

# **Constitution of the Australian Sports Sedan Association (NSW)**

## **STATEMENT OF PURPOSES**

1. The name of the unincorporated association is Australian Sports Sedan Association (NSW).

## **MISSION**

The Australian Sports Sedan Association of NSW is a CAMS affiliated club operated by a committee of volunteers who represent the interests of the NSW Sports Sedan category, its members, competitors, sponsors & spectators.

Our club mission is to provide an annual calendar of State Championship Races, supported by special interest events, displays and social activities as requested by its members.

ASSA NSW is recognised for its strong sense of peer support and encouragement, racer camaraderie, respect for the individual and on-track safety. Driver behaviour built on competitive courtesy and the avoidance of vehicle contact is most important to its members.

The club may seek sponsorship & funding to promote calendar events and to support the recognition of member achievements through their participation of motorsport activities.

The club may exercise control of Motorsport competitions, driver & vehicle categories and classes to provide reasonable, fair and equitable opportunity for each participant to achieve recognition within their ability & budget.

ASSA NSW will not tolerate discrimination based on gender, race, religion or nationality and encourages an open, honest and positive participation in the continued development and growth of our category for its members.

The purposes for which the association is established are:

2.1 For the association of persons interested in the encouragement and development of all forms of Motorsport including competition driving, precision driving, trials, rallies and automotive engineering and design.

2.2 To be an associate, affiliate or member of the Confederation of Australian Motorsport and to exercise the authority and powers delegated by that body whilst that body remains a member of the Federation Internationale de L'Automobile (F.I.A.).

2.3 To promote the development of Motorsport in all of its forms.

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2.4 To promote, hold and exercise control of Motorsport competitions, series of competitions, categories and classes of competition vehicles, precision driving, meetings, matches, exhibitions and trials either alone or jointly with any other association, club, company, person or body duly authorised on that behalf and to accept, offer, give or contribute towards prizes, medals and awards in connection therewith and to promote, give or support entertainments and lectures provided that no member of the association shall receive any prize, medal of distinction or award of merit except as a successful competitor at any Motorsport meeting, competition match, exhibition or trial held or promoted by the club or to the cost of the holding or promotion of which the club subscribed out of its income or property and which under the regulations affecting the said meeting, competition, match, exhibition or trial may be awarded to him.

2.5 To establish and equip any school or workshop for the purpose of training and development of drivers, precision driving, competition driving, competition vehicles, automotive engineering and design.

2.6 To grant, issue, authorise, modify, cancel or revoke certificates of the association relating to competition vehicles, driving schools and to the skill and qualifications of drivers, navigators, mechanics and all persons managing, driving, instructing, repairing or otherwise connected with competition vehicles of every description and to all things relating thereto as may be required and to make reports and recommendations to other clubs, associations, authorities or persons concerning any of these meetings.

2.7 To acquire by gift, purchase, hire or otherwise all kinds of competition vehicles, road vehicles, furniture, implements, tools, machinery, utensils, plates, glass, linen, books, paper and periodicals, stationery, card games and other things required or which may be conveniently used in connection with the association's grounds, rooms, houses and by other persons frequenting them and to apply for and obtain and to renew all permits, licences or authorities necessary or required for any of the purposes of the association. Provided that in case the association shall take or hold any property which may be subject to any trusts, the association should only deal with the same in such a manner as is allowed by law having regard to such trusts.

2.8 To employ secretaries, clerks, managers, competition directors, mechanics, engineers, driving and other instructors, servants and workmen or other persons as may be necessary or convenient for the purposes of the association and to pay them in return for services rendered to the association, salaries, commissions, wages, gratuities and pensions.

## **SCHEDULE OF ASSOCIATION RULES**

### **NAME**

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1. The name of the unincorporated association is Australian Sports Sedan Association (NSW).

### **INTERPRETATION**

2.1 In these rules, unless the contrary intention appears:

“COMMITTEE” means the committee of management of the general business of the association.

“FINANCIAL YEAR” means the year ending on 30th June.

“GENERAL MEETING” means a general meeting of members convened in accordance with Rule 11.

“ASSOCIATE MEMBER” means a non-competition licensed member of the association.

“COMPETITION MEMBER” means a person holding an approved competition licence who is a member of the association.

“COMPETITION LICENCE” means a licence issued by the Confederation of Australian Motorsport.

“ASSOCIATE MEMBER OF THE COMMITTEE” means a member of the Committee who is not an officer of the association under Rule 12.

