

BAY OF PLENTY KART CLUB INCORPORATED

CONSTITUTION

MISSION STATEMENT

A strong family based community club providing safe, exciting, and affordable motorsport for families and individuals both young and old with the focus being as much on fun and enjoyment as it is on the competition itself.

1. NAME:

The name of the club shall be Bay of Plenty kart Club Incorporated and here after referred to as the "Club"

2. OBJECTIVES:

- a) The objectives for which the club is formed are:
- b) To foster, organise, arrange and control kart racing meetings and events with in the Bay of Plenty region and elsewhere.
- c) To provide and maintain for the Club and its members a Clubhouse and facilities and equipment as may be necessary or be used in connection with the affairs and operation of the Club.
- d) To determine and maintain records and awards for competitions and members of the Club.
- e) To organise such activities and co-operate with other clubs or bodies for such purpose as may promote and forward the interests and welfare of the Club and its members.
- f) To use the funds of the Club, as the Club may consider necessary or proper in payment of the costs or expenses necessary to carry out the objectives of the Club, including but not limited to the employment of Counsel, solicitors, auditors, agents, and officers as deemed necessary.
- g) To purchase, take on lease, hire or otherwise acquire any real or personal property, rights or privileges, which the Club may think necessary for the purpose of attaining the objectives of the Club.
- h) To act within the rules and regulations of New Zealand Karting Federation and Motor Sport New Zealand as applicable.

3. MEMBERSHIP:

- a) Any persons interested in Karting or Karting activities shall be eligible to apply for membership of the Club subject to clause 9.
- b) The membership shall comprise of the following classes:
 - 1) Adult Driving Members
 - 2) Youth Driving Members
 - 3) Family Members
 - 4) Associate Members
 - 5) Life Members (see clause 5 below)
- c) Adult Driving Members are full Club members as individuals who may compete in races, receive championship and /or series points and may use the Club facilities.
- d) Youth Driving Members shall be Adult Driving Members who have not attained the age of 17 years at the due date of subscription.
- e) Family Membership shall entitle the members of a family to join the Club as Associate Members subject to clause 18(e).
- f) Associate Members shall be those members who do not actively compete in races but are entitled to use the Club facilities.
- g) Membership of the Club shall not confer on any member thereof any estate of proprietary right, interest or share in the funds and property of the Club nor shall any member be personally liable for the liabilities of the Club.

4. NEW MEMBER:

- a) New members can apply for membership of the Club upon completion of a Membership Application form and the payment of the required fees.

5. LIFE MEMBERS:

- a) Any member of the Club may in recognition of services to the Club be elected a Life Member at the Annual General Meeting of the Club. Life Members shall be Adult Driving Members. To be eligible for nomination for Life Membership a person must have been a financial member of the Club for a cumulative period of at least ten years and made significant contributions to the development and promotion of the Club objectives during this time.
- b) Nominated of any such member as a Life Member shall be made in writing signed by two members of the Club and given to the Secretary at least 7 (seven) days before the Annual General Meeting at which it is intended to propose such nomination.
- c) The nomination shall be proposed at the Annual General Meeting. The conclusion of the vote are in favour of the motion, such nominee shall become a Life Member of the Club. There shall be no more than two appointments per year. Life Members elected before the adoption of this Constitution shall be deemed to have already been elected.

6. MEMBERSHIP REGISTER:

A register of members shall be kept and the names and address of all Members be entered on to and maintained when possible.

7. RESIGNATION:

Any member may resign his membership by delivering a written resignation to the Secretary.

8. MEMBERS BOUND BY RULES:

All Members of the Club shall be held to consent to and be bound by the rules and bylaws of the club.

9. MEMBER EXPULSION:

- a) In the event of any Member being, in the opinion of the Management Committee quality of reckless, dangerous or negligent behavior or undertaking any action that may bring the Club into disrepute, the committee will call a meeting (hereafter initial meeting), of the Management Committee, to decide by vote, appropriate disciplinary action, including expulsion of the Member.
- b) The Member will be informed of the Management Committee's decision in writing within seven days of the initial meeting.
- c) The Member shall have fourteen days from the date the initial meeting in which to appeal such a decision in writing to the Management Committee. The Management Committee shall call a further meeting at which the Member shall be entitled to attend and participate in to discuss the behavior or incident(s) in question.
- d) If the Member does not either:
 - 1) Comply with the Management Committee's disciplinary action within fourteen days from the date of the initial meeting or
 - 2) Lodge an appeal within this time as per clause 9(c) above or
 - 3) Comply with the Management Committee's disciplinary action within fourteen days from the date of any further meeting held, then his membership shall be determined by the Management Committee and the member shall not be entitled to apply for membership of the Club for a period that the Management Committee deems suitable.
- e) The member will be informed of the Management Committee's decision in writing.

