

CONSTITUTION AND RULES OF HIBISCUS COAST MOTORSPORT CLUB INC

These rules dated 17 September 2003 rescind all previous rules of Hibiscus Coast Motorsport Club Inc.

1. NAME:

The name of the Club shall be the HIBISCUS COAST MOTORSPORT CLUB INCORPORATED. Hereinafter referred to as "The Club".

2. OBJECTS:

- a) To foster, improve, promote, assist in any way to further the interests in amateur motoring and amateur motorsport generally.
- b) To watch the administration of the laws and regulations affecting amateur motoring and amateur motorsport generally.
- c) To promote amateur motor competitions of all kinds in accordance with the requirements of the National Competition Rules of the Motorsport New Zealand Incorporated.

1. POWERS:

- a) The officers of the Club shall have the power to control, manage or expend the funds of the Club.
- b) The Club may invest money in any reputable banking institution.
- c) Any alternative investments must be authorised by the majority of members at an AGM or SGM.

2. MEMBERSHIP:

Any person who pays the set annual subscription of the Club shall be a full club member, providing that they are not rendered ineligible by reason of the provisions of section 14 DISCIPLINE.

HONORARY MEMBERS - Those who by virtue of their service to the Club, or long-standing membership (a minimum of ten years), are deemed to be worthy and are duly elected as Honorary members by the Committee and AGM of the Club. Honorary Members shall be exempt from all membership fees or subscriptions, and shall have no right to vote at any meeting of the Club. However, should an Honorary Member be elected as an officer of the Club, that member shall have all voting rights in keeping with the elected position at committee meetings but not AGM or SGM's. Honorary Membership shall be re-confirmed at each AGM.

LIFE MEMBERSHIP - to be granted at AGM after nomination by committee of an existing Honorary Member. All rights and privileges to be as for an Honorary Member, however the membership is granted for Life, and does not need to be re-confirmed at AGM. Such membership cannot be revoked, except in case of severe misconduct causing disrepute to the Club or Motorsport. This is the highest honour that the Club can bestow.

FAMILY MEMBERSHIP - for the purposes of membership all members of the same family living at the same address and receiving one copy of the club magazine per issue, shall each be entitled to club membership for one membership fee. For the purposes of this a family shall be defined as a married couple (or de facto) and their children. Each member of the family who holds a membership card shall have a vote at AGM & SGM's.

5. OFFICERS:

a) The Officers of the Club shall be:

A President, Vice-President, Secretary, Treasurer, Club Captain, Magazine Editor, Technical Officer, Committee Members (number to be determined at AGM)

b) At the AGM all members of the previous year's committee shall retire, and all or any may be re-elected.

c) Should a vacancy occur in the Office, the committee may elect a member to fill such vacancy, and such member shall hold office until the following AGM.

d) Any honorarium paid to any officer of the Club shall be approved by the AGM each year.

e) **Administrative Duties:**

It shall be the duty of the Secretary in conjunction with the Treasurer to keep correct Minutes of all meetings and a complete roll of Members to conduct all correspondence, to pay all debts contracted by it, to keep proper Books of Account, and to furnish to each Annual General Meeting a duly audited Income and Expenditure Account and Balance Sheet.

Furthermore it shall be the Secretary's duty also in conjunction with such other committee member/s as the committee may decide to maintain a proper Inventory of all Club properties and assets and their location, a proper inventory of all Club trophies and Awards and their holders and locations, and a Schedule of details of Insurances on all such Club trophies and Awards. It shall be the Secretary's duty to ensure in conjunction with the Committee, that all such Insurances are renewed and maintained as may from time to time be necessary. The Secretary shall ensure that all recipients of Club Trophies shall give a receipt for these in a properly maintained Trophy Receipts Book.

f) Any person standing for election to the Club Executive, who holds office on the executive of any other Club having same or similar objects, shall declare the same to the Committee and AGM prior to the election.

g) All monies received by the Club shall be paid into a Banking Account kept at a bank approved by the committee from time to time and cheques and bills drawn on the Club's banking account shall be signed by the Treasurer and any one of two other nominated signatories.

6. COMMON SEAL:

The common seal of the Club shall bear the registered name of the Club and shall be kept in the custody of the secretary. It shall after a resolution of the executive in that behalf be affixed to any instrument deed or document in the presence of two members of the executive, one of whom shall be the President or the Secretary who shall subscribe their names and officers thereto as witnesses.

