

CONSTITUTION OF THE NEW ZEALAND SS2000 REGISTER INCORPORATED

1) NAME

"The New Zealand SS2000 Register Incorporated" hereinafter referred to as the Society.

2) OBJECTIVES

- a) To encourage and promote the construction and competition of modified saloon circuit racing cars complying with the effective rules of SS2000 and Schedule A of the Motorsport Association Yearbook or any other schedule of that Yearbook as may be deemed desirable by the Executive from time to time.
- b) To co-operate with any other Club or Society whether incorporated or not, whose objectives are altogether or in part similar to those of this Society and to affiliate with Clubs and Societies having objectives wholly or in part similar to those of this Society particularly with reference to the furtherance of motor racing and its improvement.
- c) To do all such things as are incidental and conducive to the above objects or any of them.

3) REGISTERED OFFICE

The Registered Office of the Society shall be situated in New Zealand at such a place as the Executive shall from time to time determine.

4) MEMBERSHIP

- a) The membership of the Society shall consist of foundation members being those people who have signed the application for incorporation or who within one month after incorporation signified their intention of becoming members of the Society and have been accepted by the Executive.
- b) Persons who subsequently become members in the manner hereinafter set out.
- c) Each candidate for membership shall apply in writing. The form of application shall be completed by the candidate and shall be delivered to the Secretary who shall cause it to be placed before the next Executive meeting. A two-thirds majority vote of the Executive shall determine whether a candidate shall be accepted for membership and should the application be declined the subscription tendered by the candidate shall be refunded in full.
- d) Membership shall include both driving and non-driving personnel.

5) HONORARY MEMBERSHIP

The Society may in a general meeting elect to honorary membership of the Society any member who in the opinion of the majority of the members of the Society has rendered some valuable service to the Society and any such person shall be free from the payment of any subscription under these rules. Such honorary members shall not be entitled to vote at any meeting of the Society.

6) CESSATION OF MEMBERSHIP

- a) Any member may resign from membership of the Society by giving written notice thereof to the Secretary before the end of the financial year but otherwise shall be liable for the then current year's subscription.
- b) Any member whose subscription is in arrears and unpaid for more than four (4) months shall automatically cease to be a member. Such a cessation of membership shall not affect the right of the Society to recover any entrance fee, subscription of other moneys due and owing

to the Society by such members. Any such member may rejoin the Society at a later date in the manner set out in Section 4 (c).

- c) If the conduct of any member, especially in the preparation and handling of a motor vehicle appears to the Executive to endanger the good order, reputation or welfare of the Society, the President may convene a Special Meeting of the Executive to consider the expulsion of such a member. Voting at such Meetings shall be by ballot and if a resolution is passed by not less than two thirds majority of the Executive members present then the member in question shall thereupon cease to be a member of the Society, but such cessation of membership shall not affect the right of the Society to recover any entrance fee, subscription or other moneys due and owing to the Society by such member and any other member ceasing voluntarily or otherwise to be a member of the Society shall thereupon forfeit all claim or interest in the property of the Society and return any of the Society's possessions forthwith.

7) ENTRANCE FEE AND SUBSCRIPTION

- a) The Annual Subscription for members shall be fixed at the Annual General Meeting and any amount fixed shall continue to be the Annual Subscription until it has been altered by resolution passed at a subsequent Annual General Meeting.
- b) Notwithstanding anything herein contained, the Executive shall have the power to remit or postpone payment of the Annual subscription payable by any member or part thereof.
- c) Associate (part) Membership is allowed.

8) OFFICERS AND EXECUTIVE COMMITTEE

- a) The Officers of the Society shall consist of a President, General Secretary, Treasurer, Series Scrutineer, Series Coordinators and two members, who shall be elected by a majority of the members of the Society personally present at each Annual General Meeting.
- b) Nominations for the position of any Officer of the Society will be received at the Annual General Meeting.
- c) Committee Members must be full financial members of the Society and have owned or driven a vehicle that has competed in SS2000.
- d) A quorum of the Executive Committee shall be five.
- e) If at any Annual General Meeting at which an election of Officers ought to take place, no nominations shall be received then the retiring Officers shall continue in Office until the next Annual General Meeting and if an insufficient number of nominations are received, the members actually elected shall have the power to fill the vacancies during the term of office.

9) VACATION OF OFFICE

The Office of any of the Officers or members of the Committee shall be vacated if the holder thereof ceases to be a member of the Society or resigns his Office in writing or becomes of unsound mind or unable to attend to his affairs or shall absent himself for (3) consecutive meetings without assigning a satisfactory reason therefore.

10) MANAGEMENT COMMITTEE

The Management and control of the affairs of the Society shall be vested in the Executive which shall take and may exercise all the powers of the Society which are not expressly required to be exercised in general meeting or as otherwise provided by these rules. The President shall be the convener of the Executive Committee but any five members of the Executive shall have the right to require the Secretary to convene the Meeting.

