The New Zealand Suzuki Institute Incorporated

Constitution

1. The name of the Institute is "THE NEW ZEALAND SUZUKI INSTITUTE INCORPORATED"

2. The objects of the Institute shall be:

   (a) "To further the teaching method of Dr Suzuki and his philosophy of education throughout New Zealand".

   (b) To promote teacher training, establish and maintain internationally recognised teacher training courses and ensure the maintenance of professional standards and practice.

   (c) To facilitate Branches in their organising of seminars, workshops and concerts pertaining to "The Suzuki Method".

   (d) To cultivate international relations with other Suzuki Associations.

   (e) To produce a journal containing articles and news of a pedagogical, psychological and philosophical kind relating to "The Suzuki Method".

   (f) To attend to such matters that in the opinion of the Institute may be incidental or conducive to the attaining of any of the Institute's objects or in the exercise of any of the foregoing powers.

3. WITHOUT limiting any general powers vested in it, the Institute shall have the power to:

   (a) Purchase, take on lease, or in exchange, or hire, or licence, or otherwise acquire, hold, mortgage and dispose of any real or personal property and any rights and privileges which the Institute may think necessary or expedient for the purposes of attaining the objects of the Institute or any of them, or promoting the interests of the Institute or its members.

   (b) Affiliate with any Society, Club or Association having similar objects, or to join, co-operate with, or subscribe to the funds of any such Society, Club or Association for the purposes of better attaining the objects or interest of the Institute or the members thereof.

   (c) Borrow or raise money from time to time by the issue of debentures , bonds mortgage or any other security, on all or any of the property and or properties of the Institute or without any security or without any such security and upon such terms and conditions as to priority or otherwise as the Institute shall decide.

(d) Invest and re-invest , in such securities or assets and upon such terms as the Institute shall from time to time think fit, the whole or any part of the funds of the Institute which may not be required for the immediate business of the Institute.

(e) Raise or set up funds to promote any of the objects of the Institute, and for such purposes to appeal for subscriptions and donations by whatever means the Executive in its discretion may approve.

4. The Registered Office of the Institute shall be the residence of the Administrative Officer for the time being.

5. The Institute shall consist of Current Financial Members, Honorary Members, Life Members and Patrons.

6(a) Current Financial Members. Current Financial Members of the Institute shall be those Institute registered teachers or individuals or families who have submitted an application for Current Financial Membership and paid the appropriate then current relevant annual subscription to the Administrative Officer.

6(b) Current Financial Members are entitled to participate in Institute events provided they are Institute registered teachers or learning from an Institute registered teacher on the instrument of participation.

6(c) Current Financial Members have the right to one vote, hold office and receive the journal of the Institute.

7(a) Honorary Members. The Executive shall have the power to grant Honorary Membership to any person as a result of services rendered to the Institute or to musical education generally. The following provisions shall apply to Honorary Members:

(i) They shall be entitled to all the privileges of the Institute but shall not be entitled to vote or hold office.

(ii) The term of membership shall be not longer than one year.

(iii) The Executive may revoke the grant of Honorary Membership to any person at any time.

(iv) Honorary Members shall not be required to pay the annual subscription fee.

7(b) Life Members. Any person (whether previously a member or not) may, with his/her consent, be elected a Life Member by unanimous vote of the Executive and a two thirds majority of Current Financial Members at an Annual General Meeting. Life Members shall

be entitled to all the privileges of the Institute but shall not be entitled to vote or to hold office, and shall not be required to pay the annual subscription fee.

7(c) Patrons. Patrons of the Institute shall be those persons elected by a two thirds majority vote of Current Financial Members at an Annual General Meeting. The following provisions shall apply to Patrons:

(i) They shall be entitled to all the privileges of the Institute but shall not be entitled to vote or take office.

(ii) The term of their patronage shall be no longer than one year but they may be elected for further terms in accordance with these provisions.

(iii) Patrons shall not be required to pay the annual subscription fee.

