

NORTH OTAGO FOUR WHEEL CLUB (INCORPORATED)
CONSTITUTION

1. Name:

The name of the Society is **NORTH OTAGO FOUR WHEEL DRIVE CLUB INCORPORATED** (“The Club”)

2. Registered office:

The Registered Office shall be at such place as may from time to time be appointed by the Committee of the Club.

3. Objects:

The Club is formed for the purpose of:

- a. To promote interest in the use, maintenance and understanding of Four Wheel Drive vehicles.
- b. To arrange trials and facilities in the connection therewith.
- c. To protect the flora and Fauna and the natural features of the country.
- d. To arrange trips and tours and information for others.
- e. To procure and assist in the formation of new and help in the upkeep of existing and future tracks and routes.
- f. To procure and provide any hut equipment and to assist in providing new huts.
- g. To arrange for outdoor meetings and to provide club-houses, grounds and courses therefore.
- h. To encourage social intercourse between members.
- i. To establish a library of literature connected with the objects of the club and to publish and issue a Club Magazine or News-sheet.
- j. To contribute to the funds of any other body having the objects in whole or in part similar to this.
- k. To acquire real and personal property for the purposes of the Club and to dispose of property no longer required.
- l. To act in co-operation with the Government or the Local Bodies or with any other Club, Committee, Society or Institution for the promotion of the above objects.
- m. To co-operate with the local authorities in the prevention of fire, and to assist generally in the preservation of the forest in New Zealand and the natural environment.
- n. In construing the foregoing objects the construction of any clause shall not be limited or restricted to any other clause.

4. Membership

A Full membership:

1. Any person residing in Otago or Canterbury who is the owner of a four wheel drive vehicle is eligible for Full Membership.
2. The owner shall be:
 - a. The registered owner or nominated member of their immediate family in the case of a privately owned vehicle.
 - or
 - b. One nominated part owner in the case of a privately owned vehicle or:

NORTH OTAGO FOUR WHEEL CLUB (INCORPORATED)
CONSTITUTION

Page 2...

c. One nominated person owning or employed by the business in the case of a business vehicle.

3. The vehicle shall be:

a Light four wheel drive vehicle which is capable of cross country travel and:

b. Registered as a normal road vehicle.

4. Any member may have their membership reduced to that of an Associate, by the Committee if that Member ceases to meet the criteria for Full Membership as set out in 4 A

5. Each Full Member shall be entitled to vote.

B Family Membership:

1. Any two persons residing in the same address in Otago or Canterbury one of whom is the owner an off road vehicle, are eligible to apply for a Family Membership.

2. Family Membership shall allow two members of a family to be full and equal members of the Club, entitled to all the rights and privileges, provided that:

a. One Family Member shall meet the conditions of 4A.

b. Both Members are of driver licensable age.

c. The Family Members live at the same address.

d. Each Family shall receive only one newsletter.

e. Each Family Membership shall constitute only one Membership for the purposes of Membership of the Four Wheel Drive Association of New Zealand Inc.

f. Each Family Membership shall be entitled to one vote only.

C Associate Membership:

1. Any person who has an interest in the aims of the Club is eligible to apply for Associate Membership.

2. Associate Membership shall entitle a person to all Club rights and privileges excepting voting rights and they shall not constitute a Member for the purposes of membership of the Four Wheel Drive Association of New Zealand Inc.

3. Upon as Associate Member acquiring an off road four wheel drive vehicle, they shall cease to be an Associate Member immediately and will become a Full Member by paying any balance due of the Full Membership Subscription.

Honorary Membership:

1. From time to time the Committee may, at its discretion, propose to the Club, the appointment of Honorary Members.

2. Honorary Members shall:

a. Be elected by a simple majority at the Annual Meeting.

b. Pay no Annual Subscription.

c. Be entitled to all Club rights and privileges.

d. Be subject to all provisions of the Constitution excepting those relating to the payment of Annual Subscriptions.

e. Be subject to all Regulations enacted by the Committee.

3. Honorary Membership shall be for a set term (Annually renewable).

f. Shall be entitled to one vote only.

E. Life Members:

NORTH OTAGO FOUR WHEEL CLUB (INCORPORATED)
CONSTITUTION

Page 3...

