

CONSTITUTION

&

BY-LAWS



P O Box 16610, Hornby, Christchurch 8441

Constitution	Updated August 1999
By Laws	Updated April 2001
	Updated July 2002
	Updated May 2013
	Updated August 2016
Constitution	Updated August 2005
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	Updated May 2013
	Updated May 2016
	Updated August 2016

CONSTITUTION OF THE CANTERBURY CAR CLUB INCORPORATED

1. **The name of the society shall be The Canterbury Car Club Incorporated. (the “Club”).**

2. **OBJECTS:**

The objects of the Club shall be to:

- (a) promote, organise, conduct and assist motorsport and associated activities for Club members and the general public.
- (b) promote, organise, conduct and assist driver training and road safety.
- (c) maintain affiliation with any other Association, for example, MotorSport New Zealand Inc.
- (d) promote, organise, conduct and present motor shows and social activities for Club members and the general public.
- (e) do anything necessary or helpful to the above purposes.

Pecuniary gain is not a purpose of the Club.

3. **POWERS:**

- The powers of the Club include:

- (a) to organise and control competitions
- (b) to make and amend by-laws
- (c) to lend, borrow, invest, raise or secure the payment of money
- (d) to acquire by purchase, lease or grant any property, property rights, shares and debentures and to manage, let, sell, exchange or otherwise deal with property of the Club
- (e) to enter into and terminate contracts with staff, members, individuals, sponsors, media and other organisations
- (f) to raise funds by subscriptions, levies, donations, devises, bequests or gifts
- (g) to appoint and terminate the appointment of staff
- (h) to delegate duties and co-opt or appoint sub-committees or individuals
- (i) to expel and suspend members
- (j) to disseminate private or other information about members with their consent via a written declaration, and subject to the purpose being in accordance with these objects, always in accordance with the Privacy Act 1993 and any amendments
- (k) to affiliate and co-operate with kindred or other organisations
- (l) to insure the property, employees and officials
- (m) to engage in promotional activities
- (n) to apply funds
- (o) to incur liabilities
- (p) to make or alter rules, constitutions, regulations and by laws
- (q) to deal with potential conflicts
- (r) to invoke disciplinary procedures
- (s) to invoke drug testing and associated disciplinary procedures
- (t) to exercise any power a trustee might exercise
- (u) and generally to do all things to allow the Club to fulfill its objects.

However notwithstanding the above, the Club may:

- only use, handle, invest, transfer, dispose of, or otherwise deal with any asset of the Club (including any real or personal property (including money) or any interest therein) for a purpose of the Club; and
- Only borrow money and provide security for that, if authorized by majority vote of the Management Committee.

4. COMMON SEAL:

The Club shall have a Common Seal kept in the custody of the General Manager. The Common Seal shall not be affixed to any document except by the authority of a resolution of the Management Committee and in the presence of at least four Management Committee members (one of whom shall be the President, or the Vice President in the absence of the President).

5. REGISTERED OFFICE:

The Registered Office of the Club shall be situated at 107 Hasketts Road, Ruapuna Park, Templeton, Christchurch.

6. MEMBERSHIP:

Membership shall be open to all persons subscribing to the objects of the Club and paying the prescribed subscription. There shall be several categories of membership as defined in the by laws.

No restrictions shall be imposed on any person by virtue of religious or political beliefs, sex, race or age, but the Management Committee shall have the right to refuse membership to any person without publishing any reason therefore.

Life members shall be entitled to all Club privileges without the payment of annual subscription. All members shall conduct themselves in a manner which upholds the Constitution and Rules of the Club and Motorsport, and shall maintain a spirit of good sportsmanship at all times.

Admission Procedures - Any applicant who submits a completed enrolment form including agreement to abide by the Constitution and Rules of the Club, accompanied by the appropriate subscription fee shall immediately become a probationary member of the Club.

The Management Committee shall consider all applications at the next appropriate meeting after the receipt of the enrolment form.

