



## **Australian Karting Association (NSW) Inc**

**ABN 80 078 024 223**

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### **SPECIAL GENERAL MEETING OF AUSTRALIAN KARTING ASSOCIATION (NSW) INC.**

A GENERAL MEETING HAS BEEN CALLED FOR THE PURPOSE OF PROPOSING THE FOLLOWING SPECIAL RESOLUTION TO ALTER THE CURRENT CONSTITUTION.

DATE: 6<sup>th</sup> August 2011

VENUE: Riverview Room – Nepean Rowing Club, Bruce Neale Drive, Penrith

TIME: 9.00am – 10.00am

#### **Proxies**

Coffs Harbour Kart Racing Club  
Grafton Sporting Car Club  
Orange Kart Club  
Sapphire Coast Kart Club

#### **Carried By**

Chairman  
Lismore Kart Club  
Dubbo Kart Club  
Chairman

#### **Attendance**

Canberra Kart Racing Club  
Central Coast Speedway Kart Club  
Combined District Kart Club  
Dubbo Kart Club  
Grenfell Kart Club  
Griffith Kart Club

Gunnedah Kart Club

Lismore Kart Club

Manning Valley Kart Club  
Newcastle Kart Racing Club

North Shore Kart Club

Bruce Otter  
Trish Maastricht  
Graeme Abbott  
Arthur Mortimer  
George Thompson  
Adam Smith  
David Dean  
Max Thornhill  
Richard Harris  
Graham Armstrong  
Russell Standing  
Ross Robertson  
Philip Naughton  
Tony D'Annibale  
Peter Galvin  
Grey Kahl

NSW Speedway Kart Club  
Port Macquarie Kart Racing Club  
Sydney Kart Racing Club  
Tamworth Kart Racing Club  
The Endurance Karting Association

Wagga & District Kart Racing Club  
Wollongong Kart Racing Club

Committee Member Country  
Assistant Committee Member Country (North)  
Committee Member Metro  
President  
State Secretary  
Treasurer  
Industry Representative  
Vice President  
Junior Development Office Position 1  
Junior Development Officer Position 3  
State Technical Advisor  
Speedway Track Inspector  
State Track Inspector

Kim Freer  
Tracy Stewart  
Max Laybutt  
Paul Hull  
Shane Keys  
Matt Hill  
Laurie Doran  
Steve Southwell  
Tony Taylor  
Tony Agland  
Steve Fisher  
Bob Baker  
Stephen King  
Karen Newton  
Peter O'Neill  
Lilian Stones  
Derek Ferry  
Russell Grimson  
Jason Varley  
Ian Saville  
Jeff Burton  
Tom Nipperess

### **Apologies**

Eastern Creek Karts Pty Ltd  
Forbes Kart Club  
Goulburn Kart Club  
Vintage and Historic Karts Australia  
Officials Coordinator  
Tribunal Registrar  
Junior Development Officer Position 2  
State Medical Officer  
Western Zone Track Inspector

Howard Whitehouse  
Diane Kermond  
Tim Pauling  
Dr Cranswick  
Dick Catford

- 1- Acceptance of digital recorder  
Motion: That the digital recorder is accepted to assist with recording the minutes.  
Moved: Tamworth  
Seconded: Dubbo  
Motion: Carried
  
- 2- Open meeting to observers  
Motion: That the meeting be open to observers except where it relates to legal matters.  
Moved: Dubbo  
Seconded: NSW Speedway  
Motion: Carried

- 3- Motion: That the constitution be adopted as printed (draft 2011)  
 Moved: Dubbo  
 Seconded Gunnedah
- 4- Motion: Defer the Special General Meeting until the conclusion of the AGM.  
 Moved: Dubbo  
 Seconded: Tamworth  
 Motion: Carried
- 5- Meeting re-opened at 11.09am
- 6- Motion: That the constitution be adopted as printed (draft 2011)  
 Moved: Dubbo  
 Seconded Gunnedah  
 Motion: Carried

