

DANNEVIRKE CAR CLUB (INCORPORATED)

CONSTITUTION (2009)

1. NAME

The name of the organisation shall be Dannevirke Car Club (Incorporated) referred to in this Constitution as the "Club".

2. REGISTERED OFFICE

The registered office of the Club shall be at such place as determined from time to time by the Executive.

3. OBJECTS

The Objects of the Club Shall Be:

- 3.1 Encourage participation, promote and administer the various sports involving automobiles as may be decided.
- 3.2 Organise and control competitions for club sporting events.
- 3.3 Determine recognition and awards for such competitions. Where conditions laid down by donors of cups and trophies are impracticable or superseded, the Club may alter the cups/trophies use whilst still reflecting the intent of the donor.
- 3.4 To promote road safety and improved standards of motor vehicle control.
- 3.5 To affiliate with any organisation approved by the Committee from time to time.
- 3.6 To take all steps, proceedings and actions which it considers advisable in facilitating the objects of the Club.

4. POWERS

To Further its Objects, the Club Shall Have the Power To:

- 4.1 Invest, borrow or advance monies, with or without securities and to execute mortgages over any property of the Club or issue debentures as securities for the repayment of any such monies.
- 4.2 Receive subscriptions, grants and funds.
- 4.3 Set levies, make alter or rescind rules, regulations and procedures.
- 4.4 Employ staff and engage the services of appropriate people and organisations to assist and advise the Club.
- 4.5 Join, contract, engage or make arrangements with any other person or organisation.
- 4.6 Discipline its members, and other appointed or elected personnel.
- 4.7 Establish committees or subcommittees and delegate its powers to those committees.

- 4.8 Determine policies and procedures to effectively administer the Club.
- 4.9 Determine rules to control club events.
- 4.10 Acquire, sell, lease or otherwise deal with facilities and property as required.
- 4.11 Arrange competitions and events for members.
- 4.12 Follow any procedures which further the objects of the Club.

5. MEMBERSHIP

- 5.1 The Club shall consist of the present members together with all those who may hereafter be accepted.

5.2 Application For Membership

Any person may apply to be a member. Such application must be in writing, be approved by a majority of the committee and be accompanied by a subscription under No 12 of this Constitution.

5.3 Effect Of Membership

Upon gaining membership, the member will receive a copy of this Constitution and agree to be bound by this Constitution.

- 5.3.1 A member may only make or receive any pecuniary gain under or by the activities of the Club permitted by the Incorporated Societies Act 1908 and any amendments.

No member or Member Associated Person shall be involved in any decision regarding payment to the member or member associated person in respect of any income, benefit or advantage whatsoever. Any income paid shall be at market rates. Refer 4.4.

5.4 The Register of Members

- 5.4.1 The Secretary shall keep a register of Members ("The Register"), which shall contain the names, the addresses and telephone numbers of all Members, and the dates at which they became Members.
- 5.4.2 If a Member's address or telephone number changes, that Member shall give the new address or telephone number to the Secretary.
- 5.4.3 Each Member shall provide such other details as the Committee requires.

5.5 Termination of Membership

- 5.5.1 A member may resign their membership in writing,
- 5.5.2 Any member, who in the opinion of the Committee, is guilty of conduct injurious to the good order or interests of the Club, may be suspended or expelled or otherwise penalised by a majority vote of two-thirds of the Committee present at a special meeting convened for that purpose. The member concerned shall have 6 days notice, in writing, from the Secretary, informing them of such meeting, and of the nature of the charge against them.
- 5.4.3 Any member ceasing voluntarily or otherwise to be a member of the Club, shall thereupon forfeit all claim, or interest in the property of the Club and return any property in their possession forthwith.

5.4.4 Membership will be terminated if subscriptions, levies or fees are not paid pursuant to Nos 4.3, 6.2.6 and 11 of this Constitution. Before such termination can occur, the Club must give the member 7 days notice specifying the payment due and requiring receipt of the payment by the expiry of those 7 days.

5.6 Life Members

In the event that the Committee by no less than a two-thirds majority shall so resolve then the Club in general meeting may elect any person who has been an active member of the Club for not less than 15 years to be a life member in recognition of extraordinary services to the Club, provided however that the committee has listed this as an item on the agenda for the annual general meeting. A life member so elected shall have full privileges of membership without paying any further subscriptions.