Register of Members - A register of members shall be kept by the General Manager in accordance with the Privacy Act 1993 and any amendments. If a members contact details change, that member shall give the new postal or email address or telephone number to the General Manager.

Entitlements - Each member shall be entitled to:

- stand for office
- propose any eligible person for office or membership
- attend any general meeting
- receive the Annual Report
- the right of appeal against expulsion from membership in accordance with the by laws

Voting Entitlement - All members are entitled to vote at the Annual

General Meeting. All members shall have voting rights at all other general meetings.

Cessation of Membership - Membership shall cease upon:

- non-payment of any subscription or other charges owing to the Club, in accordance with the by laws
- written resignation duly accepted by the Management Committee
- expulsion in accordance with the by laws

7. MANAGEMENT STRUCTURE:

- (a) **STAFF:** The Club shall employ a General Manager who may:
- 1) make all day to day decisions which do not contravene this Constitution or any policy decisions of the Annual General Meeting or of the Management Committee
 - 2) manage the finances alongside the Club's Accountant, including signing cheques
 - 3) hire staff as required and after consultation with the Management Committee
 - 4) enter into contracts including those with salaried, recompensed or voluntary staff
 - 5) appoint officials
 - 6) set dates and venues and other details of competitions and other meetings
 - 7) appoint sub-committees and co-opt individuals
 - 8) enter into and manage sponsorship and marketing
 - 9) represent the Club and liaise with other bodies
 - 10) manage public relations
 - 11) maintain consultation with standing committees
 - 12) be a signatory on the Club's bank account and have the authority to withdraw funds and sign cheques
- (b) **MANAGEMENT COMMITTEE:** The Management Committee's duties and responsibilities include:
- 1) to appoint the General Manager and oversee the General Manager's operation and decisions
 - 2) to oversee and implement the Club's strategic direction
 - 3) to consider resource development issues
 - 4) financial accountability
 - 5) long term planning
 - 6) to recommend changes to the rules of motorsport
 - 7) to arrange and manage judicial proceedings
 - 8) to appoint honorary officers, subject to ratification at a general meeting
 - 9) to recommend Life memberships
 - 10) to make and amend by-laws

The Management Committee shall consist of a maximum of eight members - President, Vice President, Club Captain, four Club members plus one seconded Motor Racing Club member.

They shall serve a two year term and retire on rotation at the second Annual General Meeting following their election. They are eligible for re-election. The

President and Deputy Club Captain shall retire one year and the Vice President and Club Captain the next. The immediate past President shall serve as part of the Management Committee for the first two years after leaving the role of President.

The Management Committee shall be able to form sub committees and shall have the right to second a member if and when required.

Members of the Management Committee may resign by giving written notice to the Management Committee. Should a casual vacancy occur during the term of office then the Management Committee may fill that vacancy for the remainder of the term for which the vacating member was elected by calling a special general meeting or by appointing a replacement until the next Annual General Meeting.

The Management Committee has all the powers of the Club, unless the Management Committee's power is limited by this constitution, or by a majority decision of the members of the Club. Decisions of the Management Committee bind the Club, unless the Management Committee's power is limited by this Constitution or by a majority decision of the members of the Club.

Power to make decisions in emergency situations shall be vested in the General Manager provided that all such decisions are subject to subsequent ratification by the Management Committee.

The Management Committee may from time-to-time amend, alter or rescind by-laws for the general management of the Club, so long as these are not in contravention of this Constitution or the provisions of any law. All such by-laws shall be binding on members of the Club. A copy of the current by-laws will be available for inspection by any member upon request to the General Manager.

(c) STANDING COMMITTEES:

Standing Committees shall be -

- 1) Race Committee
- 2) Speed Committee
- 3) Rallies Committee
- 4) Motorkhana/Autocross Committee
- 5) Drift Committee

and other standing committees established by an Annual General Meeting as deemed necessary.

These standing committees shall carry out all tasks delegated by the General Manager and the Management Committee. All standing committee members shall retire after a two year term and shall be eligible for re-election.

