

# The Manawatu Car Club (Incorporated) Constitution 2009

## 1.0 NAME:

The name of the Club is The Manawatu Car Club (Inc.) hereinafter referred to as the "Club"

1.1 The marketing name of the Club shall be Motorsport Manawatu.

## 2.0 OBJECTS:

The objects of the Club are:

2.1 To promote Club membership through motorsport events

2.2 To run events that comply with the rules and regulations of the Club and Motorsport New Zealand

2.3 To work with other parties or clubs to further promote the club

2.4 To further an ongoing relationship with Manfeild Park Trust

2.5 To participate in any activity that further promotes the Club

## 3.0 ATTAINING OBJECTS

The Club shall be empowered to do all things necessary which are incidental to and necessary for the attainment of the objects of the Club.

## 4.0 PROPERTY OF THE CLUB

The Club must apply all property and income of the Club towards the promotion of the objects or purposes of the club and no part of that property or income to be paid or otherwise distributed, directly or indirectly, to members of the Club, except in good faith in the promotion of those objects or purposes.

## 5.0 POWERS OF THE CLUB:

5.1 To acquire, hold, deal with, and dispose of any real or personal property

5.2 To open and operate bank accounts

5.3 To invest its money  
(i) in any security in which trust moneys may be invested or  
(ii) in any other manner authorised by the rules of the Club

5.4 To borrow money upon such terms and conditions as the Club sees fit

5.5 To give such security for the discharge of liabilities incurred by the Club as the Club sees fit

5.6 To appoint agents and employees to transact any business of the Club on its behalf for reward or otherwise

5.7 To build construct erect maintain alter and repair any premises building or other structure of any kind and to furnish equip and improve the same for use by the Club

5.8 Accept donations and gifts in accordance with the objects of the Club

5.9 Print and publish any information by any media

5.10 Provide gifts and prizes in accordance with the objects of the Club

5.11 Organise social and competition events for Members

5.12 To enter into any other contract the Club considers necessary or desirable.

## 6.0 MEMBERSHIP:

6.1 Membership shall be open to any person who wishes to further the interests of the Club.

6.2 Any person seeking membership shall make application to the Committee, and the Committee shall determine whether the application is successful or not.

6.3 Each person admitted to membership shall be;

6.3.1 Bound by the Constitution and By-laws of the Club.

6.3.2 Come liable for such fees and subscriptions as may be fixed by the Club.

6.3.3 Entitled to all advantages and privileges of membership.

## 6.4 Membership Categories:

### 6.4.1 ORDINARY MEMBER

Any person who is a financial member of the club is entitled to hold any office and enjoy the privileges of the club.

### 6.4.2 SOCIAL MEMBER

Persons other than ordinary members who are interested in promoting the club, but who do not wish to participate in the sporting activities of the club, may become a Social Member.

### 6.4.3 JUNIOR MEMBER

Any person under the age of 18 years may become a Junior Member.

### 6.4.4 FAMILY MEMBERSHIP

A family membership applies to all immediate family. A family subscription rate applies and members of that family are entitled to hold any office and enjoy the privileges of the club.

### 6.4.5 LIFE MEMBERSHIP

The Committee may recommend to the AGM any member who has given outstanding service to the club as a life member. Any member may nominate a person to the Committee for consideration for Life Membership.

A life member elected at the AGM shall have full privileges of membership without paying any further subscriptions.

#### **6.4.6 PATRON**

The AGM may, at its discretion, elect a patron or patrons of the Club.

Such patron/s shall not be eligible to vote unless they are members of the Club.

#### **6.4.7 AFFILIATED CLUBS**

A club desirous of becoming an affiliated club must take application in accordance with the by-laws of the Club. Such application must be lodged with the Committee on or before a date as determined by the Committee of the Club. Each affiliated club shall appoint or elect a delegate as his or her representative to meetings of the Committee. Affiliate club members have no voting rights.

### **7.0 SUBSCRIPTIONS:**

The AGM In each year shall decide the amount of subscription for the current year and in default of any resolution in that behalf, the subscription shall be the same as the previous year.

