



CONSTITUTION AND RULES MINI RACING DRIVERS CLUB OF NEW ZEALAND (INC.)

NAME

1. The name of the Club shall be
MINI RACING DRIVERS CLUB OF NEW ZEALAND INC.
2. The objects for which the Club was established are:
 - (a) To encourage and promote the construction and competition between drivers of Mini cars built in accordance with 'Schedule SMC', being Technical Regulations for the Super Mini Challenge Series.
 - (b) To cooperate with any other Club or Society whether incorporated or not, whose objects are altogether or in part similar to those of the Club and to affiliate with Clubs and Societies having objects wholly or in part similar to those of this Club particularly with reference to the furtherance of motor racing and its improvement.

REGISTERED OFFICE

3. The Registered Office of the Club shall be situated in New Zealand at such a place, as the Committee shall from time to time determine.

MEMBERSHIP

4.
 - (a) The membership of the Club shall consist of 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 Club and have been accepted by the Committee.
 - (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 signed by the candidate and shall be delivered to

the Secretary who shall cause it to be placed before the next Committee.

- (d) The Mini Racing Drivers Club card membership of the club shall end on the 31st May of each year.

CESSATION OF MEMBERSHIP

- 5. (a) Any member may resign from membership of the Club by giving written notice thereof to the Secretary before the end of the financial year.
- (b) Any member whose subscription is in arrears and unpaid for more than two (2) months shall automatically cease to be a member. Such successor of membership shall not affect the right of the Club to recover any entrance fee, subscription or other moneys due and owing to the Club by such members. Any such member may rejoin the Club at a later date in the manner set out in Section 4 (c).
- (c) If the conduct of any member(s), especially in the handling of a motor vehicle, appear to the Committee to endanger the good order, reputation or welfare of the Club, the Committee may convene a Special Meeting of the Committee to consider the expulsion of such member. Voting at such meetings shall be by ballot and if a resolution is passed by not less than two-thirds majority of the Committee members present then the member(s) in question shall thereupon cease to be a member of the Club, but such censor of membership shall not affect the right of the Club to recover any entrance fee, subscription or other moneys due and owing to the Club by such member(s) and any member(s) ceasing voluntarily or otherwise to be a member of the Club shall thereupon forfeit all claim or interest in the property of the Club and return any of the Club's possessions forthwith.

MEMBERSHIP FEE & SERIES REGISTRATION

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

OFFICERS AND EXECUTIVE COMMITTEE

- 7. (a) The committee shall consist of 9 members of the Club. Included in the 9 are the President, Vice President, Treasurer, Secretary and Club Captain as elected by a majority of the members of the Club personally present at each Annual General Meeting provided that they remain financial members of the Club.

- (b) Nominations for the Committee may be received in writing or at the Annual General Meeting.
- (c) A quorum of the Committee will consist of 5 members.
- (d) If at any Annual General Meeting at which an election of Committee ought to take place, no nominations shall be received then the retiring Committee shall continue in office until the next Annual General Meeting, and if an insufficient number of nominations are received the Committee elected shall have power to fill the vacancies during the term of office.

VACATION OF OFFICE

- 8. The position(s) of a member(s) of the Committee shall be vacated if the holder thereof ceases to be a member of the Club or resigns their position in writing or shall absent himself for three (3) consecutive meetings without assigning a satisfactory reason therefore.

POWERS OF COMMITTEE

- 9. The management and control of the affairs of the Club shall be vested in the Committee which shall take and may exercise all the powers of the Club which are not expressly required to be exercised in General Meeting or as otherwise provided by these rules.
- 10. In furtherance and not in limitation of and without prejudice to the general powers of the Committee conferred either expressly or implied by these rules or otherwise it is expressly declared that the Committee may exercise and perform the following powers and duties:
 - (a) Carry out all contracts entered into by the Club.
 - (b) To purchase, lease, take in exchange or otherwise acquire personal property of any kind what so ever and to sell, lease, let out on hire or otherwise dispose of any personal property of the Club upon such terms and conditions as the Committee in its absolute discretion judges expedient.
 - (c) To delegate all or any of its power or duties to subcommittees consisting of such Members of the Committee or of the Club as may be thought fit.
 - (d) To pay the accounts and debts of the Club.
 - (e) To pay all moneys received for or on behalf of the Club into such Bank or Banks as the Committee may from time to time decide and to operate such accounts upon such signatures as the Committee shall from time to time decide, and for all moneys received ensure that an official receipt is issued if required.
 - (f) To appoint an investigation committee from the members of the Committee or the Club for the purpose of investigating applications for membership.
 - (g) To hear and arbitrate upon any complaints submitted in writing by members on matters relative to the affairs of the Club.

REMOVALS AND VACANCIES IN COMMITTEE

11. The members of the Committee shall be removable either as a body or individually by the vote of at least two-thirds of the members present at a Special General Meeting as hereinafter provided called for the purpose and in the event of such vacancy occurring in the elected members of the Committee, or in the offices of President, General Secretary, Treasurer or Auditor whether by removal from office or from death, resignation or otherwise, the Committee may fill such vacancy for the unexpired term of office.

ANNUAL MEETING

12.
 - (a) The financial year of the Club shall be from May 1 – April 30.
 - (b) The Annual General Meeting of the Club shall be held in May/June of each year 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 Committee 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, by postal circular or by e-mail.

