
Vintage Karting New Zealand Incorporated

Constitution

1. Name

- a) The name of the Club will be “**Vintage Karting New Zealand Incorporated**” (hereafter called VKNZ).
- b) Vintage Karting New Zealand Incorporated recognises KartSport New Zealand Incorporated as the sole controlling body of karting in New Zealand.

2. Objects and Powers

- a) To promote and encourage the sport of Vintage Karting through the preservation, restoration and demonstration of Vintage Karts.
- b) To promote meetings and gatherings for members to promote, demonstrate and enjoy Vintage Karts and the sport of Vintage Karting.
- c) To provide information to its members by printing, publishing and distributing (either in hard copy or electronically) information sheets, magazines, leaflets or newsletters.
- d) To co-operate with any other society, organisation or group in any action or manner, which may further the objects of VKNZ.
- e) To accept and to hold donations and subscriptions or bequests or property of any kind whether real or personal for the purpose of furthering the objects of VKNZ.
- f) To acquire, buy, hold, develop, exchange, sell or turn to account or otherwise deal with property of any kind whether real or personal.
- g) To use the funds of VKNZ for payment of the costs and expenses for furthering or carrying out the objects of VKNZ including the employment of counsel, solicitors, agents, officers and servants, as shall appear necessary or expedient.
- h) To raise funds, or promote the raising of funds, or to borrow money, if required for furthering or carrying out the objects of VKNZ.
- i) To invest and deal with moneys of VKNZ not immediately required in such a manner as may from time to time be determined.
- j) To do all such other lawful acts and things as are incidental and conducive to the attainment of all or any of the abovementioned objects.

Provided always that

- k) In case VKNZ takes or holds any property, which may be subject to any trusts VKNZ shall only deal with the same in such manner as may be allowed by law having regard to such trusts.

3. Membership

- a) VKNZ shall consist of Senior, Junior, Family, and Life members.
- b) Senior membership: Senior members will be persons who apply for membership and hold a senior KartSport New Zealand licence regardless of age, or person(s) who are an elected representative or committee member of VKNZ. Senior membership allows one vote to be cast. Proxy votes are not permitted. Subscriptions will be required to be paid prior to participation in any event or vote of VKNZ and subscriptions will become due at the next annual membership renewal date.

-
- c) Junior membership: Junior members will be persons who apply of membership and hold a Junior or lower KartSport New Zealand licence. Junior membership have no voting rights.
Subscriptions will be required to be paid prior to participation in any event or vote of VKNZ and subscriptions will become due at the next annual membership renewal date.
 - d) Family membership: A family membership will consist of up to two (2) adults and up to three (3) children (holding junior or under KartSport New Zealand licence) who all reside at the same address.
Family membership allows two votes to be cast. Proxy votes are not permitted.
Subscriptions will be required to be paid prior to participation in any event or vote of VKNZ and subscriptions will become due at the next annual membership renewal date.
 - e) Life members: Election to life membership shall be to recognise special services rendered to VKNZ. Each nomination for life membership shall be in writing proposed by a member and seconded by another member of VKNZ and such written nomination will be delivered to the Secretary. A Life member will be entitled to attend all demonstration events, annual general meetings, and special general meetings of VKNZ, and will have such other privileges as will be decided upon, from time to time by VKNZ without any obligation to pay any further subscriptions.
 - f) If the conduct of a member is such as appears to endanger the character, good order or welfare of VKNZ, the committee may, after giving the member in question the right to appear before the committee and put a case for consideration of the committee, suspend such member for such period as the committee considers just or, alternatively cancel the membership of such member. The decision of the committee shall be notified to such member in writing promptly after the decision is made.
 - g) Upon the passing of a resolution to cancel the membership of any member such member will cease to be a member of VKNZ and will not be entitled again to apply to become a member except with the prior consent and approval of the committee. Such member will have a right of appeal to be exercised in writing to a VKNZ special general meeting within one calendar month of the date of service of the notice of the decision of committee. At the hearing of any such appeal a vote by two-thirds of the members voting in support of the decision of the committee will be required for the cancellation of membership to be effective. Such special general meeting will be held as soon as possible after the receipt by the Secretary of the notice of appeal by such member and shall be provided with all the material considered by the committee when considering the matter.
 - h) A member may resign their membership by notice in writing delivered to the Secretary personally, by post or email.

