



HENDERSON MINIATURE MOTOR RACING CLUB Inc.

**Rangeview Road
HENDERSON.**

**P.O. Box 21-207,
HENDERSON.**

HENDERSON MINIATURE MOTOR RACING CLUB INCORPORATED. CONSTITUTION 2025

1. NAME.

1.1 The name of the Club shall be HENDERSON MINIATURE MOTOR RACING CLUB INCORPORATED (henceforth referred to as the 'Club or the HMMRC).

1.2 The Club was constituted by resolution dated 5th November 1964

1.3 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.

2. THE PURPOSE OF THE CLUB IS

2.1 To Organise foster and encourage slot car racing and promote communication about and interest in the sport.

2.2 To Provide and keep current, a standardised framework of car standards and race processes in the form of a Rule Book.

2.3 To Publish an annual Calendar of events and assist with the running of these.

2.4 To Govern the membership and resolve issues that arise about rules and processes in a manner which promotes participation and sustainability in slot car racing.

2.5 The Association is not and does not intend to be registered as a charitable entity under the Charities Act 2005.

3. MEMBERSHIP

3.1 The Club shall maintain the minimum number of ten members, as required by the Incorporated Societies Act 2022)

3.2 Any person who is interested in the objects of the Club shall be eligible for membership.

3.3 To become a member the applicant must complete an application form (appendix 1)

3.4 The Committee shall have complete discretion when it decides whether to allow the applicant to become a member. The committee shall advise the applicant of its decision, and that decision shall be final.

3.5 Patron and Life Membership. A patron of a club should be a respected individual with a strong connection to the club's mission, often being someone well-known within the community or field related to the club's focus.

3.6 The HMMRC confers Life membership on members who have contributed significantly to the HMMRC over a long period.

3.7 Patron and Life Members are exempt from paying annual membership fees and are not required to provide yearly substantiation.

3.8 The authority to elect a Patron or Life Member shall reside with the Annual General Meeting of the Club.

3.9 To nominate a member for Patron or Life membership please contact a committee member.

3.10 Any such nominations must be in the Secretary's hands not later than (14) days before the Annual General Meeting of the Club.

3.11 The Secretary shall forthwith send to any such person elected written notice of such election.

3.12 A Life member may be elected as an Officer of the Club.

3.13 The secretary shall keep a register of members which shall contain the names contact numbers and email addresses of all members and the dates at which they became members.

3.14 If a member's contact details change, that member shall give the new information to the secretary.

3.15 Each member shall provide such other details as the committee requires.

3.16 All financial members shall have reasonable access to the register of members.

CESSATION OF MEMBERSHIP.

3.17 Financial membership automatically ceases if subscriptions are unpaid two (2) calendar months after the AGM

3.18 The Committee may expel or impose penalties on any member who wilfully disobeys these rules or any bylaws, regulations, or decisions lawfully made by the Committee, or who, in the Committee's opinion, engages in conduct unbecoming of a Club member. This includes the misuse of electronic media—such as social media platforms, online forums, or mobile phones—to harass other members or bring the Club into disrepute.

3.19 Any member may resign by giving written notice to the secretary.

4. SUBSCRIPTIONS.

4.1 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.

4.2 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.

4.3 Anyone wishing to pay off their yearly subscription must approach the committee to arrange an appropriate period, this cannot be approved by just one committee member.

5. COMMITTEE AND OFFICERS.

5.1 The management of the Club shall be vested in the Committee, which shall consist of the following Officers.

A President

A Vice President

A Secretary

A Treasurer

A minimum of two (2) and up to five (5) Committee Members, determined by the nominations received.

5.2 It shall be competent for one person to hold both the Offices of Secretary and Treasurer.

5.3 If any officer resigns during their term, or if a committee member ceases to hold office due to failure to attend three consecutive duly convened meetings without providing satisfactory reasons, the resulting vacancy may be filled by the Committee. Any person co-opted to fill such a vacancy shall serve on the Committee until the next Annual General Meeting. The failure to fill a vacancy shall not invalidate the proceedings of any subsequent meetings.

APPOINTMENT PROCESS.

5.4 Committee members shall be elected by a ballot of the voting membership at the Annual General Meeting of the Association. Elections shall be conducted by a confidential written ballot, one vote per eligible Member Club, including proxy votes.

5.5 The President, Vice President, Treasurer, Secretary, and representative committee members shall be elected to serve terms of one year, and at the end of their term, being eligible, may offer themselves for re-election.