### **8.0 TERMINATION OF MEMBERSHIP**

**8.1** Any person's membership may be terminated by the following events;

**8.1.1** Resignation

**8.1.2** Expulsion

**8.1.3** a Member's annual membership fee remains unpaid after 60 days falling due

**8.2** The Committee shall have the power to suspend or expel any member of the Club for

**8.2.1** any of the events in Item 8.1

**8.2.2** False or inaccurate statements made in the member's application for membership of the Club

**8.2.3** breach of any rule, regulation or by-law of the Club and

**8.2.4** By any act deemed by committee to be detrimental to the Club.

**8.3** Any member who is expelled, suspended or has their membership terminated, shall have the right to appeal against their suspension or expulsion by presenting their case to a Special General Meeting called for such purpose. The decision of the Special General Meeting shall be final.

### **9.0 MANAGEMENT OF THE CLUB.**

**9.1** Management of the club shall be vested to the Committee elected by the members at the Annual General Meeting. The Committee shall consist of

**9.1.1** President

**9.1.2** Vice President

**9.1.3** Minimum of 6 and maximum of 10 members.

**9.2** The Committee shall be charged with the appointment of a Board, as a permanent sub-committee of the club. The Board shall consist of

**9.2.1** President

**9.2.2** Vice President

**9.2.3** Maximum of 2 co-opted persons (who may come from outside club membership)

**9.3** The Board shall be charged with the governance of the Club according to the objects of the club by

**9.3.1** setting the strategic direction of the Club with short, medium and long-term planning

**9.3.2** setting policies and performance expectations according to the constitution of the club

**9.3.3** managing risk exposure to the club

**9.3.4** evaluating the club's achievements and performance of its employees

**9.4** A Committee member's term will last from election until the following AGM. The Committee however can appoint members to the Committee to fill casual vacancies or for specific appointments.

**9.5** The President and vice-President terms are for two years, with alternate expiring years.

**9.6** A quorum of the Committee shall be half of its members plus one. (5)

**9.7** If the President or Vice President is unable to attend, then a chairperson nominated by the meeting shall chair that meeting.

**9.8** A member of the Committee may lose his or her position on the Committee for either of the following;

- Absence from three or more meetings without leave of absence.
- Found not to be a financial member.
- Found to be in breach of any conditions of rule 8

**9.9** The Committee shall meet at least once bi-monthly.

**9.10** Any member, life member or patron may attend a committee meeting and may speak at the Chairpersons discretion.

## **10.0 POWERS OF THE COMMITTEE**

- 10.1** The Committee shall carry out the day-to-day running of the club and shall have the power to:
- 10.1.1** Administer the finances, appoint bankers, and direct the opening of banking accounts for specific purposes and to transfer funds from one account to another, and to close any such account;
  - 10.1.2** Fix the manner in which such banking accounts shall be operated upon, providing the Committee passes all payments;
  - 10.1.3** Decide such levies and charges as is deemed necessary and advisable, and to enforce payment thereof;
  - 10.1.4** Adjudicate on all matters brought before it that in any way affect the Club.
  - 10.1.5** Cause minutes to be made of all proceedings at meetings of the Committee, Board and General Meetings of members;
  - 10.1.6** Make, amend and rescind rulings and By-laws;
  - 10.1.7** Have the power to form and appoint any sub committee/s as required for specific purposes;
  - 10.1.8** May at their discretion employ a person or persons to carry out certain duties required by the club, at salaries or remunerations for such period of time, as may be deemed necessary.
  - 10.1.9** Should a vacancy occur on the Committee during the year, the Committee may appoint a successor until the next Annual General Meeting?
  - 10.1.10** Appoint an officer/s or agent of the Committee to have custody of the clubs records, documents and securities.
- 10.2** The Committee shall appoint a member to maintain an up to date register of members of the Club.
- 10.3** A member may at any reasonable time inspect the records and documents of the Club.

## **11.0 AUDITOR**

- 11.1** The Annual General Meeting shall elect or appoint an Auditor or Auditors.
- 11.2** The Auditor/s shall examine and audit all the books and accounts of the Association annually, and have the power to call for all books, papers, accounts, receipts etc., of the Club and report thereon to the Annual General Meeting.