4. Subscriptions

- a) The annual subscription will be such amount and will be payable by such date as may from time to time be fixed by the committee. The annual subscription fixed from time to time shall continue to be the annual subscription until varied by the committee. Any change to the annual subscription will be notified to members no later than 30 June, and will become effective from the next annual renewal date.
- b) If any member fails to pay their annual subscription within three calendar months after the due date such member will cease to be a member of VKNZ.

-
- c) No member of VKNZ whose annual subscription is unpaid after the due date will have the right to take part in or vote at any meeting or to hold office in VKNZ or to take part in any VKNZ activities.

5. Meetings of Members

All meetings and business of VKNZ will be transacted by way of either post, email, video-link, or phone conference call as may be determined by the committee for each proposed meeting. Face to face meetings may be held at specific events but (because of the possible lack of full geographic representation) the business discussed or any vote taken will only be for the guidance of the committee, unless the full committee is present at the face to face meeting.

- a) The annual general meeting of VKNZ will be held in August of each year on a date to be fixed by the committee. Not less than twenty-eight (28) days' notice of such intended meeting will be given by a circular to each member stating the business to be transacted at the meeting.
- b) The business of the Annual General Meeting will be conducted to an approved agenda and will include but not be restricted to:
 - i) Presentation of President's Annual Report
 - ii) The report on, presentation and adoption of the reviewed financial statements for the past financial year.
 - iii) Election of Committee
 - iv) Consideration of any Notices of Motion and/or Motions
 - v) General Business
- c) Annual General Meeting decisions will be made by the vote of a simple majority of members casting a vote, with the exception of decisions for which a special majority is specified in this Constitution.
- d) A special general meeting may be convened at any time by the committee or such a meeting will be called upon the receipt by the Secretary of a requisition signed by not less than ten financial members of the Club. In the event of such a requisition the meeting will be held within twenty-one days after receipt of the requisition. Seven days' notice of the special general meeting will be given to all financial members of VKNZ by circular in writing and such notice will state the business for which the meeting has been called. No other business may be transacted at that special general meeting.
- e) At all Annual General and Special Meetings of VKNZ each senior member will have one vote, each family membership will have two votes, and all motions will be decided by a simple majority unless otherwise herein provided. At any Committee Meeting, Annual General Meeting or Special General Meeting the President may have, in addition to normal voting rights, a further casting vote to be used only when the voting is inconclusive.
- f) Any proposal where a decision is required will be presented as a formal motion with a proposer and seconder in accordance with usual meeting procedure, and, unless otherwise set out in this Constitution, the resolution will be passed by a simple majority (or fail as the case may be).

6. Voting and Quorum for meetings of members

- a) A quorum will consist of a minimum of fifteen (15) members participating in the whole of a meeting conducted by video-link or phone conference, or voting in a meeting transacted by post or email.
- b) In the case of a meeting conducted by video-link or phone conference, voting shall be by the members who are participating signifying individually their assent or dissent by voice.
- c) In the case of a meeting transacted by post or email, voting shall be determined by the number of valid votes received by the Secretary by post or email at or before the time specified for that meeting in the notice given for that meeting. Votes received after that time shall be invalid votes.

7. Management

- a) The management and control of the affairs of VKNZ will be vested in the committee.
The committee will have all the powers of VKNZ, which are not expressly required to be done or exercised by VKNZ in an annual general meeting by this Constitution. The committee may make VKNZ rules with regard to VKNZ and such VKNZ rules will be binding on every member of VKNZ. The committee will have the power to carry out contracts entered into by VKNZ. The committee will have the power to appoint sub-committees and co-opt additional members for any special project or occasion but such members will have no voting powers.
- b) In the event of any casual vacancy occurring, the committee may appoint a member of VKNZ to fill the vacancy for the unexpired term of office or until the next Annual General meeting.
- c) The committee will meet as required during the year conducting the business of the club either in face to face meetings, or by either post, email, video-link or conference phone calls. Not less than three (3) days' notice (including information of the business to be considered) shall be given to all members of the committee. The voting rules set out in clause 6 b) shall apply to all face to face, video-link and conference phone committee meetings. The voting rules in clause 6 c) shall apply to all post or email committee meetings.
- d) A quorum for a meeting of the committee will consist of a minimum of five (5) committee members.
- e) Chairman: The president will chair all meetings of the committee in which they participate.
- f) Secretary: The Secretary will convene all meetings of VKNZ and committee and will keep minutes of all meetings and will give notice of meetings as required by these rules. The Secretary will keep a register of all members of the Club. The Secretary will do all acts as are required to be done by resolution of VKNZ or the committee.