1. From time to the time the Committee may, at its discretion, propose to the Club, the appointment of Life Members. (The Committee is urged to exercise care in the proposal of Life Members. Life Membership is the highest distinction the Club can bestow and shall be conferred only in exceptional circumstances.)

2. Life Members shall:

- a. Be elected by a simple majority at an Annual or Special General meeting.
- b. Be limited to 3 (three) at any one time.
- c. Pay no Annual Subscription.
- d. Be entitled to all Club rights and privileges.
- e. Be subject to all of the provisions of the Constitution excepting those relating to the payment of Annual Subscriptions.
- f. Be subject to all Regulations enacted by the Committee.
- g. Shall be entitled to one vote only.

F. Application for Membership:

1. Each application for Membership must complete and sign the prescribed Form of Application, and be nominated for membership by a Financial Member. The prescribed Form of Application shall be in such form as the Committee shall from time to time determine. The completed Form of Application shall be forwarded with the Entry Fee and first Annual Subscription to the Secretary who shall ensure that Members are notified of the full name of the applicant prior to consideration by the Committee.

2. The Committee will consider and approve or decline all applications for Membership taking into account any objections received from Club Members.

3. On approval of the application, each new Member shall receive a Membership card and a current copy of the Club Constitution and Regulations.

4. If the Membership application is rejected, the applicant shall be refunded the Annual Subscription and Entry Fee in full.

5. Subscription and Entry Fee:

a. A subscription shall be paid annually by each Member and an Entry Fee shall be paid once only by each person applying for Membership.

b. The amount of the Annual Subscription and Entry Fee shall be decided by Members at each Annual General Meeting.

c. Annual subscriptions shall become due on the 30th day of June of each year and shall be for one year in advance.

d. If a person wishes to become a Member during the year, a relative proportion of the Annual Subscription shall be paid, the proportion being determined on a quarterly basis.

e. Members living outside of the North Otago or South Canterbury area shall pay a proportion of the Annual Subscription as shall be decided annually by the Committee.

f. The Annual Subscription for an Associate Member shall be 3/4 (three quarters) of the Annual Subscription for a Full Member.

g. If a person, who has been a Member in previous years, wishes to rejoin the Club, at the Committee's discretion, the Entry Fee (and entry procedures) may be waived.

6. Officers

The officers of the Club shall be the President, the Vice President, the Immediate Past President, the Secretary and the Treasurer. Their duties include:

a. The President: The President will chair all meetings if present.

b. Vice President: Alternate Chairperson and settlement of disputes.

NORTH OTAGO FOUR WHEEL CLUB (INCORPORATED)
CONSTITUTION

Page 4...

c. Secretary: Keeps Books of Minutes of Club Meetings and the up to date Membership Register.

d. Treasurer: Keeps such Books of Accounts as the Committee may from time to time require.

The Secretary/ Treasurer may be voted an honorarium at the close of the Financial year, the amount(s) to be decided upon by the Committee.

7. Committee:

a. The Committee shall be the Officers of the Club and at least 4 (four) Committee Members, who shall be elected to the particular posts as defined in the nominations before the Annual General Meeting, but these posts may be reallocated during the year if the Committee deems desirable.

b. Financial Members may present nominations in writing and shall do so in accordance with the following procedure:

(1). The written nomination must be received by the Secretary at least 21 (twenty one) days before the Annual General Meeting.

(2). Each nomination shall be proposed and seconded and signed by the parties doing so, as well as the nominee.

(3). The nominations shall be included with the notice to the Members of the Annual General Meeting in accordance with the requirements of 9(c) and 9(d).

c. Where no written nomination in accordance with 7(b) is received, the Chairperson shall accept nominations from the floor of the Annual General Meeting.

d. It shall be the aim of the outgoing Committee and Club Members to promote a gradual turnover of Committee Members. To this end there should be at least 2 (two) Members elected to the Committee who have not served in the last year.

e. Any casual vacancies occurring during the year may be filled by the Committee co-opting a willing Financial Member. A vacancy may occur if a Committee Member is absent from 3 (three) Committee Meetings.]

f. Any Sub-Committee shall consist of chairperson, who is to be a Committee Member and 3 (three) or more co-opted Members, one of whom shall act as Secretary/Treasurer.

8 Quorum:

a. A quorum for a Committee Meeting shall consist of not less than 4 (four) Committee Members or Officers.

b. A Quorum for any General Meeting shall consist of not less than 9 (nine) Financial Full Members.

