



# KartSport Hawke's Bay Incorporated

## Constitution

### 1. Name

- a) The name of the club is now KartSport Hawkes Bay Incorporated (hereafter called the Club).
- b) KartSport Hawke's Bay recognises KartSport New Zealand Incorporated as the sole controlling body of karting in New Zealand
- c) The registered office of the Club will be the address of the treasurer
- d) The postal address of the Club will be that of the secretary

### 2. Objects and Powers

- a) Generally, to foster and develop the sport of karting including kart racing and other kart activities and to protect the interests of the owners and drivers of karts and others taking part in karting and to exist for their mutual advantage and understanding.
- b) To handle and control the governance and conduct of the sport.
- c) All funds and assets belonging to the Club shall be under the control of the Executive Committee, and all monies from time to time belonging to the Club shall be banked in the Clubs name in an account under the control of the Executive Committee which shall authorize persons to operate that account..
- d) All accounts for payment on behalf of the Club shall be approved for payment by the Executive Committee.
- e) To present trophies make awards offer prizes give certificates and other recognitions for social competitive skill or speed events.
- f) To buy lease hire or otherwise acquire any real property whether freehold or leasehold or any personal property; and to sell, lease, let, licence, hire, mortgage, charge, exchange, or in any other matter deal with any such property whether with or without consideration or rental and generally upon such terms and conditions as the Executive Committee of the Club shall from time to time determine.
- g) To construct maintain and improve any building or buildings which the Executive Committee may from time to time decide are necessary convenient or desirable for the work of the Club or for the achievement of any of its objects.
- h) To invest any money belonging to the Club in such manner and upon such security as the Executive Committee may from time to time decide and to vary or transpose such investments.
- i) To subscribe to make donations to acquire shares in or become a member of amalgamate with or become part of any Club Society or Association whose objects are seen as a means of furthering any of the objects of the Club.
- j) To borrow monies either with or without security for any of the objects or purposes of the Club upon such terms and conditions as the Executive Committee of the Club shall from time to time approve or determine.
- k) To contribute to assist or support any hospital charitable social sporting or benevolent society institution club or association where there is a benefit direct or indirect to the Club.
- l) To remunerate any person firm company or society or body whether incorporated or not for services rendered to or provided for the Club.
- m) To indemnify all members of the Executive Committee and all agents of the Club against all claims or demands on them or arising from acts done by them in good faith on behalf of the Club or in the furtherance of the objects of the Club.
- n) To do all other acts or things incidental to or conducive to the attainment or furtherance of the aforesaid objects which are permitted by law for the time being applying to incorporated societies in New Zealand.

### 3. Interpretation

In the interpretation of these Rules and any regulations made hereunder unless the context otherwise requires:

- a) The singular shall include the plural and the plural shall include the







singular.

- b) The male shall include the female and the female shall include the male.
- c) The word "Club" shall mean Kart Sport Hawke's Bay Incorporated.
- d) The words "Executive Committee" shall mean the Committee set up pursuant to rule 11 hereof.
- e) The word "Association" shall mean Kart Sport New Zealand Incorporated (KSNZ).

#### **4. Assets**

The assets of the Club shall be applied solely toward fulfilling of the objects of the Club or in repaying liabilities of the Club and no portion of any funds shall be paid or transferred directly or indirectly to any member or members of the Club except as remuneration for services rendered to the Club and authorised by the Executive Committee of the Club and then only on terms of guidelines approved or authorized by the Inland Revenue Department or under the Charities Act

#### **5. Membership**

- a) Membership of the Club shall not be restricted and may consist of both active and non-active members as follows and may be of such other categories and classes as the Executive Committee may from time to time determine.
  - i) Senior Member being 15 or over or competing in a Senior class.
  - ii) Junior member being 15 or under or competing in other than a Senior events. Junior Members will pay 60% of the Senior fee.
  - iii) Family membership will include all members of a family living at the same address and may include bona fide students living away from the address. A family membership will be entitled to 2 votes at any meeting of the Club.
- b) Any new member shall be elected by the Executive Committee who shall be empowered to refuse membership to any person without giving any reason therefor. Persons wishing to become members of the Club shall apply to the Committee for election.
- c) Any member who fails to pay his subscription by the date specified in Rule 9 hereof or any new member who fails to pay his subscription within one month after being elected to membership shall not be entitled to participate in the activities of the Club without the prior consent of the Executive Committee.
- d) The register of membership of the Club shall be prima facie evidence of membership of the Club.
- e) The member is responsible for the actions and behaviour of their crew.

