The Secretary;
- (e) The Treasurer, who must at the date of the election have practised accounting in Papua New Guinea or elsewhere for a minimum aggregate period of not less than four (4) years and be a member of the PNG Institute of Accountants or Certified Practicing Accountants of PNG; and
- (f) One ordinary male member; and
- (g) One ordinary female member.

6.2. All Office Bearers referred to in Section 6.1 shall constitute the Executive Committee.

6.3. At the first election after:

- (a) the adoption of this Constitution;
- (b) where the Executive Committee is removed in its entirety; or
- (c) the Vice President and the Treasurer shall be elected for a term of two (2) years from the date of the election. The nominees thereafter elected for the positions of Vice President and Treasurer will serve terms of four (4) consecutive years.

6.4. The Association shall use its best endeavours to ensure that at least 30% of the Office Bearers are female.

6.5. An Office Bearer may not be a member of the Executive Committee for more than twelve (12) aggregate years, including any period during which the Office Bearer was appointed as a temporary Office Bearer pursuant to section 6.4.

6.6. A Chief Executive Officer may be appointed by the Executive Committee from time to time, for a term of three (3) years, on terms and conditions as the Executive Committee determines.

In the absence of a Chief Executive Officer, the Secretary will be responsible for all duties and responsibilities that this Constitution allocates to the Chief Executive Officer.

- 6.7. A Patron may be elected at an Annual General Assembly. A Patron shall be invited to a General Assembly but does not have the right to vote.
- 6.8. One male and one female athlete representative may be appointed by the Executive Committee for each Region during the Pacific Games and will hold term until the next Pacific Games. The athlete representative is not a member of the Executive Committee but has direct access to the Executive Committee, the Chief Executive Officer (if any) and the PNG Athletes Commission, at all times. The athlete representative represents all athletes and can elevate issues relating to athlete welfare and other related concerns to the Executive Committee at any time. An athlete representative cannot hold office for a term of more than eight cumulative years.
- 6.9. The Chief Executive Officer, Patron and athlete representatives cannot be Office Bearers.
- 6.10. To be an Office Bearer, one must be a Fit and Proper Person.

7. TERM OF OFFICE BEARERS

- 7.1. Subject to section 6.3, all Office Bearers on the Executive Committee shall hold their positions for a term of four (4) years commencing at the Annual General Meeting at which they were elected. Subject to section 6.5, retiring members are eligible for re-election to any position on the Executive Committee.
- 7.2. Any or all Officer Bearers may be removed by vote of no confidence pursuant to section 7.5, at a General Meeting

7.3. Casual Vacancies

A casual vacancy occurs if the incumbent:

- (a) dies;
- (b) resigns by notice in writing delivered to the President or, if the President is resigning, to the Vice President;
- (c) is permanently incapacitated by mental or physical ill-health; or
- (d) does not attend meetings of the Executive Committee for more than three consecutive months without any good reason and without leave of the Executive Committee:

- 7.4. A casual vacancy may be temporarily filled by an appointment by the Executive Committee and shall be filled by election at the next Annual General Meeting of a new Office Bearer for the remainder of the term.
- 7.5. A motion of no confidence in any officer bearer or the full Executive Committee may be called by:

- (a) a signed petition specifying the persons who should be removed as Office Bearers and specifying reasons for removal;
 - (b) nominating new Office Bearers for the relevant position(s) who comply with section 6.10;
 - (c) signed by the president and the secretary of at least 30% of Members or 5 Members (whichever is greater); and
 - (d) submitted to the Secretary at least seven (7) days before the relevant General Meeting.
- 7.6. A motion of no confidence can only be passed by a Special Resolution of those present, entitled to vote and voting.
- 7.7. The CEO or, in his absence, another independent person appointed by the Executive Committee, shall preside over the meeting for the election of Office Bearers.