10. OFFICERS:

- a) The officers of the Club shall be members of the Club and shall consist of a Patron, President, Vice President, Club Captain, Secretary, Treasurer, Race Secretary, Public Relations Officer and Webmaster.
- b) Each officer will hold office until the next AGM of the Club.
- c) The officers will be eligible for re-election from year to year if proposed and seconded.

11. MANAGEMENT COMMITTEE:

- a) The Management Committee shall consist of a total of eleven positions.
- b) The positions of the Management Committee shall first be filled by the President, Vice President, Secretary, and Treasurer. The other Officers of the Club, namely Club Captain, Race Secretary, public Relations Officer and Webmaster, are automatically eligible to be members of the Management Committee but may decline to accept positions on the Management Committee. By declining such appointment, an Officer cedes all voting and speaking rights pertaining to Management Committee membership. Remaining Management Committee positions shall then be filled by election by ballot from the Club Membership.
- c) There may be one member on the Management Committee who is aged under 17 years on the day of his or her election. The remainder of the Committee, and Official positions, shall be filled by elected Members who have attained the age of 17 years.
- d) The Patron may choose to stand for election to the Management Committee as a normal Club Member.
- e) The position of a Management Committee person shall be vacated if absent from 3 consecutive meetings without leave or reasonable cause or if that person resigns or otherwise ceases to be a member.
- f) The quorum at meetings of the Management Committee shall consist of seven members of the Management Committee. If within 30 minutes after the time fixed for the commencement of such meeting there is not a quorum the meeting shall stand adjourned to such time, day and place as agreed by consensus between the Committee members present and the Chairperson.
- g) A member may not be nominated as an officer or for a position on the Management Committee if they are not present at the AGM unless they give written consent to nomination and acceptance to office if elected.
- h) The President of the Club shall be deemed the Chairperson of the Management Committee. In the event of the President being absent from any meeting, the Management Committee shall elect from those present a substitute Chairperson.
- i) The Management Committee shall have the power to nominate any members of the Club as a sub-committee for any purpose they deem necessary. This sub-committee shall have no control over the expenditure of moneys of the Club except for funds allocated to the sub-committee for any such purpose of its existence by the Management Committee.
- j) The Management Committee shall have the power to consider all matters in difference between members that may be referred to it in writing and its decision shall be final. (Subject to clause 9).
- k) The Management Committee shall hold no less than ten meetings during the year.
- l) The Management Committee shall maintain the general affairs and business of the Club, control its finances and investments, supervise the collection of revenue from all sources and approve the payments of accounts. All payments out of the Club's funds shall be made only by order of the Management Committee. All revenue collected shall be directed to the bank accounts of the Club as directed by the Management Committee.
- m) The Management Committee may from time to time alter, add or delete any by-law or regulation as it considers necessary for the well being of the Club and the good conduct of its affairs. Such by-laws and regulations shall be binding on all members and construed as part of the rules of the Club until rescinded or varied by the Club at a General Meeting.

- n) All resolutions passed at a meeting of the Club or a Management Committee meeting shall be conclusive and binding on all members whether present at such meeting or not.
- o) Any vacancies among the committee arising during the year after the AGM may be filled by a temporary appointment made by the Management Committee.

12. DUTIES OF THE OFFICERS:

12.1 President

- a) Be the Club's head representative.
- b) Shall be the chairperson of the Management Committee.
- c) Give guidance and experience to all aspects of Club business.

12.2 Vice President

- a) Be able to attend Management Committee meetings.
- b) Shall assist the President in all duties and take responsibilities in the Presidents absence.