5.6 If there shall be more nominations than required to fill the positions there shall be an election by secret ballot.

5.7 Every financial, Life, or co-opted member of the Club shall be entitled to one vote in respect of the election of each Officer.

5.8 A Publicity Officer may be appointed by the Committee.

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

6. MEETINGS

ANNUAL GENERAL MEETING (AGM).

6.1 The financial year shall be from October the 1st to September 31st.

6.2 The Annual General Meeting of the Club shall be held not later than the fourth Friday in November each year.

6.3 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.

EXTRAORDINARY GENERAL MEETINGS (EGM's).

6.4 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 five financial members of the Club.

6.5 The requisition must state the matters to be discussed at the meeting and be submitted to the Secretary, who shall convene the meeting within 21 days of receiving the requisition.

6.6 Notice of the Extraordinary General Meeting 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.

6.7 The only business to be conducted at the EGM shall be that for which the meeting was convened.

6.8 EGMs are convened to address urgent or specific issues that cannot wait until the next AGM. Unlike regular meetings which are scheduled periodically, EGMs can be held at any time of the year whenever there is a need.

THE BUSINESS OF THE ANNUAL GENERAL MEETING SHALL BE

6.9 The adoption of the minutes of the last Annual General Meeting.

6.10 The adoption of the Annual Report as signed by the President and the balance Sheet as signed

by the Treasurer.

6.11 The election of the Officers of the Club.

6.12 The fixing of the membership subscriptions for the current financial year and any other annual charges or levies on members.

6.13 Written remits to be given to the Secretary fourteen (14) days before the Annual General Meeting.

6.14 Any General Business.

6.15 Closure

6.16 At any Annual General Meeting (AGM) or Extraordinary General Meeting (EGM), the meeting may co-opt a person to assist the Committee if it is deemed that the individual possesses knowledge or skills beneficial to the Club. Only one person may be co-opted at a time, for a specified period not exceeding one year.

6.17 Co-opted members shall have full speaking and voting rights.

6.18 At all General Meetings and of Extraordinary Meetings 5 (Five) financial members of the Club present shall form a quorum.

6.19 Every financial member present shall be entitled to one vote on each matter put to vote, and the President shall have a deliberative or casting vote.

6.20 Junior members are eligible to vote, but may not be an officer of the Club.

6.21 For the purposes of holding a general meeting, conducting an election, or nominating a candidate for office or membership, only financial members may vote. A member is considered financial only if their subscription is fully paid up to the end of the current subscription year.

6.22 The Chairperson in the event of equality of votes shall have the casting vote

6.23 Proxy voting shall be available to any Member that is unable to attend a General Meeting, providing that notice of the assignment of proxy must be with the HMMRC Secretary before the commencement of the meeting.

6.24 No member attending a General Meeting may hold more than one proxy vote.

7. COMMITTEE MEETINGS.

7.1 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.

7.2 Every member of the Committee shall receive at least 48 hours' notice of any Committee meeting.

7.3 A quorum for all Committee meetings shall be four (4) members. The senior officer will serve as Chair; however, if no officer is present or willing to act, the members in attendance shall elect a Chair for that meeting. Each Committee member is entitled to one vote on all matters put to a vote, and the Chair shall have both a deliberative and a casting vote.

7.4 At all Committee Meetings at least one (1) Executive Officer must be present.

8. FUNCTIONS AND POWERS.

8.1 Officeholders:

The President is responsible for providing leadership and strategic direction to the Association, coordinating the activities of the committee, and chairing meetings.

The Vice President is responsible for supporting the President and acting as the President's deputy when requested.

The Secretary is responsible for maintaining a record of HMMRC correspondence and important digital communications, issuing notice of meetings, and keeping minutes at meetings. The Secretary is the contact person for the Association.

The Treasurer is responsible for managing the financial affairs of the Association, collecting fees, paying invoices, maintaining financial records, producing financial statements, and submitting the annual return to the companies' office.

8.2 The Committee: The Committee is responsible for:

Achieving the objectives of HMMRC.

Establishing and managing working groups (sub-committees) and any other functional roles needed to carry out the activities of HMMRC.

Determining activities and allocating resources, including managing the annual calendar of events, and publishing a clear and current rule book.

Maintaining and managing HMMRC's digital communications, promotions, and social media.