8. Election of Officer Bearers

- 8.1. Except where appointed under section 7.5, all Office Bearers shall be elected at an Annual General Meeting by an Ordinary Resolution of those present, entitled to vote and voting.
- 8.2. A candidate for election shall be proposed by a Member and the prescribed nomination form, signed by the candidate, must be submitted to the Secretary at least seven (7) days before the relevant Annual General Meeting.
- 8.3. The CEO or, in his absence, another independent person appointed by the Executive Committee, shall preside over the meeting for the election of Office Bearers.
- 8.4. Upon conclusion of the elections, the President shall preside over the remaining items of the meeting.

9. POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE

- 9.1. Subject to the Act and this Constitution, the Executive Committee will manage and control the affairs of PNG WORLD TAEKWONDO FEDERATION and is responsible for:
- (a) the governance, stewardship of, and overall policy formulation for, Taekwondo and the management of the affairs of PNG WORLD TAEKWONDO FEDERATION;
 - (b) The keeping of proper audited books and accounts;
 - (c) The employment and dismissal of employees;
 - (d) The preparation of annual reports and financial statements for presentation to the Annual General Assembly; and
 - (e) Determining rules and procedures for General Meetings and Executive Committee meetings as it sees fit.

9.2. Powers

Subject to the Act and this Constitution, the Executive Committee has the following powers to:

- (a) exercise any or all of the powers of PNG WORLD TAEKWONDO FEDERATION other than those required to be exercised by the voting Members at an Annual General Meeting;
- (b) delegate any of its powers to such person or persons as the Executive Committee may determine from time to time;
- (c) appoint sub-committees of the Executive Committee, and to delegate any of its powers to any such sub-committee. The Executive Committee will determine the composition, powers, functions and procedures of a sub-committee;
- (d) make, repeal and amend rules, regulations, policies and procedures as it sees fit, provided that such rules, regulations, policies and procedures are not inconsistent with the Act and this Constitution;
- (e) discipline Members in accordance with this Constitution and any applicable rule, regulation, policy and procedure. The Executive Committee may delegate this power to a sub-committee, officers, employees or other individuals such as the CEO or a judicial or disciplinary committee;
- (f) appoint or approve the appointment of selectors, coaches, managers and other officials of Taekwondo teams (whether representative teams or otherwise) and to remove, replace or otherwise discipline such selectors, coaches, managers and officials;
- (g) furnish rulings upon the official rules of Taekwondo when requested to do so by a Member, provided that this is permitted by OTU; and
- (h) do all such other things as are necessary and conducive to the attainment of the Objects set out in section 2.

9.3. Duties

Each Office Bearer must:-

- (a) at all times, act in good faith and in the best interests of PNG WORLD TAEKWONDO FEDERATION;
- (b) exercise the powers of the Executive Committee for proper purposes;
- (c) act, and ensure PNG WORLD TAEKWONDO FEDERATION acts, in accordance with this Constitution, the Act and PNG WORLD TAEKWONDO FEDERATION's policies, rules and regulations; and
- (d) exercise the care, diligence and skill that a reasonable Office Bearer would exercise in the same circumstances.

