

CONSTITUTION OF THE NEW ZEALAND FEDERATION OF MOTORING CLUBS INCORPORATED

1 NAME

The name of the federation shall be NEW ZEALAND FEDERATION OF MOTORING CLUBS INCORPORATED.

2 INTERPRETATIONS

“Federation” shall mean the NZ Federation of Motoring Clubs Inc.

“Secretary” shall mean the duly appointed secretary of the NZ Federation of Motoring Clubs Inc.

“Member(s)” Shall mean any affiliated member club(s) or delegated person having duly paid any fees, entitling them to membership of the Federation.

“Ballot” shall mean any matter requiring the involvement to cast a vote for or against an issue.

“Executive” shall mean the duly elected committee of the Federation.

“Officers” shall mean those persons duly elected or co-opted to the Executive for the management of the Federation.

3 REGISTERED OFFICE

The Registered Office shall be the address of the secretary of the Federation.

4 OBJECTS

The aims and objects of the Federation are;

- a) To bond together all the motoring clubs in New Zealand to provide a united voice in dealing with legislative and regulatory authorities.
- b) To promote and support those organisations whose aims are the preservation, restoration and safe use of motor vehicles of all types.
- c) To represent the interests of individuals, through their clubs, of any involvement in the preservation of motor vehicles and/or the interests of motoring.
- d) To collect and disseminate information of benefit to member clubs.
- e) To publish any information which will promote or support the membership.
- f) To encourage liaison, communication and co-operation between member clubs.
- g) To liaise with any organisation whose aims are similar to or compatible to those of the Federation.
- h) To act on the recommendation of the majority of members in any matter wherein benefit to member clubs or the movement generally will result.
- i) To pursue any course of action which will further the aims of the Federation.

5 MEMBERS

- a) Membership is available to those incorporated organisation’s and club’s which can show that their aims are in accordance with the Federation’s, or to those individuals who are members of unincorporated organisations or clubs, which can show that their aims are in accordance with the Federation’s and are delegated to represent such organisations or

clubs. Where such an individual is delegated by an unincorporated organisation or club it is that organisations or clubs responsibility to inform the Federation of any changes to the delegate's identity. Member means incorporated organisations and clubs according to rule 5(a).

- b) Membership will be dependent upon application to the Federation on the prescribed application form and payment of the approved subscription, subject to Executive approval. The executive shall not be required to give its reasons for declining a membership application.
- c) Subscriptions are due within forty two days of the commencement of the financial year. Any member whose subscription remains unpaid after that date shall be deemed unfinancial and ineligible to vote or otherwise participate in the affairs of the Federation, with the exception of entitlement to notices, circulars and other communications.
- d) Any member whose subscription remains unpaid at the date of the next Annual General Meeting of the Federation following that at which they became due shall cease to be a member of the Federation, except that they may be readmitted to membership on payment in full of all monies due, and at the discretion of the following meeting.
- e) A member may resign by writing to the Federation's Secretary.
- f) A member may be stripped of membership at a Meeting, for conduct contrary to the Federation rules or conduct likely to bring the Federation into a position of disrepute provided:
 - i) The member is notified in writing of the complaint not less than fourteen days before such meeting, and,
 - ii) The member is heard in defence at the meeting if it so wishes.

6 SUBSCRIPTIONS

The annual subscription shall be such amount as is decided by the Executive who shall have the power to vary the fees by up to twenty percent of the current rate. Any greater variation must be approved by an Annual General Meeting.

7 MANAGEMENT OF FEDERATION

- a) The affairs of the Federation shall be managed by an Executive consisting of;
 - i) President, Vice President, Secretary, Treasurer, and a minimum of four and a maximum of six Committee members as decided upon by the previous Annual Meeting.
- b) The executive jointly shall have the power to co-opt any person as it requires.
- c) In the event an officer is not maintained as a member club delegate during their term of office as an officer, the officer shall hold the position until the next Annual General meeting of the Federation.
- d) Casual vacancies of the officers of the Executive shall be filled by the Executive as soon as possible by co-opting a club delegate to the vacant position. The person so co-opted shall hold office only until the next AGM.