### **CLASSES OF MEMBERSHIP**

3. The members of the Association shall be divided into competition members, Associate Members, junior members, temporary members, associate members, honorary members and life members. The members of the association shall be of the undermentioned classes and any person who has the qualifications set out below against any of such classes shall be eligible for membership of such classes.

#### **3.1 Competition Member**

Qualifications: Persons who hold a competition licence.

#### **3.2 Associate Member**

Qualifications: Persons of not less than 18 years of age.

#### **3.3 Junior Member**

Qualifications: Persons of not less than 14 years of age but who are under 18 years of age.

#### **3.4 Temporary Members**

Members of clubs or associations affiliated with the F.I.A. and members of clubs or associations visiting the association for the purposes of taking part in competitions provided that they shall remain members for the duration of such competitions only. Overseas visitors shall remain members for the duration of their visit to Australia or for the period of one month, whichever is the shorter.

#### **3.5 Honorary Members**

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3.5.1 The patron or patrons for the time being of the association provided that the honorary members shall not at any time exceed 6.

3.5.2 Any benefactor of the association.

3.5.3 Senior officers of any Australian or state government department.

3.5.4 Any person nominated by C.A.M.S.

3.5.5 Distinguished persons visiting the club for a special occasion or a special function.

### **3.6 Life Members**

3.6.1 Persons of distinguished position or attainment.

3.6.2 Members who have rendered distinguished service to the association.

Members other than Competition or Associate Members shall be entitled to all benefits and privileges of membership.

## **APPLICATION FOR MEMBERSHIP**

4.1 A natural person who is nominated and approved for membership as provided in these rules is eligible to be a member of the Association on payment of the entrance fee and annual subscription payable under these rules.

4.2 A person who is not a member of the Association shall not be admitted to membership:

a) unless he is eligible as provided in sub-clause 3; and

b) his admission as a member is approved by the Committee.

4.3 A nomination of a person for membership of the Association:

a) shall be made in writing on the appropriate and current Membership Form; and

b) shall be lodged with the Membership Officer of the Association.

4.4 As soon as is practicable after the receipt of a nomination, the Membership Officer shall refer the nomination to the Committee.

4.5 Upon a nomination being referred to the Committee, the Committee shall determine whether to approve or to reject the nomination.

4.6 Upon a nomination being approved by the Committee, the Membership Officer shall, with as little as delay as possible, notify the nominee in writing that he is approved for membership of the association.

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4.7 The Membership Officer shall, upon payment of the membership fee, enter the nominee's name in the register of members kept by him and upon the name being so entered, the nominee becomes a member of the association.

4.8 A right, privilege, or obligation of a person by reason of his membership of the association:

- a) is not capable of being transferred or transmitted to another person;
- b) terminates upon the cessation of his membership whether by death or resignation or otherwise.

### **ENTRANCE FEE AND ANNUAL SUBSCRIPTIONS LEVIES AND OTHER MONIES**

5.1 The entrance fee and annual subscription payable by members of the association shall be such as the committee of the association shall from time to time prescribe.

5.2 All annual subscriptions shall become due and payable in advance on or before the 1<sup>st</sup> February, in each year.

5.3 Subject to these Rules, the committee shall by resolution make a levy or levies on the members of those classes whose subscriptions are payable annually for such sums as the committee may determine provided that the association may in General Meeting revoke the decision of the committee to make a levy.

### **REGISTER OF MEMBERS**

6. The designated Membership Officer shall keep and maintain a register of members in which shall be entered the full name, address details, membership number and date of membership of each member and the register shall be available for inspection by members upon request.

### **RESIGNATION AND EXPULSION OF MEMBER**

7.1 A member of the Association who has paid all moneys due and payable by him to the Association may resign from the Association by first giving one month's notice in writing to the committee of his intention to resign and upon the expiration of that period of notice, the member shall cease to be member.

7.2 Upon expiration of a notice given under sub-clause 7.1, the Membership Officer shall make in the register of members an entry recording the date on which the member by whom the notice was given, ceased to be a member. There will be no refund of membership fees.

7.3 Subject to these rules the Committee may by resolution:

- a) expel a member from the Association;

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- b) suspend a member from membership of the Association for a specified period; or
- c) reject any further application or nomination for membership of the member,

If the Committee is of the opinion that the member:

- (i) has refused or neglected to comply with these rules; or
- (ii) has been guilty of conduct unbecoming a member or prejudicial to the interests of the Association.