## **12.0 GENERAL MEETINGS:**

### **12.1 Annual General Meeting**

- 12.1.1** The Annual General Meeting (AGM) of the Club must be held within four months of the end of the club's financial year.
- 12.1.2** Written nominations for the office of President, Vice President and Committee members shall be received by the Secretary no later than two (2) days prior to the Meeting. If the required number of nominations is not received prior to the Meeting then additional nominations may be called for at the Meeting.
- 12.1.3** The Committee shall give at least fourteen (14) days notice of the date of the Annual General Meeting, to members.
- 12.1.4** All financial members may attend the Annual General Meeting.
- 12.1.5** The quorum at the Annual General Meeting shall be a minimum of 10% of the membership. If, at the end of 30 minutes after the time appointed in the notice for the opening of the Meeting there is no quorum, the meeting shall stand and adjourn for one week. If at the subsequent meeting there is no quorum then those members present shall be empowered to discharge the business of the meeting.
- 12.1.6** The agenda for an Annual General Meeting shall be;
- Opening of Meeting
  - Apologies
  - Confirmation of Minutes of previous Annual General Meeting
  - Presentation of Annual Report
  - Adoption of Annual Report
  - Presentation of Financial Report
  - Adoption of Financial Report
  - Election of Officers
  - Appointment of Auditor
  - Determination of Annual Membership Fee
  - Notice/s of Motion
  - General business
  - Closure

### **12.2 SPECIAL GENERAL MEETINGS**

- 12.2.1** May be called by the Committee or at the request of the President or on the written request of 5% of the membership.

**12.2.2** The Committee shall give at least fourteen (14) days notice, in writing, of the date of the Meeting to the members. Notice of the Meeting shall set out clearly the business for which the meeting has been called. No other business shall be dealt with at that Meeting.

**12.2.3** The quorum at the Special General Meeting shall be a minimum of 10% of the membership.

### **13.0 VOTING**

**13.1** Voting powers at the Annual General Meeting and Special General Meetings:

**13.1.1** Each member shall be entitled to one vote and in the event of a tied vote the President may exercise a casting vote.

**13.2** Voting powers at Committee Meetings;

**13.1.1** Each member shall be entitled to one vote and in the event of a tied vote the President may exercise a casting vote.

### **14.0 FINANCE:**

**14.1** All funds of the club shall be deposited into the club's accounts at such bank or recognised financial institution as the Committee may determine.

**14.2** All accounts due by the club shall be paid after having been passed for payment at the Committee Meeting and when immediate payment is necessary, account/s shall be paid and the action endorsed at the next Committee Meeting.

**14.3** A statement showing the financial position of the club shall be tabled at each Committee Meeting.

**14.4** A statement of Income and Expenditure, Assets and Liabilities shall be submitted to the Annual General Meeting. The auditor's report shall be attached to such financial report.

**14.5** The financial year of the Association shall commence on **1 October** each year. The accounts, books and all financial records of the club shall be audited each year.

**14.6** The signatories to the club's account/s will be the any 2 of the following;

- President
- Vice President
- Any member specified by Committee

**14.7** All property and income of the club will apply solely to the promotion of the objects of the club and no part of that property or income shall be paid or otherwise distributed, directly, or indirectly, to members, except in good faith in the promotion of these objects.

### **15.0 COMMON SEAL**

The Committee will have control of the Common Seal of the club. The seal shall not be used or affixed to any deed or document except pursuant to a resolution of the Committee or AGM and in the presence of at least the President and two members of the Committee, both of whom shall subscribe their names as witnesses.

### **16.0 ALTERATIONS TO THE CONSTITUTION AND BY-LAWS:**

**16.1** No alteration, repeal or addition shall be made to the Constitution except at the Annual General Meeting, or Special General Meeting, called for that purpose.

**16.2** The Secretary shall forward notice to all members of all motions to alter, repeal or add to the Constitution at least fourteen (14) days prior to the Meeting.

**16.3** Alterations to the By-laws can be made only at Committee Meetings by a two thirds majority vote provided notice of the proposed alteration/s has been duly notified to Committee Members.

**16.4** Constitutional changes or Special Resolutions presented at an AGM or Special General meeting shall have no effect unless passed by a two-thirds majority.

**16.5** Within one month of the passing of a Special Resolution, the committee shall notify the Ministry of Economic Development of such changes.

### **17.0 DISSOLUTION**

If, on the winding up of the club after payment of all costs, debts, and liabilities, any surplus assets remaining shall be disposed of by distributing to other approved non profit bodies or approved tax exempt clubs within New Zealand that have an interest in automobile sport as determined by a General Meeting. No member of the club shall be entitled to any distribution.

### **18.0 MATTERS NOT PROVIDED FOR**

Any matters which are not provided for in this Constitution shall be decided by the Committee.