8 ELECTION OF OFFICERS

- a) All officers are to be elected by postal ballot at each Annual General Meeting and those members elected shall hold office until the next Annual General Meeting when they shall retire but they shall be eligible for re-election.

- b) No officer may serve more than four terms consecutively as either President, Secretary or Treasurer except by special resolution of the Annual Meeting where no other nomination for the position has been forthcoming.
- c) Not less than seventy days before the Annual General Meeting the Secretary shall cause notice to be given to all member clubs indicating the date for closing of nominations for all officers. All nominations must be proposed and seconded and shall bear the signatures of the proposer and seconder and nominee all of whom shall be financial members of a member club. The nomination must be accompanied by a brief biography and photograph of the proposed candidate (say 100 words max) and must be in the hands of the Secretary not less than forty two days before the Annual General Meeting.
- d) If the number of nominations exceeds the number of vacancies to be filled a postal ballot shall be held. Ballot papers, containing the name, address, occupation and clubs, of nominees, in alphabetical order for each office listed in clause 7 a) are to be sent to all member clubs at the address held by the Secretary not less than thirty days before the Annual General Meeting. A return envelope marked "Ballot papers" and addressed to the Secretary at the Federations registered office shall be included.
- e) Voting will be carried out by the striking out of the name of the candidate(s) not desired and leaving uncalled those desired for the position. Ballot papers on which the number of candidates voted for is greater than the number of vacancies or which are received by the Secretary after the due date shall be deemed invalid.
- f) The Secretary shall notify each candidate of the time and place for the opening and counting of the ballot papers. Each candidate or a representative duly appointed in writing and members of the Federation Executive may attend but take no part in the counting of votes.
- g) Immediately upon receipt all ballot envelopes shall be placed unopened in a ballot box which shall be kept locked and the key held by the Secretary by noon of the fifth day preceding the Annual General Meeting. Two independent scrutineers shall, on instruction from the Secretary, open and collate the ballot papers.
- h) The candidate(s) receiving the highest number of votes shall be deemed elected. The Secretary shall after conferring with the scrutineers be the sole and absolute judge as to whether any voting paper returned is valid or invalid and should or should not be taken into consideration in the count and the decision of the Secretary in every case shall be final. In the event of an equal result the Secretary shall determine by lot which candidate is elected.
- i) On completion of the count the Secretary shall sign a certificate stating the names of the successful candidates and the number of votes received. This certificate shall be conclusive and final and therefore deemed to be a declaration of the results. These results shall be announced at the Annual General Meeting.
- j) Those duly elected shall take office at the first adjournment or at the dissolution (whichever occurs first) of the Annual General Meeting.
- k) Accidental misaddressing of mail or accidental omission to post or failure of delivery to any delegate of a voting paper or such other documents shall not invalidate any election or affect any proceedings of a postal ballot or any consequences from the ballot.

9 AUDITOR

An auditor to the Federation who shall not be a Federation officer shall be appointed by the Annual General Meeting.

10 FINANCIAL YEAR

The financial year of the Federation shall be from 1st March to the last day of February in the next year.

11 EXECUTIVE MEETINGS

- a) Meetings of the Executive shall be held as required and at a time and place convenient to the Executive.
- b) A quorum for Executive Meetings shall be a minimum of five members.
- c) Each member of the Executive shall have one vote which must be given personally. Every question submitted shall in the first instance be determined by voice. In the event of a poll being demanded the question shall be decided by a show of hands. The Chairperson shall have a deliberative vote and in the event of an equality of voting, a casting vote.

12 ANNUAL GENERAL MEETING

- a) The Annual General Meeting shall be held within ninety days of the date of the end of the Federation's financial year.
- b) MAILING ONE.
Notice of Annual Meeting and nomination forms for the Officers and committee of the Federation shall be sent to each member club not less than seventy days before the date of the meeting.
- c) MAILING TWO
The Annual General Meeting shall;
 - i) Receive from the Executive an audited financial statement, showing receipts and expenditure for the year ended.
 - ii) Receive from the Executive a report on the year's activities of the Federation.
 - iii) Count all votes for any Notice of Motion submitted under the terms of clause 14.
 - iv) Consider any other general business.
- d) A quorum for an AGM shall be a minimum of twenty members.
- e) At the AGM each member shall have one vote which must be given personally by its delegate. Every question submitted shall in the first instance be determined by voice. In the event of a poll being demanded the question shall be decided by a show of hands. The Chairperson shall have a deliberative vote and in the event of an equality of voting, a casting vote.