7.4 A resolution of the Committee under sub-clause 7.3:

- (a) does not take effect unless the Committee, at a meeting held not earlier than 14 and not later than 28 days after the service on the member of a notice under sub-clause 7.5 confirms the resolution in accordance with this clause; and
- (b) where the member exercises a right of appeal to the Association under this clause does not take effect unless the Association confirms the resolution in accordance with this clause.

7.5 Where the Committee passes a resolution under sub-clause 7.3, the Secretary shall, as soon as practicable, cause to be served on the member a notice in writing:

- (a) setting out the resolution of the Committee and the grounds on which it is based;
- (b) stating that the member may address the Committee at a meeting to be held not earlier than 14 and not later than 28 days after service of the notice;
- (c) stating the date, place and time of the meeting;
- (d) informing the member that he may do one or more of the following:
  - (i) Attend that meeting;
  - (ii) Give to the Committee before the date of that meeting in writing a written statement seeking the revocation of resolution;
  - (iii) Not later than 24 hours before the date of the meeting lodge with the Secretary a notice to the effect that he wishes to appeal to the Association in general meeting against the resolution.

7.6 At a meeting of the Committee held in accordance with sub-clause 7.5, the Committee:

- (a) Shall give to the member an opportunity to be heard;
- (b) Shall give due consideration to any written statement submitted by the member; and

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(c) Shall by resolution determine whether to confirm or to revoke the resolution.

7.7 Where the Secretary receives written notice of an appeal to the resolution, he shall notify the Committee and the Committee shall convene a general meeting of the Association to be held within 21 days after the date on which the Secretary received the notice.

7.8 At a general meeting of the Association convened under sub-clause 7.7:

- (a) no business other than the question of the appeal shall be transacted;
- (b) the Committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution;
- (c) the member shall be given the opportunity to be heard; and
- (d) the members present shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.

7.9 If at the general meeting:-

- (a) a minimum of two thirds of the members vote in person or by proxy in favour of the confirmation of the resolution, the resolution is confirmed; and
- (b) in any other case, the resolution is revoked.

## **ANNUAL GENERAL MEETING**

8.1 The Association shall in each calendar year convene an annual general meeting of its members.

8.2 The annual general meeting shall be held on such day as the Committee determines.

8.3 The annual general meeting shall be specified as such in the notice convening it:

8.4 The ordinary business of the annual general meeting shall be:

(a) to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting;

(b) to receive from the Committee, reports upon the activities and transactions of the Association during the last preceding calendar and financial year; and

(c) to elect officers of the Association and the Associate Members of the Committee.

8.5 The annual general meeting may transact business of which notice is given in accordance with these rules.

8.6 The annual general meeting shall be in addition to any other general meetings that may be held in the same year.

## **SPECIAL GENERAL MEETING**

9.1 All general meetings other than the annual general meeting shall be called special general meetings.

9.2 The Committee may, whenever it thinks fit, convene a special general meeting of the Association and, where, but for this sub-clause; more than 15 months would lapse between annual general meetings, shall convene a special general meeting before the expiration of that period.

9.3 The Committee shall, on the requisition in writing of members representing no less than 5% of the total number of members, convene a special general meeting of the Association.

9.4 The requisition for a special general meeting shall state the objects of the meeting and shall be signed by the members making the requisition and be sent to the address of the Secretary and may consist of several documents in a like form, each signed by one or more of the members making the requisition.

9.5 If the Committee does not cause a special general meeting to be held within one month after the date on which the requisition is sent to the address of the Secretary, the members making the requisition, or any of them, may convene a special general meeting to be held not later than 3 months after that date.

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9.6 A special general meeting convened by members in pursuance of these rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Committee and all reasonable expenses incurred in convening the meeting shall be refunded by the Association to the persons incurring the expenses.

### **NOTICE OF MEETING**

10.1 The secretary of the Association shall, at least 14 days before the date fixed for holding a general meeting of the Association, cause to be sent to each member of the Association at his address appearing in the register of members, a notice by pre-paid post or email stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.

10.2 No business other than that set out in the notice convening the meeting shall be transacted at the meeting, unless the committee permits such business to be raised in the General Business of the meeting. Where the committee exercises the discretion to allow business other than that set out in the notice convening the meeting to be transacted under this clause, such business will not be raised or transacted until all business set out in the notice convening the meeting has been concluded.

