



HENDERSON MINIATURE MOTOR RACING CLUB Inc.

Rangeview Road,
HENDERSON.

P.O. Box 21-207,
HENDERSON.

2016

HENDERSON MINIATURE MOTOR RACING CLUB INCORPORATED. CONSTITUTION and RULES

1. **Name.**
 - a) The name of the Club shall be **HENDERSON MINIATURE MOTOR RACING CLUB INCORPORATED** (hereinafter called the 'Club').
 - b) The Club was constituted by resolution dated 5th November 1964
2. **Registered Office.**

The Registered Office of the Club shall be situated at the Clubrooms, Rangeview Road, Henderson and Postal Address of P.O. Box 21-207, Henderson.
3. **Objects.**

The objects for which the Club is established are:

 - a) The promotion and encouragement of the hobby of slot car racing.
 - b) To acquire by purchase, lease, hire, gift or otherwise and to sell, exchange, lease, let, lend, mortgage, charge or otherwise deal with any real or personal property for the purposes of the Club.
4. **Admission of Members.**
 - a) Any person who is interested in the objects of the Club shall be eligible for membership.
 - b) The Committee shall have complete discretion when it decides whether or not to allow the applicant become a member. The committee shall advise the applicant of its decision, and that decision shall be final.
 - c) To become a member the applicant must complete an application form (appendix 1)
5. **Patron, Life or Honorary Membership.**
 - a) The HMMRC confers Life and Honorary membership on members who have contributed significantly to the HMMRC over a long period. The main difference between these two categories of membership is that:
 - A Life member is still active in the association.
 - Honorary memberships are usually bestowed on retirement.Life and Honorary members are exempt from paying annual membership fees and do not need to substantiate annually. Members may nominate candidates to the committee for consideration. Both Life and Honorary membership are conferred by a unanimous vote of the HMMRC, in the past, this has occurred at an AGM. To nominate a member for Life or Honorary membership, please contact a committee member.
 - b) The election of a Patron, Life or Honorary member shall be vested in the Annual General Meeting of the Club.
 - c) Any person of good standing in the community who may be interested or concerned in the furtherance of the objects of the Club may be nominated and seconded by two financial members of the Club, for election to the Office of Patron, Life or Honorary members of the Club. Any such nominations must be in the Secretary's hands not later than (14) days before the Annual General Meeting of the Club.
 - d) The Secretary shall forthwith send to any such person elected written notice of such election.

- e) A Patron, Life or Honorary member may be elected as an Officer of the Club.

6. Register of Members

- a) The secretary shall keep a register of members ("The Register"), which shall contain the names, Postal addresses, Telephone numbers, email addresses of all members and the dates at which they became members.
- b) If a member's contact details change, that member shall give the new information to the secretary.
- c) Each member shall provide such other details as the committee requires.
- d) All financial members shall have reasonable access to the register of members.

7. Cessation of Membership.

- a) Financial membership automatically ceases if subscriptions are unpaid two (2) calendar months after the AGM
- b) The Committee may expel or penalise any member wilfully disobeying any of these rules or any bylaws, regulations or decisions lawfully made by the Committee or guilty of any conduct rendering him or her, in their opinion unfit to be a member of the Club. This includes the use of any electronic media including Facebook or forums including the use of cell phones to harass other members or put the club in a bad light in any way.
- c) Any member may resign by giving written notice to the secretary.

8. Subscriptions.

- a) The Annual General Meeting of the Club shall determine the amount of the membership subscriptions and any other Annual charges or levies payable by the Club members for each financial year.
- b) All membership subscriptions and any other Annual charges or levies shall be due and payable in full by the first official calendar race event for the New Year.
- c) Anyone wishing to pay off their yearly subscription must approach the committee to arrange an appropriate time period, this cannot be approved by just one committee member.