11) POWERS OF EXECUTIVE COMMITTEE

In furtherance and not in limitation of and without prejudice to the general powers of the Executive conferred either expressly or implied by these rules or otherwise however it is expressly declared that the Executive Committee may exercise and perform the following powers and duties:

- a) Carry out all contracts entered into by the Society.
- b) To purchase, lease, take in exchange or otherwise acquire personal property of any kind whatsoever and to sell, lease, let out on hire or otherwise dispose of any personal property of the Society upon such terms and conditions as the Executive in its absolute discretion shall judge expedient.
- c) To delegate all or any of its power or duties to subcommittees consisting of such members of the Executive or of the Society as may be thought fit.
- d) To transfer (upon request in writing so to do by any ordinary active or honorary member) any such member from one class of membership to any other.
- e) To pay the accounts and debts of the Society.
- f) To pay all moneys received for or on behalf of the Society into such Bank or Banks as the Executive may from time to time decide and to operate such accounts upon such signatures as the Executive shall from time to time decide and for all moneys received ensure that an official receipt is issued if required.
- g) To appoint an investigation committee from the members of the Executive or the Society for the purpose of investigating applications for membership.
- h) To hear and arbitrate upon any complaints submitted in writing by members on matters relative to the affairs of the Society.
- i) To consider, adjudicate and take such disciplinary action as the Committee sees fit, upon the conduct of any member. In particular, the handling of a motor vehicle when it appears to the Executive to endanger the safety of other members or when the handling of a motor vehicle appears to endanger the good order, reputation or welfare of the Society. The President may convene a Special Meeting of the Executive to consider the behaviour of such a member. Voting at such Meetings shall be by ballot and if a resolution is passed by not less than two thirds majority of the Executive Members present then the resolution shall be carried out.

12) VACANCIES IN COMMITTEE

In the event of a vacancy occurring in the elected members of the Executive or in the offices of the President, General Secretary or Auditor whether by removal from office or from death, resignation or otherwise, the Executive may fill such vacancy for the unexpired term of Office.

13) ANNUAL GENERAL MEETING

- a) The financial year of the Society shall commence on the first day of May in each year.
- b) The Annual General Meeting shall be held within three months of the end of the financial year of the Society, at such place as the Committee may determine.
- c) The business of an Annual General Meeting shall be to receive and consider the Accounts and Balance Sheet and the Reports of the President and of the Auditor, to elect Officers and an Auditor and to transact any other business which under these rules ought to be transacted at a General Meeting. Not less than twenty eight (28) days notice of each Annual Meeting shall be given to each member either personally, by newspaper advertisement or by postal circular.

14) SPECIAL GENERAL MEETING

The Executive may, whenever they think fit, convene a Special General Meeting and it shall, on a requisition signed by ten (10) members, convene within twenty one days after the receipt of such requisition, a Special General Meeting.

15) NOTICE OF SPECIAL GENERAL MEETING

At least fourteen (14) days notice of a Special General Meeting shall be given to each member who is entitled to vote thereat. Such notice shall state the place, day and hour of such meeting and the general nature of the business to be transacted. A notice may be served on any member either personally or by sending it through the post in a prepaid envelope or wrapper addressed to such person at his last known address or by resolution of the Executive by newspaper advertisements. Any notice sent by post shall have been deemed to have been served on the day on which the letter, envelope or wrapper containing the same is posted and in proving such service it shall be sufficient to prove that the letter, envelope or wrapper containing notice was properly addressed and put into the post.

16) QUORUM

- a) At any Annual General Meeting or Special General Meeting, ten (10) members shall constitute a quorum and if there shall not be a quorum present at the time fixed for the Meeting, the Meeting shall stand adjourned to such time as shall be determined by the Chairman or by a majority of the Members present. If at that adjourned Meeting, ten members shall not be present, the meeting must be cancelled and called again at the later date.
- b) The President, or in his absence, the Secretary or member of the Committee elected for the purpose shall be the Chairman of the Committee.

17) VOTING AT GENERAL MEETINGS

- a) At every General Meeting every member present in person shall have one vote and in the event of equality of votes the Chairman shall also have a casting vote provided that no one person shall be permitted to vote who shall be in arrear with his subscription for the financial year preceding the date of the meeting.
- b) Every question submitted to a meeting shall be decided in the first instance on the voices and a declaration by the Chairman that a resolution has been carried or lost on the voices and an entry in the Society Minute Book to that effect shall be conclusive evidence that such resolution has been carried or lost, as the case may be, provided that any member present and entitled to vote may demand a show of hands and shall declare the resolution to have been carried or lost in accordance with the vote recorded by the last named method but the election of Officers shall be by secret ballot.
- c) Only full members can vote.
- d) Full members not present may nominate a proxy to vote on their behalf. Written authorisation must be supplied to the Secretary at least 24 hours prior to the commencement of the General Meeting.