#### **6. Resignation / Cessation of Membership**

Any member wishing to resign must do so in writing which resignation shall take effect from the date of receipt thereof by the Club or its Secretary on the Club's behalf from which date such member shall not be entitled to any of the privileges of membership. Resignation shall not release any member from payment of any subscription or other monies due and payable by him to the Club at the time of such resignation.

#### **7. Life Membership**

- a) Life membership may be conferred on any person by a vote at an Annual General Meeting (AGM) provided that person has been an active member, or Honorary member, of the Club for a minimum of ten years, has provided the Club with an exceptional or outstanding contribution during his membership. A written nomination for Life membership must be seconded and received by the Executive Committee at least 60 days prior to the AGM. The Executive Committee will review the nomination either making a recommendation to the AGM that the nomination be accepted or declining the nomination without reason.
- b) Honorary membership may be conferred upon any person by a vote at an AGM for outstanding services to the Club. A written nomination for







Honorary membership must be seconded and received by the Executive Committee at least 60 days prior to the AGM. The Executive Committee will review the nomination either making a recommendation to the AGM that the nomination be accepted or declining the nomination without reason.

- c) A Life member shall have the right to attend and speak at any Club meeting or function and shall be regarded as a fully paid up member of the Club and be permitted to vote at all General and Annual General Meetings of the Club and shall be eligible for election to the Executive Committee of the Club.
- d) An honorary member shall have the right to attend and speak at any Club meeting or function but shall not be permitted to vote at any general or Annual General Meeting or be eligible for election to the Executive Committee unless such person has paid a subscription as a member of the Club.

## 8. Suspension of Membership

- a) Provided that such person has first been given the opportunity of appearing before the Executive Committee where the actions of such person shall be publicly stated and his explanation sought, the Executive Committee of the Club may suspend any member from membership for such period as the Executive Committee shall think fit but not exceeding three calendar months:
  - i) If in the opinion of the Executive Committee, the member has committed a breach of any Club Rule or By-law or any Rules direction or instruction of the Executive Committee or
  - ii) failed to comply with the direction of any officer of the Club or
  - iii) committed a breach of any Rules of the Association and
  - iv) during the period of such suspension such member shall not be entitled to take part in any Club business or competition or take part in any competition under the control of the Club or the Association.
- b) If the conduct of a member is such that as appears to endanger the character, good order or welfare of the Club, the committee may, after giving the member in question the right to appear before the committee and put a case for consideration of the committee, suspend such member for such a period as the committee considers just or, alternatively cancel the membership of such member.
  - i) The decision of the committee shall be notified to such member in writing promptly after the decision is made.
  - ii) Upon the passing of a resolution to cancel the membership of any member such member will cease to be a member of the club and will not be entitled again to apply to become a member except with the prior consent and approval of the committee.
  - iii) Such member will have a right of appeal to be exercised in writing to a Club General meeting within one calendar month of the date of service of the notice of the decision of the committee.
  - iv) At the hearing of any such appeal a vote by two-thirds of the members voting in support of the decision of the committee will be required for the cancellation of membership to be effective.
  - v) Such general meeting will be held as soon as possible after the receipt by the Secretary of the notice of appeal by such member and shall be provided with all the material considered by the committee when considering the matter.
- c) Notwithstanding anything hereinbefore contained the Executive Committee may suspend the membership of any member who is to be dealt with under Rule 8 hereof pending the holding of the necessary general meeting.

## 9. Subscriptions and Fees

That the annual subscription shall be set annually at the AGM on the recommendation of the Executive Committee and be payable not less than 3 months after the Annual General Meeting.







## 10. Financial Year

The financial year of the Club shall end on the last day of March in each and every year.