8. The Institute shall have the power to expel any member for good and sufficient reason by ballot at any General Meeting, provided at least seventy five (75) per cent of those present at such General Meeting or by proxy vote in favour of the expulsion. Any member notified of possible expulsion may, within twenty eight days of receiving notice and grounds thereof, make written application to appear or place before the Executive any explanation and will have the right to be heard at the General Meeting in respect of such explanation before the matter is determined by the General Meeting. Any member expelled shall not be eligible for membership for a period of three 3 years from the date of expulsion.

9 The financial year of the Institute shall commence on the first day of April and conclude on the 31st day of March of the following year.

10(a) The amount of the annual subscription, for the different types of membership, for any financial year, shall be set by the preceding Annual General Meeting. All members' subscriptions for a financial year are due by the 1st day of April in that financial year and shall be paid to the Administrative Officer of the Institute. Any payment made before this date may, at the discretion of the Executive, be discounted. The Institute shall forward not less than thirty (30) per cent of each non-teacher annual membership, the exact percentage to be determined at the previous years' Annual General Meeting, to the appropriate Branch Treasurer, with the balance to be retained by the Institute.

10(b) Any member failing to pay on or before the 30th day of June in any financial year shall be removed from the list of Current Financial Members.

11(a) The Officers of the Institute shall consist of a President, who shall be an Institute registered teacher, and two Vice-Presidents, of whom at least one is to be an Institute registered teacher, a Director of Teacher Training and an Administrative Officer.

11(b) The President shall be elected for a period of two years by the Current Financial Members of the Institute at an Annual General Meeting . Nominations must be made either in writing

prior to the Annual General Meeting or from the floor at the time of the Annual General Meeting. All written nominations shall contain the name and address of the nominee, the position nominated for and the names and signatures of a proposer and seconder, and be in the hands of the Administrative Officer of the Institute seven days before the Annual General Meeting.

11(c) The Vice-Presidents shall be elected annually at the Annual General Meeting.

11(d) The Director of Teacher Training is to be appointed by the Officers of the Institute, in consultation with the Teacher Trainer Group, for a term of not longer than one year, but which term may be extended annually. The Director of Teacher training to be an Institute registered teacher trainer or a Registered NZSI teacher accredited to level 4.

11(e) The Administrative Officer is appointed by the Officers of the Institute, from the Current Financial Members, for a term of not longer than one year, but which term may be extended annually.

12(a) There shall be an Executive consisting of the Officers of the Institute, and two Branch Delegates, for the time being, of every branch formed pursuant to clause 13. The Executive shall have the power to fill any vacancy which may occur on the Executive between the election of Officers and the next Annual General Meeting and co-opt further members for specific purposes. Co-opted members shall be ex officio to the Executive.

12(b) Members of the Executive absent from any Executive meeting may vote by proxy provided that the proxy is in writing and handed to the Chairperson prior to the taking of the vote.

13 Branch Delegates shall be appointed annually by the Branch Committees prior to the Branch Annual General Meeting and confirmation of such appointment shall be notified to the Executive in time for the Institute Annual General Meeting. Any substitute delegates, should the need arise, shall be appointed by the Branch Committees from time to time. It is recommended by the Executive that one of the delegates be an Institute registered teacher and the other a parent of a child being taught under The Suzuki Method.

14(a) The Executive shall meet from time to time to formulate and disseminate policy or rules for the guidance of Branches PROVIDED THAT the Executive shall not exercise any power or functions expressly required by these Rules to be settled in General Meeting. All members shall be bound by such policy which, unless varied or revoked in General Meeting, shall be deemed to be the policy of the Institute. The Executive shall publish any amendments to its policy in the Journal.

14(b) A Branch shall have no less than 25 members of which at least 5 members shall be Institute registered teachers. The Executive may waive this requirement and allow lesser numbers if it is deemed appropriate or may investigate the formation of an "affiliated Branch". The purpose of an affiliated branch is to assist the more remote areas of New Zealand to operate

locally even when numbers of teachers, students and/or geographical constraints make full branch status unconstitutional.