9. Management of officers.

- a) The management of the Club shall be vested in the Committee, which shall consist of the following Officers.
 - i) A President
 - ii) A Vice President
 - iii) A Secretary
 - iv) A Treasurer
 - v) A minimum of two (2) and up to five (5) Committee Members, determined by the nominations received.
- b) It shall be competent for one person to hold both the Offices of Secretary and Treasurer.
- c) Should any officer resign during his term of office or a member of the Committee cease to be such by reason of his or her failure to attend three consecutive duly convened meetings without furnishing satisfactory reasons for absence, the vacancies so occasioned may be filled by the Committee and any person co-opted to fill such vacancy shall remain a member of the Committee until the next Annual General Meeting. The omission to fill a vacancy in the Committee shall not in any way invalidate the proceedings of any meeting after such vacancy has occurred.

10. Election of Officers.

- a) The Officers of the Club shall be elected annually at the Annual General Meeting.
- b) Any Officer shall be eligible for re-election.
- c) If there shall be more nominations than required to fill the positions there shall be an election by secret ballot.
- d) Every financial, Life, or co-opted member of the Club shall be entitled to one vote in respect of the election of each Officer.
- e) A Publicity Officer may be appointed by the Committee.

11. General Meeting.

- a) The financial year shall be from October the 1st to September 31st.
- b) The Annual General Meeting of the Club shall be held not later than the fourth Friday in November each year.
- c) Notice of the Annual General Meeting stating the date, time and place thereof shall be given or delivered by the Secretary to every member not less than twenty-one (21) clear days before the time of the meeting.
- d) The business of the Annual General Meeting shall be:
 - i) The adoption of the minutes of the last Annual General Meeting.
 - ii) The adoption of the Annual Report as signed by the President and the balance Sheet as signed by the Treasurer.
 - iii) The election of the Officers of the Club as herein before provided.
 - iv) The fixing of the membership subscriptions for the current financial year and any other annual charges or levies on members.
 - v) Written remits to be given to the Secretary fourteen (14) days before the Annual General Meeting.
 - vi) Any General Business.
- e) At any AGM or EGM the meeting shall have the right to co-opt a person to assist the committee where the meeting considers that person has knowledge and skills beneficial to the club. Up to one (1) member / person maybe co-opted at any onetime for a specified time but not exceeding one (1) year. Co-opted members shall have full speaking and voting rights.
- f) Any Extraordinary General Meeting may be called at any time whenever the President and/or Committee thinks fit or after the requisition of at least six financial members of the Club. Such requisition shall state the matters intended to be raised at such meeting and shall be lodged with the Secretary who shall summon such meeting within 21 days of the requisition being received. Notice of the Extraordinary General Meeting shall be given as provided in Rule 11 (c) hereof.
The only business to be on the Agenda will be that which the meeting was called for.
- g) At all General Meetings and of Extraordinary Meetings 5 (Five) financial members of the Club present shall form a quorum. Every financial member present shall be subject to the provisions of Rule 10 (d) hereof be entitled to one vote on each matter put to vote, and the President shall have a deliberative or casting vote.
- h) Junior members are eligible to vote, but may not be an officer of the Club.

12. Voting.

- a) For all purposes in connection with the holding of a general meeting or an election or the nomination of a candidate for office or for membership, no member who is not financial shall record his or her vote and such a member shall not be deemed to be financial unless his or her subscription is paid up to the end of the current subscription year
- b) The Chairperson in the event of equality of votes shall have the casting vote
- c) **Proxies.** 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. A notice appointing a proxy shall be in the form set out in appendix 2. Such written appointment may limit voting to specific matters or give the appointee full discretion to vote as that person may seem fit. The written authority shall be forwarded to the Secretary prior to the commencement of the General Meeting.
No member attending a General Meeting may hold more than one proxy vote.

13. Committee Meetings.

- a) The Committee shall meet at such times and at such places as either the President or Secretary and any 2 (Two) members of the Committee shall think fit, but at least one such meeting shall be held every 2 (Two) calendar months.