5.7 Honorary Members

The Committee shall have power to grant Honorary Membership from year to year or for any period not exceeding 3 years to any person with not less than 5 years involvement with the Club, who shall in the unanimous opinion of the Committee have, by special services to the Club, merited such recognition.

6. EXECUTIVE AND COMMITTEE

Composition

6.1.1 The Executive of the Club shall consist of the following:

President	President
Immediate Past President	Club Captain
Vice President	Secretary
Club Captain	Treasurer
Secretary	
Treasurer	

provided however that the office of Secretary and Treasurer may be held by one person. (I personally believe that these positions should be separate).

6.1.2 The Committee shall consist of the Executive of the Club and 6 other members of the Club. All of whom must have been elected members for a minimum of 6 months.

6.1.3 All officers of the Club shall hold office from the date or respective dates of their election until a subsequent election subject however to their right to resign. The Committee as a body or all or any of the officers shall be removable by a vote of at least two-thirds of the members present at a special general meeting called for that purpose. Any such meeting shall have the power to fill any vacancies so created. The members remaining shall, whether or not they constitute a quorum be empowered to carry on the business of the Club for as long as is necessary pending the filling of vacancies.

6.2 Powers

6.2.1 Subject to the overriding direction by an Annual/Special General Meeting, the Committee shall be charged with applying this Constitution and shall have full control and management of the Club's affairs and activities.

Additionally They Shall:

6.2.2 At the first meeting after the Annual General Meeting appoint a Club Captain, Secretary, Treasurer, (provided that the Secretary and Treasurer may be one person) where possible from

within the number elected at the Annual General Meeting. This section could be deleted if you voted on the Club Captain, Secretary and Treasurer as part of your AGM. Any other positions could be decided upon by the Executive and committee at their first meeting.

- 6.2.3 Decide to fill or otherwise any vacant positions on the Committee.
- 6.2.4 Appoint such non voting exofficio members as required.
- 6.2.5 Decide to terminate or alter any previously determined individual committee member duties.
- 6.2.6 Determine any reduced subscription levels for members who join later than 6 months after the beginning of any financial year.
- 6.2.7 Plan, manage and control the clubs affairs and finances.
- 6.2.8 Arrange cheque signing authority for an agreed number of committee members, provided however that any cheque signed shall have two authorised signatories.
- 6.2.9 Have the control of the Common Seal of the Club which shall be affixed to any necessary document subject to the Incorporated Societies Act 1908 and amendments in the presence of the President and Vice President or their nominees duly appointed in writing by the committee, who shall sign such document(s).

7. COMMITTEE MEETINGS

- 7.1 The Committee shall meet as and when it decides and subject to such notice as it decides, provided however that there shall be a minimum of one meeting bi-monthly. Further committee meetings may be called by the President or on a requisition signed by at least three members thereof.
- 7.2 The President shall Chair all meetings. This duty shall fall to the Club Captain. Should the Club Captain also not be available then the meeting shall elect a Chairperson from those present.
- 7.3 At Committee meetings 5 members of the Committee shall constitute a quorum.
- 7.4 Where there is an equality on a voting issue the Chairperson shall have a casting vote.
- 7.5 Any member of the Committee who shall be absent without written leave for 3 consecutive meetings shall automatically vacate his or her seat on the Committee unless the Committee unanimously resolves otherwise.
- 7.6 The Patron(s) may attend committee meetings as exofficio non voting members. This may be deleted if you decide not to have the option to appoint a Patron in the future.
- 7.7 Any club member may attend a committee meeting; they may speak at the chairperson's discretion.

8. GENERAL MEETINGS

8.1 Annual/Special General Meeting

- 8.1.1 The Annual General Meeting of the Club shall be held no later than 30 September in each year.
- 8.1.2 Written nominations for the office of President, Club Captain, Secretary, Treasurer and 6 Committee Members shall be received by the Club Secretary no later than 30 days prior to the Annual General Meeting. Should the required number of nominations not be received then those received will be appointed unopposed and further nominations will be called for at the Annual General Meeting. Any unsuccessful candidate for President shall have the right to stand for election to the Committee.