SPECIAL GENERAL MEETING

13. The Committee may whenever they see fit convene a Special General Meeting. Upon receiving a requisition signed by fifteen (15) current financial members, the Committee shall convene a Special General Meeting within twenty-one (21) days after the receipt of such requisition.
14. At least fourteen (14) day's 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, by e-mail, 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 Committee by newspaper advertisements. Any notice sent by the post, or e-mail, shall have been deemed to have been served on the day on which the letter, envelope, or wrapper containing the same is posted, or e-mail is sent. In proving such service it shall be sufficient to prove that the e-mail was sent, or the letter, envelope, or wrapper containing notice was properly addressed and put into the post.

QUORUM

15. (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 times 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 a later date.
- (b) The President or in his absence the Secretary or member of the Committee elected for the purpose shall be the Chairperson of the Meeting.

VOTING AT GENERAL MEETINGS

16. (a) At every General meeting **every** member whether present in person or by proxy shall have one vote and in the event of equality of votes the Chairperson shall also have a casting vote. All voting at an Annual General Meeting (AGM) shall be restricted to members who have paid subscriptions during the previous financial year. All voting at a Special General Meeting (SGM) shall be restricted to members who have paid subscriptions during the current financial year.
- (b) Every question submitted to a meeting shall be decided in the first instance on the voices, however any member present and entitled to vote may demand a show of hands. The election of Officers shall be by a show of hands, however any member present and entitled to vote may demand a secret ballot be taken.
- (c) A member entitled to vote but unable to attend a General Meeting may appoint a proxy to vote on his or her behalf, however such appointee must be a person entitled to vote. Any member who appoints a proxy shall do so in writing, stating the name of the person who shall act as proxy. Such written appointment may limit voting to specific matters or give the appointee full discretion to vote as that person may see fit. Any person holding a proxy shall produce the written authority to the Secretary 24 hours prior to the commencement of the General Meeting.
- (d) No member attending a General Meeting may hold more than one proxy vote.

SECRETARY AND TREASURER

17. (a) The General Secretary shall in person or by deputy attend each meeting of the Club and the Committee, keep full and correct minutes of proceedings, read to the Committee all letters sent or received by the Club, issue notices of meetings when directed, conduct all correspondence, keep records of all activities of the Club and carry out all usual functions of that office.

- (b) The Treasurer shall collect and account for all fees and funds and disburse the moneys under the authority of the Committee. He or she shall issue an official receipt for all moneys received by the Club on request. He or she shall pay all moneys, cheques and negotiable instruments into such Bank or Banks as the Committee may direct in the name of the Club. He or she shall make up an Annual Statement of Account and Balance Sheet, which shall be fully audited before presenting to the Annual General Meeting.

CLUB CAPTAIN

- 18. The Club Captain is to promote club level meetings and to be responsible for club and member well being. That person should also introduce new members.

INVESTMENT OF FUNDS

- 19. (a) The surplus funds of the Club may from time to time be invested by the Committee in such manner and upon such securities as may be approved by them. All such investments shall be made in the name of the Club or in the name or names of Trustee or Trustees for the Club, to be appointed by the Committee.
- (b) The Club will not borrow money.

COMMON SEAL

- 20. The Club 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 Committee and in the presence of the Club President and one other member of the Committee, who shall sign every document or instrument to which the seal is fixed.

ALTERATION OF RULES

- 21. The Rules of the Club including all technical rules applicable to Super Mini Challenge cars 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 Club shall be given in writing, together with the names of the proposer and seconder to the General Meeting of the Club at least 21 days before such meeting and the Secretary shall give notice thereof at least (7) days before the date of each Meeting.
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.

BY-LAWS

22. The Committee 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.

AUDITOR

23. The Accounts of the Club 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. The Club may be voluntarily wound up:
 - (a) If the Club in Annual General Meeting or Special General Meeting called for the purpose shall pass a resolution requiring the Club to be wound up.
 - (b) If 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) If the Club in Annual General Meeting or Special General Meeting convened for the purpose, shall pass a resolution requiring the Club to be voluntarily wound up, such resolution shall also direct the method of disposal of the funds of the Club after payment of all the debts of the Club and the disposal of trophies after consultation with the donors.
 - (d) If the resolution requiring the Club 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 Club shall be deemed to dissolve.

CLUB TROPHIES

25. The Committee shall be responsible for the care, custody and control of the Club'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 Committee 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.

BANKING ACCOUNTS

26. All moneys shall be paid by cheque on the Bank where the Club's account is kept, signed by the Treasurer plus one of two other members of the Committee duly authorized. Cheques require two signatures.

INTERPRETATION

27. 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 herein before contained or hereafter made or of any of the by-laws of the Club or of any other matter affecting the Club, the decision of the Committee therein shall be final.

SCRUTINEERS

28. The duties of the Scrutineers shall be to inspect all Super Mini Challenge cars from time to time, or when a protest is made against a car to check conformity with the regulations governing the construction of Super Mini Challenge cars.
If requested by the Committee, the Technical Officer shall submit to the Secretary of the Club at the conclusion of the Championship meeting or days racing a Technical Report Sheet on competing cars.

SUPER MINI CHALLENGE SERIES

29. The Super Mini Challenge series shall be governed by the Articles of Series as determined each season by the Executive of the Club.