- b) Every member of the Committee shall receive at least 48 hours notice of any Committee meeting.
- c) At all Committee meetings four (4) members shall constitute a quorum. The senior officer shall be Chairman and if no officer willing to act is present the members present shall elect a Chairman for that meeting. In every matter put to the vote, each member of the Committee shall have one vote and the Chairman shall have a deliberate or casting vote.
- d) At all Committee Meetings at least one (1) Executive Officer must be present.

14. Duties and Powers of the Committee.

- a) The powers of the Committee shall include all such things as may be necessary or expedient for the fulfilment of any of the objects of the Club.
- b) The Committee may make, amend or repeal such regulations as it may from time to time consider necessary for the well-being of the Club, not being inconsistent with these rules.
- c) The Committee may set up Sub-Committee's whether of members of the Club or not wherever and whenever it may deem expedient and the President and the Secretary of the Club shall each be a member of any such sub-committee, *virtute officio*.

e)

15. Duties and Powers of the President.

- a) It shall be the duty of the President:
 - i) To supervise the business and affairs of the Club.
 - ii) To attend and preside over all meetings of the Committee, and to decide all points of order.
 - iii) To do and perform such lawful duties as may usually pertain to the office of President.
- b) When presiding at any meeting the President shall be Chairman and shall have the power:
 - i) To exercise a deliberate vote and in the case of equality of voting cast a vote also.
 - ii) To decide the order of business, to put motions, to decide the method of voting at all meetings and to declare the result of the voting.
 - iii) To order voting by resolution of the meeting or, in the absence of a quorum, to adjourn a meeting or to declare the meeting closed.

16. Duties and Powers of the Vice President.

It shall be the duty of the Vice President to assist the President in the discharge of his duties and in his absence to officiate in his stead and to exercise the duties and powers of the President.

17. Duties and Powers of the Secretary.

It shall be the duty of the Secretary:

- i) To ensure that all meetings, notices and acts and things required by the rules are duly summoned, given and done.
- ii) To attend all meetings of the Committee and to keep all necessary and usual minutes thereof.
- iii) To do and perform such lawful duties as may usually pertain to the Office of Secretary.

18. Duties and Powers of the Treasurer.

It shall be the duty of the Treasurer:

- i) To collect all monies due to the Club and issue receipts for such monies and for all legacies, donations or other monies bequeathed, made or given to the Club.
- ii) To do and perform such lawful duties as may usually pertain to the Office of Treasurer.

19. Auditor.

An auditor who shall be a qualified Accountant, but not a member of the Club may be appointed by the Committee and it shall be his/her duty to examine the Treasurer's Balance Sheet, and the income and expenditure accounts and all other accounts, receipts, statements and records relating thereto and to report the result of his examination to the Annual General Meeting.

20. Finance.

- a) The Committee shall establish, control and operate such banking accounts at any recognised Trading or Savings Bank in New Zealand as it thinks fit.
- b) All cheques drawn on any such bank account and paid on behalf of the Club shall be signed by:
 - i) President / Treasurer
 - ii) President / 2nd designated signature
 - iii) Treasurer / 2nd designated signature
- c) An incorporated Society cannot exist for the financial benefit of its members. This does not mean that the Society cannot make profits from its activities, it simply means that any profits made by the Society must be applied to the attaining of the Societies objectives.

21. Common Seal.

The Common Seal of the Club shall be held in the safe custody of the Secretary and shall not be affixed to any document except by the authority of the Committee and in the presence of not less than two members thereof, one of whom shall be the President or Vice President who shall affix their signature to every document so sealed.

22. Club Building.

- a) The Committee may make regulations or decisions in connection with occupation, entry and maintenance of the building.
- b) Any person permitted to retain a key to the clubrooms by the committee is solely accountable for all goings on in the club at the time this person is in charge, they are responsible for opening and closing the club rooms and the collection of any race fees. If this is not adhered to the key will be taken back.
- c) A person that lends their key to another member who enters the club rooms is solely accountable for any actions that person including the taking of race fees.