- 8.1.3 Nominations for **one or two Patrons** can be received from the members at the Annual General Meeting and for the **Honorary positions of Auditor and Solicitor**. A ballot will be held where nominations exceed vacancies. Unfilled positions can be appointed by the Committee.
- 8.1.4 The President shall take the Chair at all general or special meetings. Should the President be unavailable the procedure in 7.2 shall be followed to determine a Chairperson.
- 8.1.5 A special general meeting may be called by the Committee or on a requisition signed by not less than 15 members of the Club, and can only discuss the business for which the meeting is called.
- 8.1.6 The Patron(s) and President de Honour may attend and speak at Annual/Special General Meetings as exofficio non voting members if they are not already club members.
- 8.1.7 Notice of at least 21 days in writing is required to be given to members by the committee advising the time, place and items to be discussed for an Annual General Meeting or Special General Meeting.

8.2 Voting

Each financial member present has one vote except for the Chairperson who has a casting vote where there is an equality. Voting shall be by a majority except for alterations to this constitution and the appointment of a liquidator which shall be by a two-thirds majority. Voting may be by a show of hands or secret ballot if requested by two members. Proxy or postal votes are not permitted.

8.3 Agenda and Business to be Discussed

- 8.3.1 The business which must be discussed at the Annual General Meeting includes the annual reports, statements of annual audited accounts, elections and agenda items which may include alterations to this Constitution, life members and items of general business.
- 8.3.2 At all general meetings **10%** of the total membership shall constitute a quorum.

9. FINANCIAL YEAR

- 9.1 The financial year of the Club shall end on 30 June in each year. A member becomes unfinancial on 1 July in any year and thereafter is unable to participate in any Club activities until dues are paid.

10. ANNUAL ACCOUNTS

- 10.1 The Club does not require that the annual accounts be audited by a member of the Institute of Chartered Accountants of New Zealand. The annual accounts will however be reviewed by a suitably qualified person from the accounting profession.

11. SUBSCRIPTIONS

- 11.1 The Annual General Meeting in each year shall decide the amount of the subscription for the current year and in default of any resolution in that behalf, the Annual Subscription shall be the same as for the previous year.
- 11.2 Any increase in subscription fees set at an Annual General Meeting will apply only to new or unfinancial members in the current financial year. Existing (paid up) members will not be liable for back-dated subscription fees. All subscriptions shall be payable by the first day of July in each year.

12. ALTERATION TO CONSTITUTION

- 12.1 The Constitution of the Club shall not be altered or amended except by a vote of at least two-thirds of the members present at any Annual/Special General Meeting.
- 12.2 Any proposed motion to amend or replace this Constitution shall be signed by at least **10** Members, and given in writing to the Secretary at least 28 days before the Annual General Meeting at which the motion is to be considered, and accompanied by a written explanation of the reasons for the proposal.
- 12.3 At least 14 days before the Annual General Meeting at which any rule change is to be considered, the Secretary shall give written notice to all Members of the proposed motion, the reasons for the proposal, and any recommendations that the Committee may have.
- 12.4 When a rule change is approved by the Annual General Meeting the Committee shall cause to be filed with the Registrar of Incorporated Societies advice of the rule change/s in the prescribed form. No rule change shall take effect until this has been approved by the Registrar.

No addition to or alteration of the non-profit aims, personal benefit or winding up clauses shall be approved without the approval of the Inland Revenue Department.

13. LIQUIDATION

The Club May Voluntarily Be Put Into Liquidation If:

- 13.1.1 A two-thirds majority of votes at an Annual/Special General Meeting passes a resolution appointing a Liquidator;
- and**
- 13.1.2 Such resolution is confirmed in a subsequent Special General Meeting, called for that purpose, and held not later than 30 working days, after the date on which the resolution was passed.
- 13.2 Upon appointment of a Liquidator the provision of Part XVI of the Companies Act 1993 shall apply to the liquidation of the Club.
- 13.3 Any surplus assets of the Club, after payment of all costs, debts, and liabilities, shall be disposed of by distributing them 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.

14. MATTERS NOT PROVIDED FOR

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