14(c) The Committee of the Branch shall consist of a Chairperson, vice-Chairperson, Secretary and Treasurer and at least one other member, all of whom shall be elected by the Current Financial Members of the Branch at each Branch's Annual General Meeting to be conducted in accordance with clauses 16(a), 16(b) and 16(c) of these rules. It is recommended that such committees consist of at least, one-third Institute registered teachers and one-third parents of children being taught under The Suzuki Method.

14(d) Any Branch formed pursuant to this clause shall be bound by the rules and policy of the Institute and shall conduct its affairs in accordance with the Institute's objects. A Branch may formulate its own financial policies PROVIDED THAT any actions taken under clauses 3(b) and 3(c) shall require the prior written approval of the Executive.

14(e) The Branch Annual General Meeting shall be held prior to the Institute's Annual General Meeting on a date approved by the Institute's Executive, for the following purposes:

(i) To receive the Chairman's report, the Treasurers balance sheet and statement of accounts for the preceding year;

(ii) To elect the Officers and Members to the Branch committee for the ensuing year;

(iii) To transact any other business in general.

14(f) Branch Special General Meeting may be called at any time by order of the Branch Committee or on a requisition signed by at least 5% of the Current Financial Members of the Branch, such a requisition to state the proposed agenda.

15 The Institute shall set up a Teacher Trainer Group comprising the Institute registered teacher trainers and a Professional Advisory Group (PAG) comprising of Institute teacher trainers, senior teachers and others co-opted as appropriate. The Institute shall adopt teacher accreditation policies, and teacher registration criteria and processes, developed by the PAG and agreed to by consensus of the Institute Teacher Trainer Group.

16 The Annual General Meeting shall be held no later than October 31st in each year at a time and place fixed by the Executive and for the following purposes:

(a) To receive the President's report and the Treasurer's Balance Sheet and Statement of Accounts for the preceding year;

(b) To elect the Officers and Members to the Executive for the ensuing year;

(c) To transact any other business and generally decide on any resolution which may be duly submitted to the meeting.

17 Special General Meetings. Special General Meetings may be called at any time by order of the Executive, on a requisition signed by at least 5% of the Current Financial Members or five members of the Executive, and the requisition shall state the reason for calling the meeting.

18 Seven days notice of any Annual or Special General Meeting shall be given to the members by circular advertisement , or otherwise, stating the object and business of such meeting. Should any members desire to bring a motion before such a meeting such motion shall be reduced to writing and lodged with the Administrative Officer at least forty-eight hours before such a meeting.

19 The Executive shall meet yearly or as may otherwise be determined. Executive meeting may be called by the Administrative Officer or by any three Executive members upon giving written notice to the Administrative Officer.

20 Any member of the Executive, except an ex-officio member, failing to attend three consecutive meetings shall cease to be a member thereof unless he/she shall first have obtained leave of absence for a definite period. No member of the Executive shall be allowed to vote on any question in which he/she stands to make material gain. In all disputes and matters referred to the Executive, its decision shall be final and not subject to appeal. Leave of absence from any Meeting shall not be deemed to be granted unless it is recorded in the Minutes of such Meeting.

21(a) No less than 5% of the Current Financial Members shall be required to form a quorum at any General Meeting and, unless provided by these rules to the contrary, the decision of the majority of the votes shall be binding. The quorum can be made up of Current Financial Members attending in person and or by proxy.

21(b) No fewer than five Executive members, being Current Financial Members of the Institute, shall form a quorum at all Executive meetings and, unless provided by these rules to the contrary, the decision of the majority of the votes recorded shall be binding.

22(a) Every Current Financial Member present and qualifying to vote at any meeting shall have one vote. The Chairman shall, where a ballot is not expressly provided for in these rules, decide upon a show of hands, provided however, that any three Current Financial Members qualified as aforesaid may demand a ballot. The Chairman of any meeting of the Institute where there is an equality of votes shall have a casting vote in addition to his deliberative vote.

22(b) Every member present and qualifying to vote at any meeting shall have one vote.

22(c) Members absent from a general meeting may vote by proxy provided that the proxy is in writing and handed to the chairman prior to the taking of the vote.