Maintaining any written guides that may be needed to day-to-day operations. These may cover the duties of working groups and other roles, and any other procedural matters not covered by the constitution.

Change to these requires a majority of the committee.

9. AUDITOR.

9.1 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.

10. FINANCE.

10.1 The Committee shall establish, control, and operate such banking accounts at any recognised Trading or Savings Bank in New Zealand as it thinks fit.

10.2 All monies drawn on any such bank account and paid on behalf of the Club shall be authorised by:

President / Treasurer or

President / 2nd designated signature or

Treasurer / 2nd designated signature.

10.3 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.

11. COMMON SEAL.

11.1 The Club's Common Seal shall be kept in the secure custody of the Secretary and may only be affixed to a document with the Committee's approval. The Seal must be affixed in the presence of at least two Committee members, one of whom must be the President or Vice President, both of whom shall sign the document to which the Seal is applied.

12. CLUB BUILDING.

12.1 The Committee may make regulations or decisions in connection with occupation, entry, and maintenance of the building.

12.2 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.

12.3 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.

13. THE DISPUTE RESOLUTION PROCESS

13.1 **Initiating a complaint:** A member may make a complaint by giving written notice to the committee advising that they are starting a procedure for resolving a dispute, in accordance with the HMMRC constitution.

This notice must set out the allegation to which the dispute relates including whom the allegation is against and any other information reasonably required to progress the matter. The notice must include sufficient detail for the person or entity against whom the allegation is made (the respondent) to be able to prepare a response.

When the committee receives such a notice, it will determine who will be the decision makers hearing the complaint, and may form a subcommittee to hear the complaint, or have the entire HMMRC committee resolve the matter.

13.2 **The person who makes the complaint has right to be heard:** A member, officer or entity who makes a complaint (the complainant) has a right to be heard before the complaint is resolved or any outcome is determined, and they must be given a reasonable opportunity to be heard.

13.3 **The person who is subject of complaint has right to be heard:** The person or entity who is the subject of a complaint (the respondent) has a right to be heard before the complaint is resolved or any outcome is determined, and they must be given a reasonable opportunity to be heard.

13.4 **Investigating and determining the dispute:** The Club (its committee, or a disputes subcommittee) must, as soon as is reasonably practicable after receiving or becoming aware of a complaint made in accordance with its constitution, ensure that the dispute is investigated and determined. Disputes must be dealt with under the constitution in a fair, efficient, and effective manner.

13.5 **The Club may decide not to proceed:** The Club may decide not to proceed further with a complaint if it is trivial or does not appear to involve material misconduct or a breach of duty, or on any other reasonable grounds that are stipulated in the legislation and are consistent with the principles of natural justice.

13.6 **The Club may refer the complaint:** The Club may refer the complaint to an external party, or with the consent of all parties to the complaint, to any type of consensual dispute resolution.

13.7 **Decision makers:** A committee member may not act as a decision maker in relation to a complaint if two or more members of the committee consider that there are reasonable grounds to believe that the person may not be impartial, or able to consider the matter without a predetermined view.

13.8 **The Act:** For the avoidance of doubt, any questions that may arise about this process, or the implementation of this process, are to be resolved by reference to what is stipulated in the legislation in sections 38 to 44 and Schedule 2 of the Act.

14. THE CONSTITUTION.

14.1 The Constitution details how the Henderson Miniature Motor Racing Club Incorporated shall be run.

14.2 Any proposed changes to the Constitution must be submitted in writing and require the support of a majority of voting Members. Such changes may only be approved at an Annual General Meeting or an Extraordinary General Meeting.

14.3 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.

15. THE RULE BOOK.

15.1 The Rule Book details car and track specifications, and procedure for running sanctioned meetings.

15.2 Change to the Rule Book requires majority support of voting Members and may be achieved at an Annual General Meeting or Extraordinary General Meeting.

16. DISSOLUTION.

16.1 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.

16.2 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.

16.3 Due notice of such dissolution shall be given to the Registrar of Incorporated Societies.

17. RULES.

17.1 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 its members.

HMMRC New Member / Membership Renewal

Membership Type \$60.00 Senior
 \$30.00 Junior
 \$75.00 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** Name _____
 Junior E-mail Address _____

**3rd
Member** Name _____
 Junior E-mail Address _____

**4th
Member** Name _____
 Junior E-mail Address _____

**5th
Member** Name _____
 Junior 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 hand-written 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