23. Amendments of Rules.

- a) These rules may be replaced, altered, added to or amended at the Annual General Meeting or at an Extraordinary General Meeting duly called for that purpose, or by a resolution to that effect passed by a majority of those financial members present and voting provided that at least twenty one (21) days notice shall be given of any proposed alterations, additions or amendment in the manner required for notice of the meeting at which such alteration, addition or amendment is proposed to be passed.
- b) Due notice of the text of every such alteration, addition or amendment of the rules shall be given forthwith to the Registrar of Incorporated Societies.

24. Dissolution.

- a) The Club may be voluntarily dissolved at any time by a resolution passed at an Annual General Meeting in accordance with Rule 21 (a) hereof, provided that such a resolution shall not take effect unless confirmed at a subsequent Extraordinary General Meeting convened for that purpose and held not earlier than thirty (30) days after the date on which the resolution so to be confirmed was passed.
- b) The members of the Club shall also at such a General Meeting pass a resolution to be confirmed in like manner at a subsequent Extraordinary General Meeting directing the method of realisation and disposition of the funds and property of the Club after the dissolution thereof and after the payment of all outstanding debts, liabilities, and engagements of the Club.
- c) Due notice of such dissolution shall be given to the Registrar of Incorporated Societies.

25. Rules.

If any case occurs which, in the opinion of the Committee is not provided for by these Rules, or if any doubt shall arise as to the interpretation or construction of these Rules, it shall be determined by the Committee in such a manner as it shall think fit and such decision shall be conclusive and binding on the Club and it's members.

26. Immediate Past President.

The immediate Past President may be asked to be an ex-officio Committee member with full voting rights of a Committee member.

Appendix1

HMMRC New Member / Membership Renewal

Membership Type \$95.00 Senior
 \$30.00 Junior
 \$105.00 Family (1 Senior + Partner + Dependent children)

**Member
Details**

Name _____
Address _____

Home Phone No. _____ Work Phone No. _____
Mobile No. _____ Fax No. _____
E-mail Address _____

2nd Member

Junior Name _____
E-mail Address _____

3rd Member

Junior Name _____
E-mail Address _____

4th Member

Junior Name _____
E-mail Address _____

5th Member

Junior Name _____
E-mail Address _____

**Junior
Member
Guardian
Details**

Name _____
Address same as above _____

Home Phone No. _____ Work Phone No. _____
Mobile No. _____ Fax No. _____
E-mail Address _____

This Form must be handwritten BY THE VOTING MEMBER ASSIGNING THE PROXY (not typed)

PROXY FORM

HMMRC COMMITTEE

I hereby authorize _____ to serve as my proxy
(Name/Affiliation)

and to vote on my behalf at the _____ meeting
(Specify meeting)

to be held on _____
(Date)

This proxy is valid for: (Cross out one that does not apply)

- a. All Matters voted on at the Meeting
- b. Specific Issue/Matter (please explain)

A voting member wishing to vote at a subcommittee meeting or main committee meeting via proxy shall designate a member from the applicable subcommittee or main committee or an individual from the voting member's voting interest. A voting member wishing to vote via proxy shall personally contact the member or individual from their voting interest whom the member wishes to exercise the proxy and must complete the proxy form in its entirety. Failure by the member to sign the form and complete all sections by hand will invalidate the proxy. The duly executed handwritten proxy form shall be mailed, e-mailed as a scanned attachment, or faxed by the voting member, or hand delivered by the proxy holder to the chairman of the committee or subcommittee prior to the applicable meeting or action. A separate proxy form shall be completed for each individual meeting of a subcommittee or a main committee. The solicitation of proxies from voting members is prohibited. Solicited proxies will not be accepted. No voting interest shall hold or exercise proxies for more than one voting member in any subcommittee or main committee meeting. Your signature attests the above has been strictly followed.

Name

Signature

Date