10. PROCEEDINGS OF THE EXECUTIVE COMMITTEE

- (a) The Executive Committee shall meet together for the dispatch of business from time to time as they think fit, but not less than six (6) times in a financial year. The President may at any time, and on the request of another officer bearer, cause the Secretary to convene a meeting of the Executive Committee.
- (b) Every officer bearer has one vote. A question arising at a meeting of the Executive Committee shall be decided by a majority of votes. In the event of a tie, the person presiding over the meeting has a casting vote.
- (c) The President, or in his absence the Vice President, shall chair all meetings of the Executive Committee.
- (d) The Secretary must give reasonable written notice to all officer bearers of the place, date and hour of every meeting of the Executive Committee.
- (e) A quorum for a meeting shall be four persons of which one must be the Chief Executive Officer where one has been appointed.
- (f) No business may be transacted at a meeting of the Executive Committee where a quorum is not present.
- (g) Subject to this Constitution, the procedure to be followed at a meeting of the Executive Committee shall be determined by the officer bearers present at that meeting.
- (h) The Secretary shall ensure that minutes are kept of all the proceedings of the Executive Committee.
- (i) A resolution in writing, signed or assented to, by all officer bearers entitled to receive notice of a meeting of the Executive Committee, is as valid and effective as if it had been passed at a meeting of the Executive duly convened and held. Any such resolution may consist of several documents (including a document sent or received by facsimile, telex, computer or other electronic device that provides that document or a copy of that document, to a person in a permanent form or image, including an electronic or magnetic form or image) in like form signed or assented to by one of more officer bearers.
- (j) A copy of such resolution referred to in section 10(i), shall be entered into the minute book of the Executives proceedings.

11. GENERAL MEETINGS

11.1. Annual General Meeting

The Annual General Meeting shall be held once in every calendar year and no later than six (6) months after the end of the financial year. At least thirty (30) days written notice of meeting stating the date, place, time and agenda, shall be sent, to each Member, Life Member, Office Bearer and Patron (if any) by post, text message, email or other electronic form that provides that document or a copy of that document to a person in a permanent form or image. The notice will be sent to the last known address of each Member, Life Member, Office Bearer, athlete representative and Patron (if any). The notice of meeting must also be advertised in such newspaper publications and other media as the Executive Committee sees fit.

11.2. The ordinary business to be transacted at an Annual General Meeting shall consist of:

- (a) Consideration and adoption of the minutes of the previous meeting;
- (b) Consideration and adoption of the annual report and duly audited financial statements, distributed at least fourteen (14) days prior to the Annual General Meeting;
- (c) Appointment of an independent auditor;
- (d) Subject to clause 8, election of Office Bearers;
- (e) Annual report and duly audited financial statements from all Members; and
- (f) Any other business.

11.3. Special General Meeting: -

- (a) The Secretary shall at the request of the Executive or at the written request signed by each of the president and the secretary of at least two thirds (2/3) of the Members call a Special General Meeting.
- (b) A Special General Meeting shall:
 - (i) Be convened no later than fourteen (14) days after receipt of a duly signed request under section 11.3(a), stating the reasons for which a Special General Meeting is desired; and
 - (ii) Notice of the meeting stating the business that is proposed to be transacted shall be posted, delivered or emailed to each Member, Life Member, Office Bearer, athlete representative and Patron (if any), at least seventy- two (72) hours before the time appointed for holding the meeting, or at least twenty- one (21) days' notice where the business includes a Special Resolution.

11.4. **Place of meetings**

General Meetings shall be held on such days and at such times and places as the Executive Committee determine from time to time.

11.5. **Quorum**

A quorum for a General Meeting shall be a majority of Members who are financial members of the association and are in compliance with the requirements of section 4.2, present by authorised representative or by proxy.

11.6. **Voting**

- (a) Unless otherwise provided in this Constitution, decisions shall be made by Ordinary Resolution.

- (b) All Members have one vote.
- (c) A Member is not eligible to vote if it has been suspended or has not paid its membership fee in full.
- (d) The chairman of the meeting does not have a casting vote.
- (e) Life members, athlete representatives and the Patron, if any, do not have the right to vote.

11.7. **Minutes of Meetings**

- (a) The Secretary shall cause proper minutes of all General Meetings to be taken and a draft copy circulated to all Members, Life members, the athlete representative and the Patron, if any, within thirty (30) days of each General Meeting and enter a copy into the minute book.
- (b) The chairperson of the meeting or next succeeding meeting shall ensure that the minutes taken are checked and signed as correct.
- (c) Where minutes have been signed as correct and entered into the minute book, they shall (unless the contrary is proved), provide evidence that:
 - (i) the meeting to which they relate was duly convened and held;
 - (ii) all proceedings recorded as having taken place at the meeting did in fact take place; and
 - (iii) all appointments and elections purported to have been made at the meeting which have been validly made.