9. Meetings: a The Committee shall arrange a time and venue for Ordinary General meetings at approximately monthly intervals.

b. The Annual General Meeting of the Club shall be held during May of each year, and each Member shall receive at least 12 (twelve) days clear notice of the date, time, venue and business of that meeting.

c. A Special General Meeting to discuss any specified matter may be requisitioned in writing by at least 10 (ten) Financial Members at any time. The Committee must arrange to hold this meeting as soon as is practical and shall arrange for each Member to receive at least 12 (twelve) days clear notice of the date, time, venue and business of the Special General Meeting. This meeting may discuss only the specified matter of notified business. The Committee may decide to hold such a meeting at its own prerogative.

NORTH OTAGO FOUR WHEEL CLUB (INCORPORATED)
CONSTITUTION

Page 5....

d. Notice of the date, time, and venue for all General Meetings may be published in the Club Newsletter provided that any notice requirements are met. Otherwise the Secretary shall post a notice to each Financial Member.

e. Voting at all meetings shall be by voice, or if any Financial Member requests it, a show of hands, or by ballot where this constitution calls for a ballot or any Financial Member calls for a ballot.

f. At any meeting where voting by ballot is required the meeting shall appoint two of their number as scrutineers.

g. Voting at meetings, unless otherwise indicated by this Constitution, is by simple majority with the Chairperson having a deliberative and casting vote.

h. Any item of correspondence received by the Club may be held for consideration by the Committee, before it is presented to a General Meeting.

10. Notices to Members:

It shall be sufficient that any notice to a Member be addressed to the last notified address of such Member.

11. Finance

a. The Club shall run a Bank Account operated by the Officers of the Club and any 2 (two) signatures shall be required for all debt transactions. Other account (s) may also be operated for special projects.

b. No major purchases shall be made without the authority of the Committee.

c. The Committee shall have no authority to borrow money on behalf of the Club except as shall be approved by a General Meeting of Financial Members.

d. If the Committee so determines any part of the funds of the Club may be invested in the manner provided by the "Trustees Act 1908" or any Act amending or replacing the same.

12. Financial Year:

The financial year end shall be on the last day of March of each year. A Statement of Accounts and Balance Sheet shall then be prepared and audited and a copy shall be sent to each member of the Club with the notice calling for the Annual General Meeting.

13. Auditor:

An Auditor may be appointed at each Annual General Meeting but any vacancy occurring during the year may be filled by the Committee.

Management of the Club:

a. The Committee shall be vested with the full management of the Club, its entire property and funds. It may set fees for the use of the Club property, privileges, etc. as it sees fit.

b. Any income, benefit, or advantage shall be applied to the charitable purposes of the Club.

c. No Member of the Club or any person associated with a Member shall participate in or materially influence any decision made by the Club in respect of the payment to or on behalf of that Member or associated person of any income, or advantage whatsoever.

d. Any income paid shall be reasonable and relative to that which would be paid in an arms length transaction (being the open market value.)

e. The provisions and effect of 14 (b), and 14(c), and 14(d) shall not be removed from this Constitution and shall be included an implied into any document replacing this Constitution.

NORTH OTAGO FOUR WHEEL CLUB (INCORPORATED)
CONSTITUTION

Page 6...

f. The Committee shall have control over the organisation and leadership of all Club activities and may at its discretion exclude any person or persons whether Member(s) of the Club or not, from taking part in all or any of its activities.. Persons may take action as if there has been disciplinary action taken against them (18 (b)).

15. Amendments to Constitution:

a. Financial Members proposing amendments to this constitution shall do so in accordance with the following procedure:

1. Each amendment shall be proposed and seconded and signed by the parties doing so.
2. The amendment(s) shall be notified in writing to the Secretary and must be received not later than 28 (twenty eight) days before the Annual General Meeting or before a Special General Meeting which may be scheduled to consider them.
3. The notification shall include a brief explanation outlining the intent of the amendment.
4. The proposed amendment(s) shall be included with the notice of meeting to Members in accordance with the requirements of 9(b) and 9(d).

b. No addition to or alteration of the personal benefit paragraphs 14 (b), 14(c), 14(d) and 14 (e) or Section 21 Winding up shall be approved without the approval of Inland Revenue.

