

RULES OF
NORTH ISLAND ENDURANCE RACING DRIVERS CLUB INCORPORATED

1. Constitution and name

- 1.1 The North Island Endurance Racing Racing Drivers Club ("the Club") is constituted by resolution dated 12 day of October 2013

2. Registered Office

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

3. Objects

- 3.1 The objects of the Club shall be to:

- .1 Encourage, promote and organise endurance racing in New Zealand.
- .2 Act within the statutes and the rules of Motorsport NZ as applicable.
- .3 Service the needs and requirements of the members, supporters and sponsors of the Club.
- .4 Provide and market information, advice and resources to its members.
- .5 Raise funds to promote the objects of the Club.
- .6 Make regulations to advance the attainment of the above objects.
- .7 Do any act or thing incidental or conducive to the attainment of any of the above objects.
- .8 Should the Committee so decide then to be directly or indirectly affiliated to the International Motorsport governing body (F.I.A.) through Motorsport NZ and/or other clubs as determined from time to time.

- 3.2 Notwithstanding any other provision, the Club shall not expend any money:

- a) Other than to further purposes recognised by law, nor
- b) For the sole personal or individual benefit of any Member.

4. Powers

- 4.1 In addition to its statutory powers, the Club may:

Use such of its funds to pay the costs and expenses of furthering or carrying out its objects, and for that purpose may employ such people as may seem expedient, and

- 4.2 Invest, borrow or advance monies, with or without security, and
- 4.3 Receive subscriptions, grants and funds, and
- 4.4 Exercise such other powers (which are not inconsistent with the Incorporated Societies Act 1908) as are required to further the objects of the Club.

5. Membership

- 5.1 Membership of the Club shall be open to all persons interested in the objects of the Club provided they are willing to comply and do comply with each and every rule of the Club.
- 5.2 Applications for membership shall be made in writing in such a form as may from time to time be prescribed by the committee and must be signed by at least one financial member of the Club and by the applicant.
- 5.3 Such an application must be accompanied by the membership fee and submitted to the Secretary and the Treasurer for their consideration and if they see fit then approval.
- 5.4 All members of the Club shall be bound by these rules and constitution.
- 5.5 Upon admission each member shall have a copy of the constitution and rules of the Club made available to them free of charge.
- 5.6 The Secretary and the Treasurer shall have complete discretion whether or not to admit a membership applicant, and shall advise the applicant of its decision, and that decision shall be final.

6. Subscriptions and Levies

- 6.1 The annual subscription shall be as determined by the members at the Annual General Meeting and shall be payable by each member prior to participating in any race meeting following that Annual General Meeting.

6.2 Any member whose subscription remains unpaid after it has become due shall be debarred from voting or taking part in any activity of the Club or any race meeting organised by the Club until such time as that member's subscription is paid.

7. Resignations

7.1 Any Member of the Club wishing to resign shall forward his resignation in writing to the Secretary.

8. Discipline

8.1 Upon receipt of a written complaint (which may be laid by any financial member of the Club) that a member has been driving recklessly, dangerously or negligently, or that a member has been involved in any undertaking or action that may bring the Club into disrepute, the Committee shall call a meeting of the Committee to consider the complaint.

8.2 After considering the complaint and then having given the member complained of the right to be heard, the Committee may take such disciplinary action (if any) as they see fit, including the expulsion of that member from the Club.

9. Meetings

9.1 The Annual General Meeting of the Club shall be held within five months of the end of the financial year, being 31st December in each year.

9.2 General Meetings

At least fifteen (15) days notice, in writing, shall be given to each member of all general meetings (including the Annual General Meeting). Such advice shall include details as required by rule 9.5.

9.3 Special General Meetings

9.4 Special Meetings may be called by the Committee or by written requisition to the Secretary signed by at least twelve of the financial Members of the Society.