## 11. Management

- a) The Executive Committee of the Club will be elected each year at the AGM and consist of a President, a Vice President a Club-Captain, an Honorary Secretary, an Honorary Treasurer and 5 committee members collectively known as the Executive.
- b) The position of Honorary Secretary and Honorary Treasurer may be held by the same person.
- c) In the event those elected as Honorary Secretary and Honorary Treasurer are not financial members of the Club they will be deemed to be so with all rights of a paid up member.
- d) The President, Vice-President or Patron shall preside at all meetings of the Club and the Executive Committee. The Chairman shall have a casting vote in addition to a deliberative vote.
- e) If none of the aforementioned individuals are present at the commencement of any such meeting of the Club or the Executive Committee, then those present shall elect a Chairman from one of their number for the purposes of that meeting.
- f) The Secretary shall:
  - i) Summon all meetings of the Club and of the Executive Committee and keep a Minute Book and record therein all proceedings that have taken place at such meeting and all resolutions that are placed before such meetings whether such resolutions are passed or not.
  - ii) Keep a complete register of the members of the Club.
  - iii) Keep records of all officers and representatives of the Club and all Championship winners.
  - iv) File all documents records and communications connected with the business of the Club and bring them before such meetings as may properly deal with them.
  - v) Conduct all correspondence on behalf of the Club.
  - vi) Carry out all such other duties as are normally the responsibility of a secretary.
  - vii) File the annual return with the Incorporated Societies.
- g) The Treasurer shall:
  - i) Perform all duties in connection with the finances of the Club and in particular shall receive all monies belonging to the Club and lodge them to the account of the Club
  - ii) Keep true and correct records of all finances and monies paid or payable to or by the Club.
  - iii) At the end of each year the Treasurer prepare and submit to review a balance sheet, and income and expenditure account and shall lay these together with such supplementary information as may be reasonably required before the Annual General Meeting of the Club.


## 12. Election of Officers

- a) At each AGM the Club may elect a Patron, a Race Secretary, a Vice Club Captain, a Club Steward, a Starter, a Pit Steward, an Honorary Solicitor, an Honorary Financial Reviewer, a Delegate, an Observer, and Bar and Kitchen managers. These will be known as Officers of the Club.
- b) Retiring officers and Executive Committee members shall be eligible for re-election.

## 13. Role of Executive Committee

- a) The Executive Committee shall be the executive of the Club and shall have control of the management of the Club and its affairs.
- b) In addition to the powers and authorities by these Rules expressly or impliedly conferred upon the Executive Committee it shall have all such powers and authority which may be exercised or done by the Club and which are not pursuant to these Rules or any Act required to be done by the Club in general meeting.
- c) The making of any new Rule or the rescission or alteration of any By-law



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- shall not invalidate any act of the Executive Committee which would have been valid if such new Rule or By-law had not been made.
- d) The Executive Committee shall have power to control all competitions and any other functions or events held by the Club and to make By-laws and to carry into effect and enforce these Rules and any such By-laws and alter and review such By-laws from time to time.
  - e) The Executive Committee may from time to time appoint Sub-committees or persons to deal with any matter relating to the affairs of the Club which the Executive Committee itself has power to undertake and may delegate to such sub-committee or to any members of the Club or any other person the powers conferred upon the Executive Committee by the Rules including this power of delegation.
  - f) Any officer or member of the Executive Committee may resign his office or appointment upon giving written notice to the Honorary Secretary.
  - g) Any member of the Executive Committee who is absent from three (3) consecutive meetings of the Executive Committee, without leave of absence, shall at the discretion of the Executive Committee be declared to have vacated his office.
  - h) Any casual vacancy occurring in any office or in the Executive Committee may be filled by the Executive Committee.
  - i) Meetings of the Executive Committee shall be convened by the Secretary by giving to each member of the Executive Committee not less than 7 days written or verbal notice of such meeting.
  - j) A quorum for meetings of the Executive Committee shall be not less 5 members of the of Executive Committee present
  - k) Each member of the Executive Committee shall have a deliberative vote and in the event of equality of votes the Chairman shall have an additional casting vote.
  - l) The Executive Committee shall furnish a report to the Club at each Annual General Meeting upon the affairs of the Club and its operations during the preceding financial year.


#### **14. Annual General Meeting / General Meetings**

- a) The Annual General Meeting of the Club shall be held in the month of May or June in each year on such date as the Executive Committee shall determine.
- b) General meetings of the Club shall be convened by the Secretary when directed by the Executive Committee or upon the requisition of fifteen of the financial members of the Club.
- c) At least 21 clear days' written notice shall be given to all members of the Club of every AGM and General Meeting incorporating notice of the business to be transacted at such meeting.
- d) All Annual General Meetings and General Meetings shall be held at such time and at such place as may be fixed by the Executive Committee.
- e) At every Annual General Meeting and every General Meeting of the Club quorum shall comprise twenty members of the Club personally present.
- f) At any Annual General Meeting or General Meeting of the Club if no quorum is present 30 minutes after the time fixed for the commencement of the meeting such meeting shall stand adjourned until the same day of the following week at the same time and at such adjourned meeting the members present shall constitute a quorum.
- g) The business of the Annual General Meeting shall be:
  - i) To confirm the Minutes of the previous Annual General Meeting and any General Meetings held since the previous annual general meeting.
  - ii) To consider the report of the Executive Committee and any matter incidental thereto and arising therefrom.
  - iii) To consider the annual accounts and the Reviewers report.
  - iv) To consider Notices of Motion.
  - v) To elect officers and members of the Executive Committee.
- h) General business.
- i) All Notices of Motion to be brought before any Annual General Meeting or general meeting of the Club shall be in the hands of the Secretary at least 28 days before the date of the meeting and notice shall be given to all members at least 14 days before the meeting.