7. FINANCIAL ISSUES:

- a) **Financial Year** - The Financial year for the Hibiscus Coast Motorsport Club shall commence on the first day of April in each year and shall end on the thirty-first day of March in the following year.
- b) **Personal Benefit** - Notwithstanding anything expressed or implied in these rules, the activities of the Club shall not be carried on for the personal pecuniary profit or benefit of any member or individual or associated person.
- c) **Payments to Members** - No member of the Club or any person associated with a member shall participate in or materially influence any decision made by the organization in respect of the payment to or on behalf of that member or associated person of any income, benefit or advantage whatsoever. Any such income shall be reasonable and relative to that which would be paid in an arms length transaction (being the open market value).

8. MEETINGS:

- a) The Annual General Meeting shall be held in the month of April in each year, and the ordinary General Meetings at such times and places as the Committee may appoint.
- b) Ten Members personally present shall form a quorum at all General Meetings of the Club.
- c) The committee shall meet at least once each month exclusive of General Meetings.
- d) Five Committee Members personally present shall form a quorum at Meetings of the Committee.
- e) The Secretary, may with the approval of the President or in his absence the Vice-President convene a special meeting of the Committee or Special General Meeting of the Club to consider any important business and the Secretary shall upon requisition in writing signed by not less than five members of the Club convene such a Special General Meeting.
- f) Seven clear days notice shall be given of an Annual General Meeting and at least three clear days notice of a Special General Meeting, a Special Committee Meeting, or an Ordinary Committee Meeting, provided that where an ordinary monthly Meeting of the Committee be held on the usual night for such meetings, such monthly meetings or the business transacted there at shall be invalidated by reason of three clear days notice not having been given. Notice of any meeting may be given by written information posted to members at their last known place of address or otherwise by personal telephone call by the Secretary.
- g) At all meeting either of the Committee or the Club, each Member present must have one vote, which must be given personally. The Chairman, in all cases of equal voting, shall have a casting vote in addition to his deliberate vote.

- h)** At all Meetings where nominees are to be elected as Officers of the Club all such elections shall be by secret ballot. All other voting shall be on the voices, save where a vote is challenged, when a show of hands shall be taken. At all Committee Meetings the President, or in his absence the Vice- President and Secretary shall act as referees or Scrutineers in such elections. At all General Meetings two independent referees or scrutineers who shall have no vote, shall be appointed by resolution of the Members present, prior to the commencement of voting for such election.
- i)** In the event of any Member of the Committee failing to attend three consecutive meetings and not furnishing an explanation acceptable to the committee, his office shall be declared vacant, and the Secretary shall notify him of his having ceased to hold office. The vacancy so created may then be filled by election of a new officer by the committee.
- j)** Any person voting at any meeting of the Club, must be able to prove to the satisfaction of the committee that they are current financial members and entitled to vote at that meeting.

8. ELECTION OF MEMBERS:

- a)** That all new members of the Club shall be on a minimum of three months probationary membership, such period may be extended at the discretion of the committee, and during the probationary period their membership may be terminated by the committee at any time. Any member who knows of any just cause why a new member should not be admitted to membership should advise the committee of same.
- b)** All proceedings in connection with the election of any person proposed for Membership shall be strictly confidential, and any ballot papers relating to their election shall be immediately destroyed.

9. SUBSCRIPTIONS:

- a)** The rate for each years subscription shall be determined at the previous years AGM. The prescribed rate shall cover all members either single or family as defined earlier.
- b)** All subscriptions are payable in advance and shall be deemed to be due on the first day of each financial year. It shall be obligatory on each Member to pay his subscription promptly whether or not he should have received official notice.
- c)** Any member of the Club whose subscription is in arrears for two months or voluntarily resigns from the Club shall thereupon cease to be a member of the Club, however, that person shall still be liable for the subscription payable at that time. Notwithstanding the preceding provision, the Committee shall have the right to accept or decline resignations (when subscriptions are outstanding) and shall have the right to remit subscriptions or other dues owing by any member for any reason it may think fit.
- d)** Persons elected to membership between April and September (inclusive) shall pay a full years membership fee. Persons elected to membership between October and February shall pay 60% of the years subscription, or other such figure determined by the committee. Any person elected to membership during March shall pay the following years full subscription and shall have membership to the end of March the following year.