9.5 At least 15 days before any special (or general meeting) the Secretary shall post to all Individual Members written notice of the business to be conducted at that Meeting (including in the case of Annual General Meetings copies of the Annual Report,

Statement of Accounts, and list of and information about nominees, and notice of any motions) and the failure for any reason of any Member to receive such notice shall not invalidate the meeting or its proceedings.

9.6 The quorum for General Meetings is fifteen Members present and for Special Meetings is twelve Members.

9.7 All General Meetings shall be chaired by the President or in the President's absence by the Vice-President or in the absence of both of them by some other Committee member elected for the purpose by the Meeting, and any such chairperson shall have a deliberative and casting vote.

9.8 Voting at Special and General Meetings shall be by voices, by show of hands or, on demand of chairperson or of any Member present, by secret ballot. On any secret ballot each Member shall be entitled to one vote. Only members who have paid their current subscription are eligible to vote.

9.9 No proxies shall be allowed.

9.10 The business of the Annual General meeting shall be:

- a) Minutes of the previous General meeting(s),
- b) Annual Report of the President,
- c) Statement of Accounts,
- d) Election of Officers,
- e) Motions of which notice has been given,
- f) Approval of regulations to apply for racing conducted by the Committee Club in the ensuing competition year as determined.

9.11 Any Member wishing to give notice of any motion for consideration at any General meeting shall forward written notice of the same to the Secretary not less than 15 clear days before the date of the meeting. The Executive may consider all such notices of motion and provide recommendations to Members in respect thereof.

10. Election of Officers and Committee

10.1 The officers of the Club shall consist of a President, a Secretary/Treasurer, a technical officer and three Committee members, collectively called "the Committee".

- 10.2 The Committee may from time to time as it sees fit appoint an honorary auditor, a public relations officer and/or a club captain social.
- 10.3 The annual general meeting shall elect the President, the Secretary/Treasurer, the three committee members and the technical officer.
- 10.4 Written nominations for those officers to be elected at the annual general meeting shall be signed by two members and accompanied by the written consent of the nominee. Such nominations may be presented to the Committee up to the time of commencement of the annual general meeting.
- 10.5 Should the position of any of the officers elected at the annual general meeting become vacant between annual general meetings, that vacancy shall be filled by the Committee.

11. Management by the Committee

- 11.1 From the end of each annual general meeting until the end of the next, the Club shall be administered, managed and controlled by the Committee, which shall be accountable to the members.
- 11.2 Subject to these rules and any resolutions of any general meeting, the Committee may exercise all of the Club's powers, other than those required by statute or by these rules to be exercised by the Club in general meeting.
- 11.3 The Committee shall meet at such times and places and in such manner as it may determine, and otherwise where and as convened by the President or Secretary/Treasurer.
- 11.4 All Committee meetings shall be chaired by the President or in the President's absence by some other committee member elected for that purpose by the meeting, and any such chairperson shall have a deliberate and casting vote.
- 11.5 The Committee may co-opt any individual member to the Committee for a specific purpose or for a limited period, or generally until the next annual general meeting.
- 11.6 The quorum for Committee members shall be three.

- 11.7** Only Committee members elected at an annual general meeting or appointed under Rule 11.5 shall be counted in the quorum and be entitled to vote.
- 11.8** The Committee may appoint subcommittees consisting of such persons as it thinks fit and with or without power to co-opt and such subcommittees shall have no power to commit the Club to any financial expenditure without express authority by resolution of the Committee.
- 11.9** The Committee and any subcommittee may act by resolution approved by not less than four members of the committee or subcommittee in the course of a telephone conference call or through a written ballot.
- 11.10** The Committee may from time to time may make regulations for the conduct and control of the Club activities.
- 11.11** The President shall in addition to all other duties described in these rules generally oversee and direct the affairs and business of the Club.
- 11.12** Other than as prescribed by statute or these rules, the Committee may regulate its proceedings as it sees fit.
- 11.13** Subject to statute, these rules and the resolutions of general meetings, the decisions of the Committee on the interpretation of these rules and all matters dealt with by it in accordance with these rules and on matters not provided for in these rules shall be final and binding on all members.