10.3 A member desiring to bring any business before a meeting may give notice of that business in writing to the Secretary, who shall include that business in the notice calling the next general meeting after the receipt of the notice.

### **PROCEEDINGS AT MEETINGS**

11.1 All business that is transacted at a special general meeting and all business that is transacted at the annual general meeting with the exception of that specially referred to in these rules as being the ordinary business of the annual general meeting shall be deemed to be special business.

11.2 No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time when the meeting is considering that item.

11.3 10 members personally present (being members entitled under these rules to vote at a general meeting) constitute a quorum for the transaction of the business at a general meeting.

11.4 If within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present, the meeting if convened upon the requisition of members shall be dissolved and in any other case shall stand adjourned to the same day in the next month at the same time and (unless another place is specified by the Chairman at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place and if at the adjourned meeting the quorum is not present within half an hour

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after the time appointed for the commencement of the meeting, the members present (being not less than 3) shall be a quorum.

11.5 The President, or in his absence, the Vice-President, shall preside as Chairman at each general meeting of the Association.

11.6 If the President and the Vice-President are absent from a general meeting, the members present shall elect one of their number to preside as Chairman at the meeting.

11.7 The Chairman of a general meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

11.8 Where the meeting is adjourned for 14 days or more, a like notice of adjourned meeting shall be given as in the case of a general meeting.

11.9 Except as provided in sub-clause 11.7 and 11.8, it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.

11.10 A question arising at a general meeting of the Association shall be decided on a show of hands and unless before or on the declaration of the show of hands a poll is demanded, a declaration by the Chairman that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, and an entry to that effect in the Minute Book of the Association is evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

11.11 Upon any question arising at a general meeting of the Association, a member has one vote only.

11.12 All votes shall be given personally or by proxy.

11.13 In the case of the equality of voting on a question, the Chairman of the meeting is entitled to exercise a second or casting vote.

11.14 If at a meeting a poll on any question is demanded by not less than three members, it shall be taken at that meeting in such a manner as the Chairman may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.

11.15 Where a poll is demanded on the election of a Chairman or on a question before a meeting an adjournment shall be taken forthwith and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chairman may direct.

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11.16 A member is not entitled to vote at any general meeting unless all moneys due and payable by him to the Association have been paid.

11.17 Each member shall be entitled to appoint another member as his proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.

### **COMMITTEE OF MANAGEMENT**

12.1 The general affairs of the Association shall be managed by a Committee of Management constituted as provided in Rule 12.7.

12.2 The Committee:

(a) shall control and manage the business and affairs of the Association;

(b) may, subject to these rules, exercise all such powers and functions as may be exercised by the Association other than those powers and functions that are required by these rules to be exercised by general meetings of the members of the Association; and

(c) subject to these rules, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Association.

12.3 The officers of the Association shall be:

(a) a President;

(b) a Vice-President;

(c) a Treasurer;

(d) a Secretary; and

(e) a Membership Officer.

12.4 The provisions of Rule 12 so far as they are applicable and with the necessary modifications, apply to and in relation to the election of persons to any of the officers mentioned in sub-clause 12.3.

12.5 Each officer of the Association shall hold office until the annual general meeting next after the date of his election but is eligible for re-election.

12.6 In the event of a casual vacancy in any office referred to in sub-clause 12.3, the Committee may appoint one of its members to the vacant office and the member so appointed may continue in office up to and including the conclusion of the annual general meeting next following the date of his appointment.

12.7 The Committee shall consist of:

(a) the officers of the Association;

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(b) other designated committee positions as may be required (e.g. MRAP Delegate, National Series Liaison, Official Point Scorer); and

(c) Ordinary committee members as may be nominated.

12.8 Each Associate Member of the Committee shall, subject to these rules, hold office until the annual general meeting next after the date of his election but is eligible for re-election.

12.9 In the event of a casual vacancy occurring in the office of an Associate Member of the Committee, the Committee may appoint a member of the Association to fill the vacancy and the member so appointed shall hold office, subject to these rules, until the conclusion of the annual general meeting next following the date of his appointment provided that all times a majority of the members of the Committee shall be competition members.

### **ELECTION OF OFFICERS AND VACANCY**

13.1 Nominations of candidates for election as officers of the Association or as Associate Members of the Committee shall be made prior to the annual general meeting. All such nominations will be collated by the Secretary and presented at the annual general meeting.

13.2 If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting.

13.3 If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.

13.4 If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held.

13.5 The ballot for the election of officers and Associate Members of the Committee shall be conducted at the annual general meeting in such usual and proper manner as the Committee may direct.