13 SPECIAL MEETINGS

- a) A Special Meeting is any meeting other than the Annual General Meeting.
- b) Any six member clubs may petition for a Special Meeting, by writing to the Secretary setting out the reason or reasons for the calling of a Special Meeting. The Secretary must advise all member clubs of the date, time and place of the meeting and the reasons for it being called. The date of the meeting shall not be less than thirty days nor more than sixty days from the date of the receipt of the notice.
- c) A Special Meeting can be called by the Secretary by sending a notice to all member clubs advising date, time and place and the reasons for it being called.
- d) A quorum for a Special Meeting shall be a minimum of twenty members.

- e) At a Special Meeting each member shall have one vote which must be given personally by its delegate. Every question submitted shall in the first instance be decided by a show of hands. The Chairperson shall have a deliberate vote and in the event of an equality of voting, a casting vote.

14 NOTICES OF MOTION

Notices of Motion require a postal ballot and are to be sent to the member clubs at the same time as the Election of Officers ballot papers. The voting and counting of votes will be carried out as per clause 8 d) to k).

15 REMITS

A remit takes the form of a resolution duly proposed and seconded and can relate to any relevant subject. They usually recommend a certain course of action which must not be inconsistent with existing rules. Any remit inconsistent with existing rules will be ruled out of order. An explanation and statement of case should be submitted with every remit. Remits require only a majority vote to be adopted and are voted on by those members in attendance at the Annual General Meeting. Remits for discussion must be in the hands of the Secretary not less than forty two days before the Annual General Meeting so they can be circulated with voting papers before the meeting.

16 CONTROL OF FUNDS

- a) Control of property and funds of the Federation shall be in the hands of the Executive who shall have the power to invest the funds as they find advantageous to the objects and intent of the Federation.
- b) The Federation shall not have the power to borrow money.
- c) No officer of the Federation shall receive any monies on behalf of the Federation without recording a receipt. Any monies so received must be lodged at once with the Treasurer.
- d) The current banking account or accounts of the Federation shall be kept at the bank approved by the Federation Executive. All monies received on behalf of the Federation shall be paid into such accounts and shall be operated only by such persons as the Federation Executive may from time to time appoint for such purpose. The Treasurer and two members of the Executive shall act as signatories with signatory powers being any two of the three authorised signatories.

17 COMMON SEAL

The Federation shall have a common seal, which shall be kept in the custody of the Secretary and which shall only be affixed to any documents in pursuance of a resolution of the Federation Executive, and in the presence of the President, Secretary and any one Committee member who shall subscribe their names and offices thereto as witnesses.

18 ALTERATION OF RULES

- a) These rules shall not be amended, added to or rescinded except by a decision of seventy-five percent of members voting by postal ballot. Notice of Motion of all proposed amendments must be given as laid down in clause 8 d) to k) but before such amendments are voted upon their likely effects must have been subject to investigation and report by the Executive.

- b) No addition or alteration of the pecuniary profit clause shall be approved without Inland Revenue approval.

19 PECUNIARY PROFIT

No member shall receive any profit or emolument from the Federation otherwise than as a salaried officer, or for professional services, or for work performed at the request of the Federation such payments to be reasonable and relative to market values.

20 DISSOLUTION

If at any Annual General Meeting or any Special Meeting the majority resolve that the Federation shall be wound up a further Special Meeting shall be called and held not earlier than thirty days after the date of the meeting at which the resolution was passed, to confirm or reject the resolution. If the resolution is confirmed at the further Special Meeting the Federation shall be wound up and the delegates present shall direct the disposal of all the Federation's assets and finances to be paid to an Inland Revenue approved non-profit or charitable organisation once all debts and liabilities have been settled.

Dated: 10 February 2022



Harry Duynhoven
President
NZ Federation of Motoring Clubs Inc.



Christopher (Chris) Butler
Secretary
NZ Federation of Motoring Clubs Inc.



Anthony (Tony) Bartlett
Officer
NZ Federation of Motoring Clubs Inc.