11.8. **Representatives of Members**

- (a) A Member may appoint in writing, using the prescribed form that is lodged with the Secretary at least seven (7) days before the General meeting in question, a natural person to represent it at a General Meeting.
- (b) The authorised representative and one other delegate shall be entitled to attend General Meetings.
- (c) A person appointed under section 11.8(b) shall be deemed to be the Member's representative until that appointment is revoked by the member or, in the case of an appointment in respect of a particular General Meeting, the conclusion of that General Meeting.

11.9. **Proxies**

- (a) A Member may appoint in writing, using the prescribed form lodged with the Secretary at least seven (7) days before the General Meeting concerned: -

- (i) a Life Member;
- (ii) the authorised representative of another Member; or
- (iii) the chairman of the meeting,

to be the proxy of the Member and to attend, and vote on behalf of the Member at any General meeting.

- (b) The proxy and one other delegate shall be entitled to attend the General Meeting on behalf of the Member.
- (c) A person appointed under section 11.9(c) shall be deemed to be the Member's proxy until that appointment is revoked by the Member or, in the case of an appointment in respect of a particular General Meeting, the conclusion of that General Meeting.

12. AUDIT AND ACCOUNTS

12.1. The financial affairs of PNG WORLD TAEKWONDO FEDERATION shall be audited in accordance with the Act at least once in every financial year by the auditor appointed at the Annual General Assembly.

12.2. The auditor shall:

- (a) certify to the correctness of the financial statements or the profit and loss account;
- (b) have free access to all books and records of PNG WORLD TAEKWONDO FEDERATION;
- (c) inspect and audit the accounts and records of the financial transactions and draw attention of the Office Bearers to any irregularity;
- (d) state in his report, his opinion whether:
 - (i) the financial statements or the profit and loss account are properly drawn up so as to give a fair view of PNG WORLD TAEKWONDO FEDERATION's financial affairs;
 - (ii) that the books of accounts and records examined by him have been properly kept; and
 - (iii) that he has obtained all the information and explanations that he required.

12.3. The auditor may be removed from office by Special Resolution of PNG WORLD TAEKWONDO FEDERATION at a General Meeting or at the expiration of his term.

12.4. Source of Funds

- (a) The funds of the association shall be derived from entrance fees and annual subscriptions of members, donations, grants, payment for services and, subject to any resolutions passed by the Association in general meeting, such other sources as the committee determines.
- (b) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by any 2 members of the committee or employees of the Association, being members or employees authorised to do so by the committee.

13. DIRECTORS AND OFFICERS INSURANCE

The Executive Committee is authorised to procure directors and officers insurance cover for the benefit of all Office Bearers and the Chief Executive Officer in the performance of their duties.

14. INDEMNITY

PNG WORLD TAEKWONDO FEDERATION shall indemnify out of its assets any Officer Bearer who incurs any costs in defending any proceedings, whether civil or criminal, in which judgement is given in favour or in which he is acquitted in respect of any allegation of negligence, default or breach of duty in connection with his responsibilities as an Office Bearer.

15. AMENDMENTS

- (a) This constitution may be replaced in its entirety or amended by Special Resolution at a General Meeting.
- (b) A notice of the proposed amendment shall be submitted in writing to the Secretary not less than sixty (60) days prior to the proposed date of the General Meeting.
- (c) The Secretary shall circulate the proposed amendments to all Members, Life Members and to all Office Bearers at least twenty-eight (28) days prior to the Annual General Meeting.
- (d) A copy of a duly accepted amendment shall be submitted to OTU, Papua New Guinea Olympic Committee and the PNG Sports Foundation.