23 At all meeting of the Institute or of the Executive the chair shall be taken by the President or the Vice-President in that order and in the event of those Officers being absent, by such member as shall be appointed by those present.

24 The duties of the Administrative Officer are outlined in the document "Job Description Administrative Officer" and as updated from time to time by the Executive.

25(a) It shall be the duty of the Branch Treasurer:

(i) To collect, receive and acknowledge receipt all monies due to the Branch and pay all debts due and owing by the Branch as soon as passed for payment by the Committee.

(ii) To produce, prior to the Branch Annual General Meeting, a statement of accounts, a balance sheet of the receipts and disbursements for the past year and report generally upon the finances of the Branch.

(iv) To have custody of the funds of the Branch and to keep clear account of the same in such a manner as will at any time clearly show the true financial position of the Branch.

(v) To pay all monies collected as soon as practicable and without deduction to the account of the Branch with the Branch's bankers.

(vi) In case of inability to attend any meetings to cause the necessary financial statements and papers to be conveyed to the place of meeting.

25(b) It shall be the duty of the Branch Secretary:

(i) To keep a true record of all meetings of the Branch in a book provided for that purpose.

(ii) To file documents, records, reports and communications with the Institute and bring them before such meetings so they may properly deal with them.

(iii) In case of inability to attend any meeting to cause the necessary books and papers to be conveyed to the place of meeting.

26(a) The Institute to operate a Westpac Bank account. The Institute's account shall be operated by not less than two of the following Officers who have signing authority – namely the President, Administrative Officer and any Executive member nominated by the Executive.

26(b) In the case of Branches, accounts shall be opened at any recognised bank and shall be operated by not less than two Branch Committee members having signing authority jointly as minuted in Branch records from time to time.

26(c) The Branch books shall be subject to a yearly financial review prior to each Annual General Meeting. The Executive shall be empowered to arrange for a special financial review at any time it is deemed advisable.

27 The common seal of the Institute shall be the seal adopted by the Executive and shall be kept in the custody of the secretary. Whenever the common seal of the Institute is required to be affixed to any document the affixing of the common seal thereto shall be authorised by a resolution of the Executive and shall be attested by three members of the Executive, one of whom shall be the President or the Secretary of the Executive.

28 At any General Meeting of the Institute, the rules of the Institute may be amended PROVIDED that seven (7) days notice in writing of the resolution embodying the proposed amendments shall be given to all members and such resolution shall be voted for by at least seventy-five (75) per cent of the Current Financial Members of the Institute present at such meeting.

29 No pecuniary gain shall be derived by any member, from the operations of the Institute or the use of any of the Institute's property saving only such salaries or honoraria as may be paid by the Institute to any Officer or Member for services rendered. No member of the Institute, or anyone associated with a member, is allowed to take part in, or influence any decision made by the Institute, in respect of payments to, or on behalf of, the member or associated person of any income, benefit or advantage. Any payments made to a member of the Institute, or person associated with a member, must be for goods or services that advance the charitable purpose of the Institute and must be reasonable and relative to payments that would be made between unrelated parties.

30 The Institute's books shall be subject to a yearly financial review prior to each Annual General Meeting. The Executive shall be empowered to arrange for a special financial review at any time it is deemed advisable.

31 The Institute shall be wound up if the members at an Annual or Special General Meeting pass by a two-thirds majority a resolution requiring the Institute to be wound up and the resolution is confirmed at a subsequent Special General Meeting called for that purpose and held not earlier than thirty days and not later than sixty days after the date on which the resolution was passed. On winding up the nett proceeds of the Institute shall be paid to such charitable body or distributed for such charitable purpose or purposes in such a manner as decided at that Special General Meeting.

At the Annual General Meeting held in Wellington on 11th October 2011 it was resolved that the attached Constitution be adopted as the Constitution of The New Zealand Suzuki Institute Incorporated as from 11th Oct 2011.

C. McPhail President Felicity Woodley Administrator

K. J. Cullifford Financial Member NZSI Incorp.

NZSI Incorp
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