18) SECRETARY AND TREASURER

- a) The General Secretary shall in person or by deputy attend each meeting of the Society and the Executive keep full and correct minutes of proceedings, read to the Executive all letters sent or received by the Society, issue notices of meetings when directed, conduct all correspondence, keep records of all activities of the Society and carry out all usual functions of that office.
- b) The Treasurer shall collect and account for all subscriptions and funds and disburse the moneys of the Society under the authority of the Executive. He/She shall issue an official

receipt for all moneys received by the Society on request. He/She shall pay all moneys, cheques and negotiable instruments received by him/her for or on behalf of the Society into such Bank or Banks as the Executive may direct in the name of the Society. He/She shall make up an Annual Statement of Account and Balance Sheet which shall be fully audited before presenting to the Annual General Meeting.

19) INVESTMENT OF FUNDS

The surplus funds of the Society may from time to time be invested by the Executive in such manner and upon such securities as may be approved by them. All such investments shall be made in the name of the Society or in the name or names of Trustee or Trustees for the Society, to be appointed by the Executive.

20) COMMON SEAL

The Society shall have a Common Seal which shall be kept in the custody of the General Secretary and shall not be fixed to any document or instrument except in pursuance of a resolution of the Executive and in the presence of the Society President and one member of the Executive, who shall sign every document or instrument to which the seal is fixed.

21) ALTERATION OF RULES

- a) The Rules of the Society shall neither be repealed nor altered nor shall any new rule be added except at the Annual General Meeting or Special General Meeting called for that purpose. Notice of motion to repeal, alter or add to any of the rules of the Society shall be given in writing, together with the names of the proposer and seconder to the General Secretary of the Society at least twenty one (21) days before such Meeting and the Secretary shall give notice thereof at least seven (7) days before the date of each Meeting.
- b) Any written opinion directly concerning the object of the Meeting must be received by the Secretary at least 24 hours before the said Meeting and shall be considered and constitute one vote per financial member.
- c) Only current financial club members can submit or second notices of motion.
- d) Any notice of motion is carried when it receives not less than two thirds majority of the votes cast in its favour.

22) BY-LAWS

The Executive shall have the power to make regulations or by-laws dealing with all matters not provided for by these rules, provided that such regulations or by-laws are not inconsistent with or repugnant to the "Incorporated Societies Act 1908" or to these rules.

23) AUDITOR

The Accounts of the Society shall be audited by an Accountant who shall not be a member of the Committee and who shall be elected annually by a majority of the members present at the Annual General Meeting and entitled to vote.

24) WINDING UP

The Society may be voluntarily wound up if:

- a) The Society in Annual General Meeting or Special General Meeting called for the purpose shall pass a resolution requiring the Society to be wound up.

- b) Such a resolution is confirmed by a subsequent Special General Meeting convened for the purpose and held not earlier than thirty (30) days after the Annual General Meeting or Special General Meeting at which the resolution was passed.
- c) The Society in Annual General Meeting or Special General Meeting convened for the purpose, shall pass a resolution requiring the Society to be voluntarily wound up, such resolution shall also direct the method of disposal of the funds of the Society after payment of all the debts of the Society and the disposal of trophies after consultation with the donors.
- d) The resolution requiring the Society to be wound up shall be confirmed in accordance with sub-clause (b) above, notice of such voluntary winding up shall be given to the Registrar of Incorporated Societies by the General Secretary and thereupon the Society shall be deemed to dissolve.

25) CLUB TROPHIES

The Executive shall be responsible for the care, custody and control of the Society's Trophies and at the beginning or any part of each season shall elect an officer or other responsible member to take charge of the same and the Executive may make and provide for such by-laws and regulations relative to trophies to ensure that the wishes of the donors relative thereto may be maintained.

26) BANKING ACCOUNTS

All moneys shall be paid by cheque on the Bank where the Society's account is kept, signed by the Treasurer or Secretary and one other member of the Executive duly authorised.

27) INTERPRETATION

- a) In these rules unless inconsistent with the context, words importing the singular number only, include the plural number provided that if any question shall arise as to the meaning of interpretation of any of the rules hereinbefore contained or hereafter made or of any of the by-laws of the Society or of any other matter affecting the Society, the decision of the Executive thereon shall be final.
- b) Should any rules within this Constitution be in conflict with the Sanctioned Articles or the Technical Regulations then this Constitution shall take precedence.

28) PECUNIARY GAIN

No member shall receive or obtain any pecuniary gain except as a salaried officer from the property or operations of the Society. This section shall not apply to the salary or honorarium of the General Secretary or Treasurer of the Society or prize moneys from events.