

Rules of NZ CENTRAL MOTORSPORT AND ADVENTURE PARK SUPPORTERS CLUB Incorporated

1 Name and Definitions

- 1.1 The name of the society is **NZ CENTRAL MOTORSPORT AND ADVENTURE PARK SUPPORTERS CLUB** Incorporated (“the Society”).
- 1.2 The abbreviated name “Central Motorsport Supporters“ may be used except where the Society’s full registered name is legally required”.
- 1.3 In these Rules unless the context otherwise requires:

“ Act ”	means the Incorporated Societies Act 1908 and its amendments
“ Board ”	Means the governing board for the time being of the Society’s duly appointed or elect under these Rules
“ Member ”	means a financial member of the Society for the time being under these Rules
“ Park ”	means a recreational activity area in the West Branch of the Stanley Brook Valley, Tapawera, being a part of Certificate of Title NL11A/1223 together with associated road access
“ Rules ”	means these Rules
“ Society ”	means NZ Central Motorsport and Adventure Park Supporters Club Incorporated

2 Objects

The Society is established primarily for the purposes of supporting the process that will see the successful introduction of a motorsport and adventure park on the Park. The members see the park as a necessary part of the community’s recreational sporting activities and a benefit that will promote the region, and promote social and health wellbeing.

Without limiting the generality of the primary objective, in carrying out this primary objective the Society will:

- 2.1 Provide a mandate to the Tasman District Council and Nelson City Council along with other territorial local authorities, neighboring cities and government agencies for the Park to be established and supported in the future.
- 2.2 Financially and otherwise support the applicants of any current and future resource consent to establish activities on the site that compliment the Parks community’s

recreational sporting activities or stimulating trade and tourism at the Park and offer support in any subsequent appeal processes.

- 2.3 Always take a positive stance in seeking publicity for the Park.
- 2.4 Organize and engage in meetings and public discussions relating to the Park.
- 2.5 Provide an avenue for individuals and businesses to contribute in any way possible to help make the Park a reality.
- 2.6 Seek to provide concessions benefits and privileges for members in the operations of the Park and for admission to events taking place at the Park.
- 2.7 To do anything else that would further any of these objects.

3 Powers

The Society will have full capacity to undertake any activity, do any act or enter into any transaction to further the objects of the Society and without limiting the foregoing it shall have the power:

- 3.1 To borrow, raise or invest money in any manner and on any terms available to the Society, such loan, fundraising or investment to be authorized by the Board.
- 3.2 To pay external invoices for current and future resource consent expenses to establish activities on the site that compliment the Parks community's recreational sporting activities or stimulating trade and tourism at the Park once approved by the Society's Board.
- 3.3 To enter into any arrangement or contract with any individual or corporate body.
- 3.4 To pay all or any of the expenses incurred in establishing and running the Society.
- 3.5 To employ or engage staff, advisors or other people and to pay their wages, salaries and/or expenses on terms suitable to the Society.
- 3.6 To run publicity and educational programs
- 3.7 To purchase, lease, hire or otherwise acquire any real or personal property.
- 3.8 To sell, let, mortgage or otherwise dispose of or deal with any property of the Society.
- 3.9 To construct, maintain or alter any buildings and develop a motorsport and adventure park.
- 3.10 To alter the powers and rules of the Society provided that:
 - i. No such alteration or addition detracts from the objects of the Society.
 - ii. No such alteration or addition affects the members' personal benefit provisions contained in clauses 15.3 and 15.4.
 - iii. The provisions and effect of these provisos shall not be removed from this document and shall be included and implied into any document replacing this document.

4. Membership

- 4.1 Any person who supports the Objects of the Society will be eligible to become a member.
- 4.2 People will become members of the Society when they complete the membership form, send it to the Society's PO Box or email address together with any membership fee, and have their membership accepted by the Board to be established by Rule 11 below ("the Board"), by way of adding their details to the register of members.
- 4.3 On establishment of the Park membership shall give members a licence to access the Park subject to Health and Safety controls and commercial restrictions.

5. Termination of Membership

- 5.1 Members may cease membership:
 - (i) By death or resignation notified in writing (by post or email) to the Society.
 - (ii) By non-claimant of any annual subscription six months' overdue.
 - (iii) By conduct which in the opinion of the Board, or in its absence the Society, is not in the best interest of the Society. In any deliberation the member shall have the opportunity to be heard.

6. Membership Fee

- 6.1 The initial membership fee shall be \$50.00.
- 6.2 The membership fee can be changed by a General Meeting of the Society.
- 6.3 The membership fee may be set at different levels for different types of membership and for individuals and corporate bodies or organizations.

7. Register of Members

- 7.1 The Society shall keep a register of all current members giving their names and addresses.

8. General Meetings

- 8.1 A General Meeting of the Society will be held at least once a year to:
 - i. discuss general business;
 - ii. receive reports from the Board;
 - iii. discuss and/or decide on any matters affecting the Society.
- 8.2 The General Meetings will be open to all members.

- 8.3 Notice of a General Meeting will be circulated to members in writing and/or by email at least seven days prior to the meeting.
- 8.4 General Meetings will be chaired by the Chairperson or in his or her absence by a person appointed by the General Meeting.
- 8.5 If a General Meeting is either a Special General Meeting or an Annual General Meeting the further provisions of clauses 9 or 10 respectively will apply.

9 Special General Meetings

- 9.1 The Board or ten members may request a Special General Meeting at any time by giving written notice to the Secretary stating the reasons for wanting a Special General Meeting.
- 9.2 The Secretary will give notice of a Special General Meeting to members no later than seven days after receiving the request and at least seven days prior to the date of the meeting advising members of the reasons for calling the Special General Meeting.