Members of a standing committee may resign by giving written notice to the Management Committee. Should a casual vacancy occur during the term of office, the Management Committee may fill the vacant position until the next Annual General Meeting..

Each standing committee shall consist of a maximum of 12 elected members.

Each newly elected standing committee shall have a Convenor and Deputy Convenor elected according to the by-laws.

These committees will arrange or organise social activities as deemed necessary and appropriate.

Management members are also ex officio members of all standing committees.

(d) **HONORARY OFFICERS:**

- 1) Patron - There may be a Patron who shall be appointed by the Management Committee and ratified at general meeting
- 2) Auditor & Accountant - There may be an honorary auditor and honorary accountant, each of whom shall be appointed by the Management Committee and ratified at general meeting. The role of the honorary accountant will be to keep proper financial records for the Club, bank all money received by the Club, pay all accounts, prepare annual accounts and file the annual accounts with the Register of Incorporated Societies. The role of the honorary auditor will be to audit the annual accounts each financial year.
- 3) To represent the capital and trophies they brought to The Canterbury Car Club in 2002 when merging, the Management Committee will second one representative from the Motor Racing Club to join the Management Committee for the year.

8. NOMINATIONS:

Nominations for Management Committee and Standing Committees shall be lodged in writing and signed by a proposer, seconder and by the nominee, all of whom shall be members, and forwarded to the General Manager to arrive no later than the 20th July each year.

A candidate may stand for more than one vacancy.

Should there be a greater number of nominations than there are vacancies to be filled, an election must be held.

Where there are fewer written nominations than the number of vacancies to be filled, those nominees shall be declared elected. For standing committees only, nominations may be called from the floor of the meeting for the remaining vacancies. Such nominees must be members and be supported by a mover and seconder and accepted by the nominee.

The Management Committee may second members to fill any vacancies.

Any nomination may be withdrawn by the nominee at any time prior to the election.

Any candidate who is declared elected to any Management position shall not be eligible for election to any other office.

9. MEETINGS:

(a) Annual General Meeting

The Annual General Meeting may -

- 1) agree to any change to the Constitution and By Laws
- 2) set overall policy directions
- 3) approve a long term plan
- 4) decide rules of participation
- 5) elect members to the Management Committee and Standing

Committees

- 6) receive and approve the Annual Report
- 7) recommend changes to the rules of motorsport
- 8) set annual fees and levies
- 9) confer Life Memberships
- 10) receive any notices of motion
- 11) ratify the appointment of Patron, honorary Accountant and honorary Auditor.

The Annual General Meeting of the Club shall be held during the month of August each year and will be called by the Management Committee.

Should the Management Committee default in convening any Annual General Meeting, such meeting may be convened by signed requisition of any 15 members.

The Annual General Meeting shall be chaired by the person appointed by the Management Committee who shall be a club member.

The Annual Report and audited Financial Statements for the preceding year shall be presented to the Annual General Meeting.

Any member desiring to place any item of business on the Agenda of the Annual General Meeting shall submit the request in writing to the General Manager no later than the 20th day of July.

(b) Special General Meeting

Special General meetings of the Club may be convened at any time by the resolution of the Management Committee or by requisition in writing from and signed by any 15 members. Any such requisition shall be addressed to the General Manager and shall state clearly the purpose of the requisitioned meeting. On receipt, the General Manager shall call a Special General Meeting, notice of which shall be issued within 10 days of receipt of the requisition.

The Special General Meeting shall be chaired by the person appointed by the Management Committee who shall be a club member.

(c) Notices

Fourteen days notice of all general meetings shall be given in writing to all Members of the Club. The notice shall include the date, time, place, names of all nominees for any elected positions including proposers and seconders, and the agenda for the meeting.

Nominations of Management and Standing Committees shall be called for no later than the 1st of July each year.

All notices required to be given by this Constitution shall be deemed to have been given if they have been posted, addressed to the last known address of the addressee.