12. Secretary/Treasurer

- 12.1** The Secretary shall record the minutes of all general meetings and committee meetings, and all such minutes when confirmed by the next such meeting and signed by the chairman of that meeting shall be prima facie evidence that the meeting was duly called and shall prima facie be a true and correct record of what occurred at that meeting.
- 12.2** The Secretary shall hold the Club's records documents and books.
- 12.3** The Secretary shall deal with and answer correspondence and perform such other duties as directed by the Committee.

13. Financial

- 13.1** The financial year of the Club shall be from the 1st of January to the 31st of December in each year.
- 13.2** The annual general meeting each year may appoint an auditor to audit the annual accounts of the Club and provide a certificate of correctness of the same, and if any such auditor is unable to act the Committee may appoint a replacement auditor.
- 13.3** All accounts received must be passed for payment by the Committee.
- 13.4** All money received on account of the Club shall be banked as soon as possible after receipt.
- 13.5** The Committee shall maintain a bank account or accounts as the case may be in the name of the Club and all cheques and withdrawal forms shall be signed by at least two Committee members one of whom shall be the Treasurer.
- 13.6** The Secretary/Treasurer shall be entitled to hold a sum of money for petty cash, the amount of such petty cash to be determined by the Committee from time to time.
- 13.7** The Committee may pay such honorariums as they may determine from time to time.

14. Trophies

- 14.1** Any cups and trophies either purchased by the Club or donated to the Club shall be held and competed for on the conditions set out by the Club and/or donor as the case may be.
- 14.2** In the case of donated cups and trophies, if such conditions are found to be impracticable the committee may award such cup and/or trophy for a competition of a similar nature as the donor originally intended.

15. Competition Regulations

- 15.1** The Committee shall prepare regulations to which all vehicles raced in any North Island Endurance race organised by the Club must comply. The regulations shall be prepared each year prior to the Annual General Meeting at which they must be presented for adoption as the regulations applying for the ensuing Racing season

until the following Annual General Meeting. Any amendment to the regulations as proposed by the Committee or by any member at the Annual General meeting may only be adopted if passed in accordance with rule 17.1 at that meeting. It shall be necessary for any notice of such amendment to have been made in writing to the secretary at least 15 days prior to the Annual General Meeting.

15.2 The competition regulations will require sanctioning by Motor Sport New Zealand and by the owners of the circuits at which race meetings are to be held. Should for any reason the regulations as adopted not be so sanctioned, the committee is empowered at its discretion to amend the regulations so that they can be so sanctioned.

15.3 Should any member seek clarification at any time of any of these regulations that clarification must be sought in writing from the Committee who shall determine such clarification and whose decision shall be binding on all members.

16. Pecuniary Gain

No member of the Club shall receive any pecuniary gain (except by way of honorarium for services rendered or as a salaried officer) from any property or operations of the Club.

17. Alteration of Rules

17.1 These rules, except for section 18, may be amended or replaced by resolution of any general meeting passed by a two-thirds majority of those members present and voting.

17.2 Any proposed motion to amend or replace these rules shall be signed by at least 12 members and be given in writing to the secretary/treasurer at least 28 clear days before the general meeting at which the motion is to be considered and accompanied by a written explanation of the reasons for the proposal.

17.3 At least 14 days before the general meeting at which such proposal is to be considered, the secretary/treasurer shall post written notice of the proposed motion, of the reasons for the proposal, and of any recommendations from the Committee in respect thereof to all members.

18. Winding Up

- 18.1** The Club may be wound up under the provisions of the Incorporated Societies Act 1908.
- 18.2 If the Club is wound up, the surplus assets after payment of all debts, costs and liabilities shall be disposed of by way of transfer to another similar sports body. No distribution shall be made to any member.