

CONSTITUTION.

1.0 NAME:

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

2.0 OBJECTS:

The objects of the **Club** are:-

2.1 To **Foster and promote Motoring in the Queenstown Central Otago District.**

2.2 To **Foster and promote Motorsports in the Queenstown Central Otago District**

2.3 To **Build motorsport skills in competitor, volunteer, and official roles**

2.4 To **Promote safe motorsport within the club and across the community**

2.5 To **Operate a club championship administered by the executive committee**

2.6 To **Maintain affiliation of MotorSport New Zealand**

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**: (as conferred by Section 13 of the Act).

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** thinks fit;

5.5 To give such security for the discharge of liabilities incurred by the **Club** as the **Club** thinks 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 subscriptions, levies, donations and gifts in accordance with the objects of the **Club**;

5.9 Print and publish any information by any media including newsletters, newspapers, articles or leaflets for promotion of the **Club**;

- 5.10 Provide gifts and prizes in accordance with the objects of the **Club**;
- 5.11 Organise social events for Members and the promotion of the **Club**;
and
- 5.12 To enter into any other contract the **Club** considers necessary or desirable & **become an affiliated Club of Motorsport NZ Inc.**

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 Management Committee.
- 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**.
 - 6.4.3 JUNIOR MEMBER
Any person under the age of 21 years may become a Junior Member.
 - 6.4.2 LIFE MEMBERSHIP
The Management Committee as a Life Member may elect any member who has given outstanding service to the **Club**. Any member may nominate a person to the Management Committee for consideration for Life Membership. For clarity life members are deemed to be financial members of the club.
 - 6.4.3 PATRON
The Club may, at its discretion, elect a patron the **Club** for such period as may be deemed necessary. Such patron/s or vice patron/s shall not be eligible to vote unless they are current members of the Club.
- 6.5 The Management Committee shall appoint a member of the Management Committee to maintain an up-to-date register of members of the **Club**.
- 6.6 A member may at any reasonable time inspect the records and documents of the **Club**.

7.0 SUBSCRIPTIONS:

- 7.1 To be paid by different classes as and when they are due on an annual basis.

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 **12 Months** falling due;
- 8.2 The Management 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 detrimental to the **Club**.

After having undertaken due inquiry.

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 General Meeting called for such purpose, and the decision of the General Meeting shall be final.

9.0 MANAGEMENT COMMITTEE

- sometimes called Executive Committee.
- Committee persons are sometimes referred to as Office Bearers.
- the main Office Bearers are often referred to as The Executive.

9.1 Management of the Club shall be vested in the Management Committee elected by the members at the Annual General Meeting and consisting of;

9.1.1 President

9.1.2 Vice President

9.1.3 Immediate Past President

9.1.4 Secretary

9.1.5 Treasurer

9.1.6 **3** Committee Members (Number to be nominated)

9.2 No person shall hold more than two positions on the Management Committee at any one time. **Unless agreed by a majority of members at a general meeting.** A person shall cease to be a member of the Management Committee at the conclusion of the Annual General Meeting which follows his/her election and he will be eligible for re-election.

9.3 A quorum of the Management Committee shall be half of its members.

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

9.5 A member of the management committee may lose his or her seat 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 unless unanimously approved by all other members of the Management Committee.

10.0 POWERS OF THE MANAGEMENT COMMITTEE

10.1 The Management Committee shall carry out the day-to-day running of the **Club** and shall have the power to:

10.1.1 Administer the finances, apply for loan facilities, 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 Management Committee passes all payments;

10.1.3 **Fix** fees and subscriptions payable by members and decide such levies, fines and charges as is deemed necessary and advisable, and to enforce payment thereof;

10.1.4 Adjudicate on all matters brought before it which in any way affect

the Club.

- 10.1.5 Cause minutes to be made of all proceedings at meetings of the Committee 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 Management Committee during the season, the Management Committee may appoint a successor until the next Annual General Meeting.
- 10.1.10 Appoint an officer/s or agent of the Management Committee to have custody of the Club's records, documents and securities.

11.0 AUDITOR/REVIEWER

- 11.1 The Annual General Meeting the members may elect or appoint an Auditor or Reviewer.
- 11.2 The Auditor/Reviewer shall examine all the books and accounts of the Club, and have the power to call for all books, papers, accounts, receipts etc, of the **Club** and report thereon within 90 days following the AGM.