(d) Voting

At all general meetings voting, other than for elected positions, shall be by voice or, if the Chairman or any three other members shall require it, by show of hands.

Each member shall have one vote. In the case of equality of votes, the Chairman shall have the casting vote.

All voting for elected positions shall be by secret ballot, counted by three elected scrutineers who shall not be candidates. Those candidates who receive the highest number of votes shall be declared elected.

In the case of equality of votes for any elected position, the Chairman shall have the power to order an elimination election of the tied candidates.

The voting for elected positions shall be conducted in the following sequence:

President

Vice President

Club Captain

Deputy Club Captain

Management Committee

Race Committee

Speed Committee

Rallies Committee

Motorkhana/Autocross Committee

Drift Committee

(e) Management Committee meetings

The Management Committee shall meet a minimum of every second month.

The chair shall be a member of the Management Committee who is elected to the position from time to time by the Management Committee. Decisions of the Management Committee shall be by majority vote, and each member of the Management Committee shall have one vote. In the case of equality of votes, the Chairman shall have a casting vote.

(f) Standing Committee meetings

Each Standing Committee shall meet as often as required and shall be chaired by a member of the standing committee who is elected to the position from time to time by that standing committee.

(g) Quorum

The quorum for meetings shall be:

Annual General Meeting	- 25 members
Special General Meetings	- 25 members
Management Committee	- 4 members
Standing Committees	- at least 50% of members

(h) Adjournments

Any meeting may be adjourned to such other time as the majority of members present may decide.

In the event of a quorum not being present within thirty minutes of the time for which the meeting was called, the Chairman shall decide the time and place to which the meeting shall adjourn.

No business shall be conducted without a quorum, except the arrangement of the adjourned meeting.

(i) Minutes

Minutes of all meetings shall be kept and when confirmed shall be conclusive evidence of the proceedings recorded therein.

(j) **Notices of Motion for the Annual General Meeting**

Any notice of motion must be submitted to the General Manager in writing no later than the 20th day of July. The notice of motion shall be read at the next Annual General Meeting, and will be debated and voted on at that meeting.

10. FINANCIAL YEAR

The financial year of the Club shall be 1st July to 30th June of the following year.

11. PECUNIARY GAIN

No individual member shall or may make or receive any pecuniary gain under or by the activities of the Club except as is permitted under the Incorporated Societies Act and under clause 11A below.

No addition to or alteration of the non profit aims, personal benefit clause or winding up clause shall be approved without the approval of Inland Revenue. The provisions and effects of this clause shall not be removed from this document and shall be included and implied into any document replacing this document.

11A INCOME TO MEMBERS

Any income, benefit or advantage shall be applied to the objectives of the Club. No member of the Club or any person associated with a member, shall participate in or materially influence any decision made by the Club, 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 open market value). And 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.

12. INTERPRETATIONS

If at any time, any matter shall arise which is not provided for in the Constitution or in the interpretation of this Constitution, then the matter shall be determined by the Management Committee whose decision shall be final.

13. ALTERATION TO THE CONSTITUTION

This Constitution may be altered only by a General Meeting and after at least 14 days notice of the proposed alteration and the details of the proposed alteration shall have been given to every member in writing, addressed to the member's last known registered address. All alterations require a 75% majority vote of those members present and voting.

14. DISSOLUTION

The Club shall not be dissolved except by a majority decision at a General Meeting, the notified agenda for which has included the proposal for dissolution. If upon winding up or dissolution of the Club there remains after the satisfaction of all its debt and liabilities any property whatsoever the same shall not be paid or distributed among the members of the Club but shall be given or transferred to some other organisation or body with similar objects to the Club that also has an income tax exemption or for some other charitable purpose, within New Zealand.

15. COMMENCEMENT DATE

This Constitution shall take effect when adopted by the Club and approved by the Registrar of Incorporated Societies.

16. REPEAL OF FORMER CONSTITUTION

All former Constitutions of the Club are hereby repealed.