10 Annual General Meetings

- 10.1 The Annual General Meeting of the Society will be held each year within three months of the close of the financial year (i.e. between July and September).
- 10.2 The business of the Annual General Meeting will include:
 - i. approval of the financial accounts;
 - ii. acceptance of the annual report;
 - iii. election of office holders and Board;
 - iv. appointment of any auditor to audit the financial accounts;
 - v. setting the membership fee for the next year;
 - vi. consideration of any other business.

11 Board

- 11.1 A Board will be elected at the Annual General Meeting of the Society. It will comprise:
 - i. a Chairperson
 - ii. a Secretary
 - iii. a Treasurer
 - iv. between four and eight other members, such members having been nominated by at least one other member ("the nominees")One or more of the three office bearers in paragraphs i-iii may be held by the same person.
- 11.2 The role of the Board will be to
 - i. conduct the affairs of the Society;
 - ii. carry out the Objects and Powers of the Society;

- iii. implement any policy set at General Meetings;
 - iv. ensure that the Society complies with the requirements of the Act and maintaining any charitable status.
- 11.3 The Board will hold at least one meeting each year. The form of notice for the meeting(s) will be determined by the Board.
- 11.4 The quorum for Board meetings will be four including one of either the Chairperson, Secretary or Treasurer.
- 11.5 The Chairperson will chair the Board meetings and in his or her absence the meeting will appoint another person.
- 11.6 Board decisions will be by consensus but failing a consensus by a simple majority vote of the members present.
- 11.7 The Board may form sub-committees and give each sub-committee the same powers as the Board.
- 11.8 The Board may co-opt up to three people from time to time who may or may not be members of the Society to assist the Board with its work. A co-opted non-member shall have the same rights as a member. His or her co-option will cease at the next Annual General Meeting.
- 11.9 If the position of Chairperson, Secretary or Treasurer becomes vacant prior to the Annual General Meeting a Special General Meeting may be held to fill it.
- 11.10 If any other position on the Board becomes vacant prior to the next Annual General Meeting the committee may either fill it by calling a Special General Meeting or leave it vacant provided that the number of Board members does not fall below four (excluding the Chairperson, Secretary and Treasurer).

12. Running of Society Meetings

- 12.1 The quorum for all General Meetings shall be no less than four members provided that if total membership exceeds 150 then the quorum shall be 20 members.
- 12.2 All meetings will be chaired by the Chairperson or in his or her absence by someone else appointed by the meeting.
- 12.3 Decisions will be by consensus but failing consensus decisions will be made by a simple majority vote of members present. Voting will be by show of hands or, if requested by a member present, by secret ballot.

13. Communication to Members

- 13.1 Formal communication to members shall be in writing by mail or email.

14. Meeting Procedure

- 14.1 Meeting procedures will be in conformity with the Rules and otherwise will be determined by the Board.
- 14.2 Meetings may be held by teleconference if required.

15 Control of Funds

- 15.1 All funds received by the Society will be paid into its bank account.
- 15.2 All cheques and withdrawal slips drawn on the Society's account will be signed by the Treasurer and one of three other members appointed by resolution of the Board.
- 15.3 The income and property of the Society is to be applied solely to further the objects of the Society. No member of the organization or any person associated with a member shall participate in or materially influence any decision made by the organization in respect of the payment to or on behalf of that member or associated person of any income, benefit, or advantage whatsoever.
- 15.4 A member may charge for any services carried out by him or her where the Society would have had to pay for that service if it were carried out by somebody who was not a member. Any such income paid shall be reasonable and relative to that which would be paid in an arm's length transaction (being the open market value). The provisions and effect of this clause shall not be removed from this document, and shall be included and implied into any document replacing this document.

16 Common Seal and Method of Contracting

- 16.1 Any Common Seal of the Society will be held by the Secretary and will be used only when authorized by a resolution of the Board. When the seal is used it will be signed by the Chairperson and one other Board member appointed to sign the document.
- 16.2 Any contract which, if made between private persons, must be by deed shall, when made by the Society, be in writing under the common seal of the Society and countersigned by any three Board members.
- 16.3 Any contract which, if made between private persons, must be in writing signed by the parties to be charged therewith may, when made by the Society, be in writing signed by any person acting on behalf of and under the express or implied authority of the Society.
- 16.4 Any contract which, if made between private persons, might be made without writing may, when made by the Society, be made without writing by any person acting on behalf of and under the express or implied authority of the Society.

17 Alterations and Additions to the Rules

- 17.1 The Society may alter, add or cancel any Rules at a General Meeting, provided that:
 - i. Written notice of the proposed change is included in the notice calling the meeting;
 - ii. The meeting may amend the proposed change;
 - iii. A two thirds majority of members present at the meeting agree to the change;
 - iv. No alterations, additions or cancellations will be made in these rules that are in conflict with the objects of the Society or the provisions of Clause 3.9.

18 Winding Up

18.1 The Society may be wound up if:

- i. A majority of members at a General meeting pass a resolution to wind it up;
- ii. A second meeting is held not earlier than 30 days from the date of the first meeting to confirm or reject the resolution; and
- iii. At the second meeting a two thirds majority of members present confirm the resolution.

18.2 On winding up, any surplus assets of the Society will be distributed to such other charitable organizations or incorporated societies with similar objectives to the Society in such proportion and in such manner as is recommended by the Board and agreed to at the meeting to confirm the resolution to wind up the Society.

19 Other Rules

19.1 These rules may include such other matters as the Registrar of Incorporated Societies may require to be provided for in any particular instance.