16. COMMON SEAL

- 16.1. PNG WORLD TAEKWONDO FEDERATION shall have a common seal on which its corporate name shall appear in legible characters.
- 16.2. The common seal shall not be used without the express authority of the Executive Committee and every use of that common seal shall be recorded in the seal register by the Chief Executive Officer.
- 16.3. The affixing of the common seal shall be witnessed by any two of the President, Vice President, Secretary, Treasurer and the Chief Executive Officer.

16.4. The common seal shall be kept in the custody of the Chief Executive Officer.

17. PUBLIC OFFICER

The Chief Executive Officer shall be the public officer in accordance with section 13(1) of the Act.

18. EMBLEMS AND LOGOS

The official emblems, logos and other intellectual property of PNG WORLD TAEKWONDO FEDERATION may not be used without the prior approval of PNG WORLD TAEKWONDO FEDERATION.

19. WINDING UP

In the event of winding up, any surplus monies after payment of all expenses or liabilities of PNG WORLD TAEKWONDO FEDERATION shall not be paid to or distributed among the Members but shall be paid to a similar institution approved by Special Resolution or transferred to the Papua New Guinea Olympic Committee.

20. APPEALS

20.1. This provision applies only to appeals against execution decisions (by PNG WORLD TAEKWONDO FEDERATION or any semi-autonomous body established by PNG WORLD TAEKWONDO FEDERATION), relating to-

- (a) Athlete or official selection; or
- (b) the suspension or expulsion of membership

20.2. An appellant has seven (7) days from the date that the Appealable Decision was made or the date of discovery of the decision to lodge a Statement of Appeal with the [Appeal Panel](#).

20.3. The Statement of Appeal must:

- (i) be in writing;
- (ii) contain all of the necessary facts and background as well as supporting documentation and information;
- (iii) be in English;
- (iv) Be signed by the appellant or an authorised representative of the appellant;
- (v) Include contact details of the appellant including telephone number and email or postal address.

20.4. Filing fee

- (a) In respect of an appeal relating to athlete or official selection, a filing fee of K50 is payable.
- (b) In respect of an appeal relating to disciplinary action taken against a member, a filing fee of K500 is payable.

- (c) The appeal fee is payable by either handing it over to the Treasurer or by deposit into the authorised PNG WORLD TAEKWONDO FEDERATION account as provided.

20.5 Appeal Panel

- (a) All appeals lodged under this section 19 will be dealt with by an Appeal Panel comprised of:-
 - (i) One independent person who will chair the Appeal Panel;
 - (ii) One member of the Executive Committee;
 - (iii) One representative; and
 - (iv) An athlete representative.
- (b) At least three members of the Committee will form a quorum.
- (c) When deliberating on an appeal, the Appeal Panel must ensure that the principles of natural justice as enshrined in the National Constitution of Papua New Guinea are always applied.
- (d) The Appeal Panel must deal with all:
 - (i) athlete selection related appeals and issue a decision within seven (7) days of receipt of a properly completed Statement of Appeal;
 - (ii) Member disciplinary related appeals and issue a decision within fourteen (14) days of receipt of a properly completed Statement of Appeal.
- (e) All decisions of the Appeal Panel must be in writing, in English and addressed to the appellant and sent to the address stated in the Statement of Appeal.
- (f) Unless already prescribed herein, the Appeal Panel will determine its own procedures.

21. DISPUTES RESOLUTION

- 21.1 Any disputes relating to decisions by PNG WORLD TAEKWONDO FEDERATION through the Executive Committee or any semi-autonomous body established by PNG WORLD TAEKWONDO FEDERATION including decisions of the Appeal Panel pursuant to section 19, shall be resolved by referral to the PNG Sports Disputes Tribunal.
- 21.2 An exclusive right of appeal from the PNG Sports Dispute Tribunal shall lie to the Court of Arbitration for Sport in Lausanne, Switzerland, within 21 days, in accordance with the Code of Sport Related Arbitration.

22. COMMENCEMENT

This Constitution will take effect in its entirety immediately upon being passed by Special Resolution at a General meeting.