BY-LAWS

OF

THE CANTERBURY CAR CLUB INCORPORATED

Date: 2016

- 1 **Registered Office.** The registered office of the Club shall be at the office of Canterbury Car Club Inc, 107 Hasketts Road, Ruapuna Park, Templeton, Christchurch.
- 2 **Membership.** The categories of membership are:
Full Membership: All members who have paid the full subscription
Rennsport: All members who have paid the full subscription plus the extra fee to belong to this group
Junior: All members under 18 years of age on the date of application to join.
Supporter: All members who choose not to compete in any MSNZ permitted event
Life: All members elected to this category by an Annual General Meeting in recognition of special, lengthy and outstanding service to the Club.
3. **Debt:**
Should any debt be owed by any member to the Club for more than three months without an excuse acceptable to the Management Committee (including any overdue subscription fee), that membership may be terminated by the Management Committee, without absolving the liability for settlement of the debt.
- 4 **Misconduct:**
On receipt of a written allegation of misconduct or infringement by a member (including a breach of the Club's constitution), the Management Committee shall appoint a sub-committee of at least three persons who are members of the Club and at least one of whom shall be a member of the Management Committee and shall chair the sub-committee for the purposes of convening a hearing to investigate the allegations. Notification of the allegation shall be forwarded to the member against whom it is made, such notice to be in writing and to contain a copy of the written allegation received from the complainant. The complainant and the person against whom the allegation is made shall be given notice of the time and date of the hearing and at that hearing each party shall be entitled to call witnesses and make submissions. The sub-committee shall then adjudicate and if the allegation is upheld, impose one or more of the penalties set out in the Schedule of Penalties herein. Notwithstanding the foregoing, should the Management Committee deem

a complaint to be malicious or frivolous, then they may elect not to proceed with the hearing process in which case the complainant shall be advised of the decision, in writing.

Schedule of Penalties:

- (a) Reprimand
- (b) Fine not exceeding \$1000.00 for each offence
- (c) Report to MANZ with recommendation for Competition Licence suspension.
- (d) Suspension of Club membership privileges
- (e) Expulsion from membership
- (f) Direct that no competition entry be accepted from a member for such period of time as may be determined by the Management Committee but in any event such a period shall not exceed twelve months.
- (g) Refuse admittance to the Ruapuna complex controlled by the Canterbury Car Club for such a period of time as may be determined by the Management Committee but in any event such a period shall not exceed twelve months.
- (h) Refuse a member admittance to the paddock/pit area for such period of time as may be determined by the Management Committee but in any event such a period shall not exceed twelve months.

One or more of these penalties may be imposed by the Management Committee.

5 Appeal:

An appeal against expulsion from membership must be lodged in writing with the General Manager within seven days of receipt of the notice of expulsion. The appeal will be heard by the Management Committee within fourteen days, and the decision advised in writing will be final.

The appellant may be represented by Counsel.

6 Standing Committees:

At the first meeting of each Standing Committee after the Annual General Meeting, the members shall elect a Chairman. They shall also elect a Convenor and Deputy Convenor. The Club Captain or Deputy Club Captain shall chair the meeting until the elections have been completed. The chairman shall then take the chair.

7 Subscriptions:

The members annual subscription to the Club shall be as follows:

Full membership	\$120.00
Junior membership	\$80.00
Rennsport	\$145.00
Supporter	\$60.00

All members will receive free admission to the park on Club Days if they show their membership card to gate staff.

Full, Junior and Rennsport members will received discounted rates on track test days.

All members shall receive the Club magazine each time it is published.

The annual subscription will be valid for 12 months from the date of issue.

Members with unpaid fees will be removed from the mailing list after two months of being overdue and their membership suspended until payment.

8 Magazine:

The Club shall regularly publish a magazine, which shall be the official publication of the Club. The terms and conditions for its production shall be set by the General Manager.

The resolutions and decisions of the Management Committee meetings shall be published, subject to the discretion of the Management Committee where matters of commercial or other sensitivity are involved.