RESTRICTED MEMBERSHIP shall be available to members of other clubs who wish to compete in closed club events by becoming temporary members of the Club, at a fee and term to be determined by the committee. They also have to be a financial member of a Motorsport New Zealand affiliated motorsport club. A restricted member receives no magazine and has no voting rights.

10. CLUB MEMBERSHIP CARDS:

Each financial member of the Club shall be supplied free with a numbered Membership Card. Membership Cards shall be renewable annually at the commencement of each financial year, and such cards shall show the name and address of the holder, the date of issue and the date of expiry of the card. All such cards shall be signed by the Secretary or the Treasurer and the President certifying that the holder is a Member of the Club for the period shown. In the case of Honorary Members such card shall prominently display the class of Membership.

12. RULES OF THE CLUB:

All financial members of the Club shall receive a copy of the rules of the Club.

13. REGISTERED OFFICE:

- a) The registered office of the Club shall always be situated at such an address as the Committee shall from time to time decide.
- b) All members shall be promptly notified of any change of address of the Registered Office.

14. DISCIPLINE:

- a) Upon written complaint of one or more Members, a member may be admonished or his membership be suspended by the Committee for such period as may be decided where the Committee, at a duly convened Meeting, has decided by a two-thirds majority vote that such Member has been guilty of conduct injurious to the welfare or character of the Club. Such written complaint must have been given to the Secretary within one calendar month after the occurrence or occurrences complained of. The Committee shall notify to him in writing the charges made against such Member at least seven days prior to such Committee Meeting, and a full opportunity to be heard shall be given at such Meeting. Such notification shall indicate that the attendance of such Member at that meeting is mandatory unless written indication of the reasons for his inability to attend be presented to that meeting and that failure to comply with the terms of such notification may result in his case being determined in his absence.
- b) Annual subscriptions shall be payable during the period of suspension and the Club shall not be required to make any refund of subscription in connection with such suspension.
- c) By the same procedure the Committee may expel any Member of the Club for conduct which they deem shall warrant this penalty.

- d) Any Member who has been expelled from the Club under the preceding clause (c) of this rule shall not be eligible for re-election to membership until two years (or any such term as may be decided from time to time by the Committee) after the date on which the Secretary shall inform him of his expulsion.
- e) In the event of any Member being, in the opinion of the Committee, guilty of reckless, dangerous or negligent driving, that Member may be disciplined under either of the preceding clauses of this rule except; that it shall not be necessary for written complaint to be made by one or more members of the Club.

15. DISQUALIFICATION:

- a) Any Member who by reason of expulsion, resignation or otherwise howsoever ceases to be a member of the Club shall thereby forfeit all rights and privileges accorded to Club members and all rights or interests which he may hold in property of the Club and shall be liable for the immediate return of all Club property (including trophies) held by him, shall remain liable for any unpaid subscription in respect of the financial year during which he so ceases to be a Member and for any arrears of subscriptions or debts prior to his so ceasing to be a Member.
- b) The Club shall be empowered to take all such action including proceedings in any court of Law as may be necessary to procure the return of its property from those persons no longer entitled to retain it, and to obtain payment of any unpaid debts.

16. MEMBERS BOUND BY RULES:

All Members of the Club shall be held to consent to and be bound by all these rules, and those of the Motorsport New Zealand Inc, and members shall not be entitled to appeal to any court or body other than the committee because of any action taken in accordance with the provisions of these rules.

- 17. Throughout these rules words importing the masculine gender shall be taken as including also the feminine gender.

18. ALTERATION OF RULES:

No addition, alteration, amendment or revision of these Rules shall be made except at an Annual General Meeting, or at a Special General Meeting. Notice of the intention to amend these rules should be given to members prior to any such meeting called. Upon any addition, alteration or amendment of these rules by resolution of such meeting of Members all members will be advised in writing of the changes, and it shall be their responsibility to amend their copies of the rules in accordance.

No addition to, or alteration or deletion of the amateur sports objectives, Person Benefit clause, Payment to Members clause or the Winding Up clause shall be made without the approval of the Inland Revenue Department (or its statutory successor in the approval of amateur sport promoters).

The provisions and effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this document.

19. WINDING UP:

The Club shall not dissolve except by special Resolution passed in accordance with the provisions of section 24 of the "Incorporated Societies Act, 1908" and upon the winding up of the Club the assets shall after payment of all liabilities, not be paid to or distributed among the members of the Club but shall be given or transferred to some other amateur sports promoter or charitable organization as determined by resolution at a Special Meeting of the Members of the Club.