12.3 Secretary

- a) Be able to attend all meetings of the Club and of the Management Committee, they shall keep minutes off all resolutions and proceedings at such meetings.
- b) To be responsible for custody of all papers and documents of the Club will be entrusted to the Secretary; who shall conduct all general clerical duties of the Club.
- c) Shall be responsible for submitting statements containing the requirements of Section 23 of the Incorporated Society Act 1908.
- d) To conduct all correspondence relating to general affairs of the Club to the members.

12.4 Treasurer

- a) Be able to attend all Management Committee meetings.
- b) To account for all monies due to the Club and to account for all debts contracted by it as directed by the Management Committee.
- c) Shall keep proper books of accounts, register and to furnish to the Annual General Meeting audited or reviewed income and expenditure and financial statements. (See clause 13).
- d) Receive all member subscriptions, issue membership cards and gate keys (if requested) and to maintain member register.

12.5 Race Secretary

- a) Take and keep records to race meetings including points for each driver in point's series.
- b) Be responsible for collection of entries and appropriate race fees on race day.
- c) Be in charge of the lap scores at each race meeting.
- d) Drawing up grids for each class and preparing race orders.
- e) Post results at end of each race day.
- f) Ensure certificates are prepared at the conclusion of racing.
- g) For larger meetings collect all entry forms and fees (to be given to the Treasurer) and confirm entries and issue gate passes where required.

12.6 Club Captain

- a) Attend all Management Committee Meetings.
- b) Offer Assistance to new members and potential new members.
- c) Be mediator to any disputes.
- d) Liaise with members if travelling to other clubs.

12.7 Public Relations Officer

- a) Attend all Management Committee Meetings.
- b) Promote Karting to the general public.
- c) Assist in promotional displays, float parades, public have-a-go days.
- d) Inform the local newspaper of the results, reports etc.
- e) Liaise with Club Captain.

12.8 Webmaster

- a) Responsible for regular updates to the website.
- b) Compile regular emails to Club members with news and update as directed by the Management Committee.
- c) Keep a log and update all email addresses for Club Members.

13. ACCOUNTANT / REVIEWER:

An Audit or Review of the accounts shall be prepared as decided by the Management Committee and once satisfied the financial statements are correct shall certify and return these records to the Treasurer who will present these at the Annual General Meeting.

14. INDEMNITY:

- a) No member shall institute any claim for damages or any other claim against the Club arising for loss or injury as a result of the actions of any member or members of the Club acting under the jurisdiction of the Club.
- b) The officers and Management Committee of the Club shall be indemnified by and out of the funds of the Club against any loss or damage, expenses or liability incurred by reason or in connection with any legal proceedings instituted against them for any act suffered in relation to the performance or professed performance of any of their official duties. Such indemnity shall not include any occurrence which was directly or indirectly brought about or contributed to by any dishonest, fraudulent or malicious act or malicious omission of the officer.

15. FINANCIAL YEAR:

The financial year shall commence on the 1st day of April each year, and shall close on the last day of March in the following year.

16. GENERAL MEETINGS:

Shall be classified as:

Annual General Meetings
Special General Meetings

17. ANNUAL GENERAL MEETINGS:

- a) The Annual General Meeting shall be held before the 1st day of July of each year. The day to be set by the Management Committee. Fourteen days notice of such meeting shall be given to all members by circular or advertisement in the local daily paper.
- b) Ten Members personally present shall form a quorum at all Annual General Meetings of the Club.
- c) **The business of the AGM shall be:**
 - 1) The election of officers of the Club and the election of Members to the Management Committee.
 - 2) The election of any other club positions including but not limited to: Senior Steward(s), Club Stewards, Club Scrutineers, Club Tech Officers, Starters, Finishers, Pit Assistants where applicable.
 - 3) To receive reports from the outgoing Management Committee and the Treasurer's financial reports.
 - 4) To consider any resolutions which may have been submitted. (See clause 17.2).
 - 5) To discuss any general business raised at the AGM.

17.2 Submissions of Resolutions to AGM:

Any Member who desires to move any resolution at the Annual General Meeting may give in writing the details of the resolution to the Secretary before the start of the Annual General Meeting.

17.3 Special General Meetings:

The Management Committee may at any time for any special purpose call a Special General Meeting. This may be done by requisition given to the Secretary signed by 10 members stating the purpose for such a meeting.

Seven (7) clear days notice must be given to all members by circular advertisement or other means as directed by the Management Committee.