16. Common Seal:

The Club shall have a Common Seal which shall be kept in the custody of the Secretary and which shall applied only to documents in pursuance of a resolution of the Committee and in the presence of the President, Secretary and one other member of the Committee.

17. Termination of Membership:

a. Any Member may discontinue their Membership by notifying the Secretary in writing of their intention to do so and shall cease to be a Member upon:

1. Paying Annual Subscriptions and any other moneys payable by them up to the date of such notice:
2. Returning any Club equipment held by them.

b. Any Member over 3 (three) months in arrears with the Annual Subscription, or any other moneys due to them by the Club, may have their Membership cancelled by the Committee, but the Member shall not be discharged from liability for any arrears or moneys due at the date of cancellation.

18. Discipline:

a. The Committee shall be bound to investigate any action likely to discredit the Club, and if necessary the Club may, by a majority vote at an Ordinary General Meeting, empower the Committee to admonish or expel any Members.

b. Any Member disciplined under 18 (a), or excluded under 14(f) shall have a right of appeal to a Special General Meeting. Their requisition for such a meeting shall be as for 9(c) excepting that only 5 (five) Financial Member's signatures are required.

NORTH OTAGO FOUR WHEEL CLUB (INCORPORATED)
CONSTITUTION

Page 7...

c. Positive identification of a vehicle registration number shall be grounds for a full investigation of any complaint. Ownership of such a vehicle shall be considered as acceptance of any complaint. Ownership of such a vehicle shall be considered as acceptance of full responsibility for any misconduct involving that vehicle.]

d. The grounds for applying the provisions of this section shall recognise that many Club trips rely on the goodwill of the rural community and shall include the following (but not exclude any other actions likely to destroy this goodwill and restrict Club activities.):

1. Unauthorised shooting.
2. Deliberate damage to stock or property.
3. Carelessness causing damage or serious inconvenience.

19. Regulations:

a. The Committee shall have the power to impose, amend or cancel any Regulation for the carrying out of any activity within the objects of the Club in accordance with the following:

1. The Committee shall notify Members of the proposed imposition, amendment or cancellation of any Regulation prior to an Ordinary General Meeting and shall invite (and take into consideration) debate at that meeting, unless the urgency of the situation clearly requires otherwise.

2. All Members shall receive at least 12 (twelve) clear days notice of any imposition, amendment or cancellation of a Regulation.

3. Any Member shall have the right to appeal any such imposition, amendment or cancellation of a Regulation to a Special General Meeting. Their requisition for such a meeting shall comply with the requirements of 9)c).

4. A record of every imposition, amendment or cancellation of a Regulation shall be kept by the Secretary.

20. Badge and Insignia:

Members shall be entitled to display on their vehicles a North Otago Four Wheel Drive Club badge indicating their area membership. The badge shall be obtained against a payment of a fee to be determined by the Club. The badges shall remain the property of the Club if the Member ceases to be a Member.

21. Winding up:

a. Any General Meeting may resolve, by a simple majority, that the Club be wound up. If this should happen, a Special General Meeting shall be called and held not earlier than 30 (thirty) days after the meeting at which the resolution was passed.

b. If that Special General Meeting confirms the resolution to wind up the Club, the meeting shall also:

1. Appoint a liquidator who shall:

a. Dispose of all assets of the Club:

b. Use the proceeds of that disposal and any accumulated funds of the Club to meet all costs, debts, and liabilities owed by the Club at the date of the winding up.

c. Prepare a final balance sheet and distribute a copy to all Financial Members at the date of the winding up.

2. Appoint three Trustees who will be empowered to either:

a. Transfer the remaining Club Funds to a non-profit organisation with the objects similar to those of the Club or:

b. Transfer the remaining Club funds to an organisation within New Zealand which exists for some other charitable purpose, or;

NORTH OTAGO FOUR WHEEL CLUB (INCORPORATED)
CONSTITUTION

c. Place the Funds in a Trust Account to be held until a new non-profit organisation , with objects similar to those of the Club, is brought into being.

3. Should a Trustee die or become incapacitated to such an extent that they can no longer function as a Trustee before their duty is discharged, the remaining Trustees shall appoint a replacement, who shall be bound as if they had been appointed by the Special General Meeting.

d. In no event shall the surplus assets of the club be divided among the Members thereof nor shall the Members of the Club have any beneficial interest therein.