13.6 A nomination of a candidate for election under this clause is not valid if that candidate has been elected for another office at the same election.

13.7 For the purposes of these rules, the office of an officer of the Association or of an Associate Member of the Committee becomes vacant if the officer or member:

(a) ceases to be a member of the Association;

(b) becomes insolvent under administration within the meaning of the Companies (NSW) Code; or

(c) resigns his office by notice in writing given to the Secretary.

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## **PROCEEDINGS OF COMMITTEE**

14.1 The Committee shall meet at least 6 times in each year at such place and such times as the Committee may determine.

14.2 Special meetings of the Committee may be convened by the President or by any 4 of the members of the Committee.

14.3 Notice shall be given to members of the Committee of any special meeting specifying the general nature the business to be transacted and no other business shall be transacted at such a meeting.

14.4 Any 4 members of the Committee constitute a quorum for the transaction of the business of a meeting of the Committee.

14.5 No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting shall stand adjourned to the same place and at the same hour of the same day in the following month unless the meeting was a special meeting in which case it lapses.

14.6 At meetings of the Committee:

(a) the President or in his absence the Vice-President shall preside;

(b) if the President and the Vice-President are absent, such one of the remaining members of the Committee as may be chosen by the members present shall preside.

14.7 Questions arising at a meeting of the Committee or of any sub-committee appointed by the Committee shall be determined on a show of hands or, if demanded by a member, by a poll taken in such a manner as the person presiding at the meeting may determine.

14.8 Each member present at a meeting of the Committee or of any sub-committee appointed by the Committee (including the person presiding at the meeting) is entitled to one vote and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.

14.9 Written notice of each Committee meeting shall be served on each member of the Committee by delivering it to him at a reasonable time before the meeting or by sending it by email or other electronic means or by pre-paid post addressed to him at his usual or last known place of abode at least two business days before the date of the meeting.

14.10 Subject to sub-clauses 12.6 and 12.9 the Committee may act notwithstanding any vacancy.

14.11 In the case of an equality of voting on a question, the Chairman of the meeting is entitled to exercise a second or casting vote.

## **SECRETARY**

15.1 The Secretary of the Association shall keep minutes of the resolutions and proceedings of each general meeting and each Committee meeting in books provided for that purpose together with a record of the names of persons present at Committee meetings. Such minutes may be transcribed electronically for later distribution to members.

## **TREASURER**

16.1 The Treasurer of the Association:

(a) shall collect and receive all moneys due to the Association and make all payments authorised by the Association. Such payments shall be approved by 2 committee members; and

(b) shall keep correct accounts and books showing the financial affairs of the Association with full details of all receipts and expenditure connected with the activities of the Association. The accounts and books referred to in this sub-clause shall be available for inspection by members and may be kept by electronic means.

## **REMOVAL OF A MEMBER OF THE COMMITTEE**

17.1 The Association in general meeting may by resolution remove any member of the Committee before the expiration of his term of office and appoint another member in his stead to hold office until the expiration of the term of the first-mentioned member. Where the member to whom a proposed resolution referred to in this clause makes representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and requests that they be notified to the members of the Association, the Secretary or the President may send a copy of the representations to each member of the Association or, if they are not so sent, the member may require that they be read out at the meeting.

## **CHEQUES**

18.1 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by two members of the Committee.

## **ALTERATION OF RULES AND STATEMENT OF PURPOSES**

20.1 These rules and the statement of purposes of the Association shall not be altered except in specific periods of review as requested and authorised by the committee.

## **NOTICES**

21.1 A notice may be served by or on behalf of the Association upon any member either personally or by sending it by post to the member at his address shown in the Register of Members.

21.2 Where a document is properly addressed pre-paid and posted to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

## **WINDING UP OR CANCELLATION**

22.1 In the event of the winding up of the Association, the assets of the Association shall not be distributed amongst the members but shall be distributed amongst Clubs and Associations with similar objects or to a fund or funds for charitable purposes. Any such distribution of assets will be decided upon by the committee at the time of winding up.

## **CUSTODY OF RECORDS**

23.1 Except as otherwise provided in these Rules, the Secretary shall keep in his custody or under his control all books, documents and securities of the Association.

## **FUNDS**

24.1 The funds of the Association shall be derived from entrance fees, annual subscriptions, donations, sponsorship and such other sources as the Committee determines.