18. VOTING GENERAL MEETINGS:

- a) The President shall be the chair for any General Meetings. In his absence he may appoint a suitable replacement or a member selected by the meeting shall take the chair.
- b) Every eligible Member present shall have one vote and in the case of equality the Chairperson shall have a second or casting vote.
- c) All Adult Driving Members and Youth Driving Members shall be entitled to one vote each at any General Meeting of the Club.
- d) All Associate Members, other than those joined by a Family Membership, shall be entitled to one vote each at any General or Meeting of the Club.
- e) Each Family membership shall be entitled to one vote per family, the family shall be represented at the meeting by a nominated member of that family.
- f) Voting shall be by show of hands, or by ballot if demanded by at least seven Members, before the resolution is put to the meeting.
- g) All resolutions will be decided by a majority of votes.

19. SUBSCRIPTIONS:

- a) Subscriptions for the next financial year shall be discussed and set at the Annual General Meeting each year.
- b) All subscriptions are payable in advance, and shall be deemed to be due on the 1st day of **July** each year.
- c) Non payment of subscriptions of any Member disentitles the Member to vote at any meeting.
- d) If the subscription remains unpaid after the due date the membership may be determined by the Management Committee.
- e) The Management Committee shall allow a reduction in fees for persons applying as new members after the first day of December each calendar year.

20. REGISTERD OFFICE:

The registered office of the Club shall be situated at Fagan's Valley Raceway, 154 Alley Road, Te Puke.

21. COMMON SEAL:

The Club shall have a common seal. Subject to the Incorporated Societies Act, the Management Committee shall determine when the common seal is to be used and make provision for its safe custody.

22. CLUB FUNDS:

- a) The funds and property of the Club shall be solely devoted to the objectives specified in clause 2 hereof. An honorarium may be paid to the Secretary, the Treasurer, or other persons if authorized at a General Meeting.

- b) The Management Committee shall seek approval at a General Meeting of the Club for expenditure of funds in excess of \$5000 on any one transaction.

23. BORROWING POWERS:

The Club shall have the power to borrow from any bank or any other body or persons whether by ordinary or secured loan by overdraft or in the form of debentures at such a rate of interest and upon and subject to such terms and conditions as the Club may at a General Meeting think fit.

To give security over any property real or personal now land thereafter belonging to the Club for the repayment of such money and the interest thereon in such form as the Management Committee shall think fit and to execute any documents required to the above purpose.

24. ALTERATION OF RULES:

These rules may only be amended, added to or repealed by resolution of a two-thirds majority vote of members present.

Notice of an intention to alter these must be given to the Secretary by no later than seven (7) days prior to an Annual General or as a request for a Special General Meeting as per Clause 17.3. No rules shall be altered if it will affect the amateur status / non-profit status of the Club.

25. WINDING UP:

- a) The Club shall not dissolve except by "Special Resolution" passed in accordance with provisions of Section 24 of the regulations made under "The Incorporated Societies Act, 1908.
- b) In the event the Club passes a Special Resolution to dissolve in accordance with Clause 25(a), no funds or other assets of the Club in existence at the time of dissolution may be distributed to any Member.
- c) In the event the Club passes a Special Resolution to dissolve in accordance with Clause 25(a), all surplus funds or other assets of the Club in existence at the time of dissolution, will be donated to one or more charitable organizations within New Zealand with charitable objectives similar to those set out in Clause 2 of this constitution.

26. 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 paid shall be reasonable and relative to that which would be paid in an arm's length transaction (being the open market value). The provisions and effect of this clause shall not be removed from this document, and shall be included and implied into document replacing this document.

27. ADDITIONAL CLAUSE:

In October 1973 the Tauranga Go Kart Club Incorporated was granted permission by the Tauranga County Council for the development of the kart track at Fagans Valley, Alley Road Te Puke. Its operation as a kart track was established as a lawful use prior to the introduction of the Resource Management Act 1991. Hence the kart track is permitted to continue to operate as it did prior to 1991 and is therefore entitled to contravene the Council's District Plan, in accordance with and to the extent of the provisions Section 10 of the RMA. No member, group or committee is permitted to take any action to reduce or eliminate this right. In particular no agreement is to be entered into which obliges the Club to comply with the Council's District Plan, without first formally changing this clause of the Club's Constitution.