-
- g) **Treasurer:** The Treasurer will collect all monies and will keep correct accounts and books showing the financial affairs of VKNZ. The Treasurer will pay into a bank account to the credit of the Club all monies received on behalf of VKNZ. The Treasurer will submit a statement of the financial affairs of the Club to the annual general meeting; such statement having been reviewed by a suitably qualified independent person. The reviewer may be a Club member but shall not be a committee member of VKNZ.
The Treasurer will be listed with the Inland Revenue Department (IRD) as the contact person for club.
 - h) **Honorarium:** The Secretary and the Treasurer may be paid an honorarium, the amount and timing of which will be set by the committee.
 - i) **Control and investment of funds:** The funds of VKNZ will be under the control of the committee and will be applied by the committee in furtherance of the objects of VKNZ and may, until required for any purpose by VKNZ, be invested in such manner as the committee determines.
 - j) **Personal benefit:** No member of VKNZ or any person associated with a member will participate in or materially influence any decision made by VKNZ in respect of the payment to or on behalf of that member or associated person of any income, benefit, of advantage whatsoever. Any such income paid will be reasonable and relative to that which would be paid in an arm's-length transaction (being open market value).

8. Committee

- a) The committee of VKNZ will consist of six (6) elected representatives, of which two (2) of these representatives will be from the South Island, with no more than two (2) elected representatives being from any one (1) boundary area (boundary areas are as defined in the VKNZ Club Regulations). In addition the committee shall have a President, a Secretary and a Treasurer (the roles of Secretary and Treasurer may be combined and undertaken by one person).
The committee of VKNZ will be elected at each Annual General Meeting and will be part of the committee until the next Annual General Meeting. Each elected representative, President, Secretary and Treasurer is eligible to be elected for another term.
- b) **Nomination for Elected Representative:** All candidates for election as positions on the committee of VKNZ will be nominated by one member and seconded by another. A ballot will be held where more than one nomination is received.
- c) **President:** To be eligible to be nominated for President a person(s) must have completed a minimum of two (2) consecutive years as a committee member of VKNZ.
- d) **Removal from Committee:** Any elected representative, President, Secretary or Treasurer of VKNZ may be removed by a resolution passed and carried by a two-thirds majority by a Special General Meeting of VKNZ.
- e) The Committee may appoint a Patron of VKNZ. This person would be of good standing in VKNZ and would be available to the Committee for advice on club matters if called upon.

9. Events

Demonstration Regulations will be as per "Section V" KartSport NZ Manual.

10. Financial Year

The financial year of VKNZ shall end on the 30 June each year.

11. Registered Office

The registered office of VKNZ shall be that of the treasurer. The postal address will be the postal address of the Secretary or such address as the committee decides.

12. Common Seal

VKNZ will have and provide a common seal and will have power from time to time to destroy the same and substitute a new seal in lieu thereof. The common seal of VKNZ shall not be affixed to any document unless so authorised by a resolution of the committee but may then be affixed to any document requiring sealing by any two members of the committee duly authorised to do so by resolution of the committee in the presence of the Secretary or the Treasurer of VKNZ. The common seal of VKNZ will be in the custody of the Secretary or the Treasurer. The use of the Seal will be recorded in a Seal Register to be tabled at each Annual General Meeting of VKNZ, or upon request at any committee or special general meeting.

13. Winding up of the Society

A resolution in favour of winding up of VKNZ shall be passed by an Annual General Meeting, or at a Special General Meeting convened for the purpose.

- a) The resolution shall be confirmed at a subsequent meeting held not earlier than thirty (30) days after the date on which the resolution so to be confirmed was passed.
- b) If upon the winding up or dissolution of VKNZ there remains after the satisfaction of all its debts and liabilities any property whatsoever the same will not be paid to or distributed among the members of VKNZ but will be given or transferred to some other organisation or body having objects similar to the objects of VKNZ, or to some other charitable organisation or purpose, within New Zealand.

14. Alteration of the Constitution

- a) This Constitution may be altered, rescinded or amended by a resolution passed at an Annual General Meeting of VKNZ, by a simple majority of those who cast a vote. Twenty-one (21) days' notice of any proposed change shall be given to each member. The Secretary of VKNZ shall supply the full context of any such proposed alteration and contrary information to the rules with the notice convening the meeting.
- b) No addition to or alteration or rescission of the Constitution will be approved if it affects the non-profit aims, personal benefit rule or the winding up rule, without the approval of Inland Revenue Department.
- c) The provisions and effect of clause 14 (a-d) will not be removed from this document and shall be included and implied into any document replacing this document.

15. Disputes

Any disputes will be referred to the Committee.