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- j) Nominations for election as an officer of the Club or as a member of the Executive Committee of the Club will be made in writing and delivered to the Secretary before the Annual General Meeting and if so made and delivered shall be accepted in writing by the nominee. Should there be no nominations or insufficient nominations for any office or for the Executive Committee the Chairman may accept nominations of members from the floor of the Annual General Meeting provided such nominations have the prior consent (either oral or written) of the nominee.
  - k) Unless the members present at the meeting shall otherwise decide all voting for the election of officers and members of the Executive Committee and to consider suspension under Rule 8 shall be by secret ballot.
  - l) Voting for all other matters at any Annual General Meeting or General Meeting of the Club shall be by a show of hands.
  - m) At any Annual General Meeting or General Meeting of the Club each member personally present shall, subject to the provisions of Rule 5e, be entitled to one vote but nothing in this Rule shall restrict the casting vote of the Chairman pursuant to Rule 11d hereof.
  - n) In respect of any resolution to alter amend rescind or replace these Rules or any one of them or to expel a member from membership of the Club then the majority required to carry the motion shall be a two thirds majority of the members present and voting on the resolution.
  - o) All other matters to be determined by a vote at any Annual General Meeting or General Meeting of the Club shall be determined by a simple majority.
  - p) The Chairman with the consent of the meeting may adjourn any meeting from time to time or place to place but no business may be transacted at the adjourned meeting except business left unfinished at the meeting at which the adjournment took place.

#### 15. Common Seal


- a) The Common Seal of the Club shall be kept by the Secretary and shall be used only when directed by resolution of the Executive Committee.
- b) The Common Seal shall only be affixed in the presence of any two of the President, the Vice-President and the Secretary or such other person as is duly authorised for that purpose by the Executive Committee.
- a) The Secretary shall notify the Registrar of Incorporated Societies of such registered office and of every change thereof.

#### 16. Winding up

- a) A resolution in favour of winding up the Club shall be passed by an Annual General Meeting or a Special General Meeting convened for the purpose.
- b) The Resolution shall be confirmed at a subsequent meeting held not earlier than thirty (30) days after the date on which the resolution so to be confirmed was passed.
- c) If upon the winding up or dissolution of the Club there remains after the satisfaction of all debts and liabilities any property whatsoever the same will not be paid to or distributed among the members of the Club but will be given or transferred to some other organisation or body having objects similar to the objects of this Club or to some other charitable organisation or purpose, within New Zealand.

#### 17. Notification of Rules

- d) Every member of the Club shall be entitled to a copy of these Rules and any By-laws made hereunder without payment of any fee upon written application to the Secretary.
- e) Any notice required to be given pursuant to these Rules may be given personally or sent through the post in a prepaid envelope addressed to the last known address of the person in New Zealand or in the case of a notice calling a meeting or giving notice of a motion to be proposed at a meeting by advertisement in a local newspaper or by way of email to the last known email address of all members.
- f) Any notice delivered by post or email shall be deemed to have been



served 24 hours after it was sent or posted. Any notice given by publication in a newspaper shall be deemed to have been given on the day of publication.

- g) In the event of any question arising as to the construction of interpretation of these Rules or any of them the Executive Committee shall have the power to decide the same and the decision of the Executive Committee shall be final and binding provided always that the Executive Committee may refer any question of construction to the Honorary Solicitor of the Club for his opinion but such opinion shall not be binding on the Executive committee.

## **18. The Rules, Amendments and Modifications**

- a) This Constitution outlines the Rules for Kartsport Hawkes Bay Incorporated.
- b) These rules may be altered, rescinded or amended by a resolution passed at a General Meeting of the Club, by a majority of those eligible to vote. Twenty one (21) days' notice of any proposed change shall be given to each member. The secretary of the Club shall supply the full context of any such proposed alteration and contrary information to the rules with the notice convening the meeting.
- c) No addition to or alteration of recession of the rules will be approved if it affects the non-profit aims, personal benefit rule or winding up rules; without the approval of Inland Revenue department.
- d) The provisions and effect of this rule will not be removed from this document and shall be included and implied in any document replacing this document.
- e) These Rules repeal all former Rules of the Club with effect from the date of registration of these Rules.