12.0 GENERAL MEETINGS:

12.1 Annual General Meeting

- 12.1.1 The Annual General Meeting of the **Club** must be held within four months of the end of the club's financial year.
- 12.1.2 The Secretary shall give at least fourteen (14) days' notice of the date of the Annual General Meeting, to members.
- 12.1.3 All financial members may attend the Annual General Meeting.
- 12.1.4 The quorum at the Annual General Meeting shall be a minimum of **10** members. If, at the end of 30 minutes after the time appointed in the notice for the opening of the Meeting, there be no quorum the meeting shall stand and adjourn for one week. If at such meeting, there is no quorum those members present shall be competent to discharge the business of the meeting.
- 12.1.5 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 Treasurer's statement
 - Adoption of Treasurer's statement
 - Appointment (if deemed necessary) of Auditor or reviewer
 - Election of New Executive
 - Ratification of Annual Membership Fee
 - Notice(s) of Motion
 - General business
 - Closure of Meeting

12.2 General Meetings

12.2.1 General Meetings may be called by the Management Committee or at the request of the President and Secretary or on the written request of **6** members of the **Club**.

12.2.2 The Secretary shall give at least seven (7) days' notice, in writing, of the date of the General Meeting to the members. Notice of General Meetings shall set out clearly the business for which the meeting has been called. No other business shall be dealt with at that General Meeting.

12.2.3 The quorum at the General Meeting shall be a minimum of **10** members.

13.0 VOTING

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

13.1.1 The President shall be entitled to a deliberate vote and, in the event of a tied vote; the President shall exercise a casting vote.

13.1.2 Each individual financial member present shall have one (1) vote.

13.2 Voting powers at Management Committee Meetings;

13.2.1 The President shall be entitled to a deliberate vote, and, in the event of a tied vote, the President shall exercise a casting vote.

13.2.2 Each individual committee member present shall have one (1) 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 Management Committee may determine.

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

14.3 The Secretary or Treasurer shall keep a record of **petty cash** expenditure in a Petty Cash Book.

14.4 A statement showing the financial position of the **Club** shall be tabled at any Management Committee Meeting by the **Treasurer or Secretary when requested**

14.5 A statement of Income and Expenditure, Assets and Liabilities shall be submitted to the Annual General Meeting.

14.6 The financial year of the **Club** shall commence on **1 September** (date) each year. The accounts, books and all financial records of the **Club** shall be audited each year.

14.7 The signatories to the **Club's** account/s will be the **2** from the following;

- President
- Vice President
- Treasurer
- Secretary
- Management committee member.

14.8 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

(A rubber stamp on which is engraved the **Club's** name)

The common seal of the **Club** shall be kept in the care of the Secretary. The seal shall not be used or affixed to any deed or document except pursuant to a resolution of the Management Committee 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 ALTERNATIONS 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 General Meeting, called for that purpose and notice of all motions to alter, repeal or add to the Constitution shall be given to members fourteen (14) days prior to the Annual General Meeting, or seven (7) days prior to a General Meeting called for such purpose.
- 16.2 The Secretary shall forward such notices of motion to each Management Committee member at least fourteen (14) days prior to the Annual General Meeting or seven (7) days prior to a General Meeting.
- 16.3 Alterations to the By-laws can be made only at Management Committee Meetings provided notice of the proposed alteration/s has been duly notified to Committee Members.
- 16.4 Such motions, or any part thereof, shall be of no effect unless passed by a seventy five percent (75%) majority (Special Resolution) of those present and entitled to a vote at the Annual General Meeting, General Meeting or Management Committee Meeting, as the case may be.
- 16.5 Within one month of the passing of a Special Resolution, the Secretary shall notify the NZ Companies office by updating the Incorporated Societies Register.

17.0 DISSOLUTION

If, on the winding up of the **Club**, any property of the **Club** remains after satisfaction of the debts and liabilities of the **Club** and the costs, charges and expenses of that winding up, that property shall be distributed

- (a) Another incorporated **Club** or Club having objects similar to those of the **Club**; or
- (b) For charitable or benevolent purposes, which incorporated Club or purposes, as the case requires, shall be determined by resolution of the members.