Meeting closed 11.11am

## **DRAFT 2011 CONSTITUTION OF KARTING (NEW SOUTH WALES) INCORPORATED**

Registration Number Y01602-14, ABN 80 078 024 223

### **1. DEFINITIONS**

**Karting NSW** means Karting (New South Wales) Inc;

**AKA Inc** means Australian Karting Association Inc;

**S.K.C.** means Karting NSW State Karting Council comprised of delegates from Member Clubs;

**Member Club** means a member of Karting (New South Wales) Inc;

**Board** means those persons elected to the Board of Karting (New South Wales) Inc;

**General Meeting** means any meeting other than an Annual General Meeting;

**Act** means Associations Incorporation Act 2009.

**Central Zone comprises the following Member Clubs:**

**Canberra Kart Racing Club, Central Coast Speedway Kart Club, Combined Districts Kart Club, Eastern Creek Kart Club, Goulburn Kart Club, Newcastle Kart Racing Club, North Shore Kart Club, NSW Speedway Kart Club, Sydney Kart racing Club, The Endurance Karting Association, Vintage & Historic Karts Australia, Wollongong Kart Racing Club.**

**Northern Zone comprises the following Member Clubs:**

**Coffs Harbour Kart Club, Grafton Sporting Car Club, Gunnedah Kart Club, Lismore Kart Club, Manning Valley Kart Club, Port Macquarie Kart Club, Tamworth Kart Club.**

**Southern Zone comprises the following Members Clubs:**

**Dubbo Kart Club, Forbes Kart Club, Grenfell Kart Club, Griffiths Kart Club, Orange Kart Club, Sapphire Coast Kart Club, Wagga & District Kart Club.**

## **2. NAME**

The full name of the Association is Karting (New South Wales) Inc.

## **3. MEMBERSHIP**

**3.1** The Member Clubs of Karting NSW are those Karting clubs accepted as members from time to time by Karting NSW. As at the date of registration of this Constitution Karting NSW members are:

Canberra Kart Racing Club	Manning Valley Kart Club
Central Coast Speedway Kart Club	Newcastle Kart Racing Club
Coffs Harbour Kart Racing Club	North Shore Kart Club
Combined Districts Kart Club	NSW Speedway Kart Club
Dubbo Kart Club	Orange Kart Racing Club
Eastern Creek Kart Club	Port Macquarie Kart Racing Club
Forbes Kart Club	Sapphire Coast Kart Club
Goulburn Kart Club	Sydney Kart Racing Club
Grafton Sporting Car Club	Tamworth Kart Racing Club
Grenfell Kart Club	The Endurance Karting Association
Griffith Kart Club	Vintage & Historic Karts Australia
Gunnedah Kart Club	Wollongong Kart Racing Club
Lismore Kart Club	Wagga & District Kart Racing Club

**3.2** Member Clubs may be accepted as voting or non-voting members. An application to become a Member Club must be made in writing to the Board. Acceptance or rejection of the membership application shall be at the sole discretion of the S.K.C.

**3.3** To be accepted as a voting member, a Member Club shall have issued a minimum of 10 (ten) AKA Inc Competition Licences in the previous financial year. In addition, the Member Club must conform to the governance standards set out from time to time by NSW Sport & Recreation and Karting NSW.

## **4. CESSATION OF MEMBERSHIP**

A Member Club shall cease to be a member:-

- a) three months after notification in writing to the Board of its intention to withdraw from Karting NSW unless within that period the notification is withdrawn;
- b) three months after notification by the Board to the Member Club that membership fees are due and owing and that failure to pay those fees within three months, shall result in the cessation of membership, unless within that period the outstanding membership fees are paid in full;
- c) by a Board decision of expulsion;
- d) when a Member Club becomes financially insolvent.
- e) when a member Club no longer is a registered club under the Associations Incorporation Act 2009.

## **5. REGISTER OF MEMBERS**

The Board shall keep a Register of Members containing the name, contact address and the date on which the Member Club became a member of Karting NSW or ceased to be a member of Karting NSW. The Register shall be kept at the premises of Karting NSW or if there are no premises, at its official address. The Register shall be open for inspection by any Member Club of Karting NSW on 30 days notice to the Board. Inspection shall only be available between 9am and 5pm on any New South Wales business day, Monday to Friday inclusive.

## **6. SUBSCRIPTION**

The annual subscription for the following calendar year is determined at each Annual General Meeting of Karting NSW. There shall be no joining fee. Should no determination be made as to the annual subscription at the Annual General Meeting, then the Board shall set the annual subscription by a date no later than the last working day of November in each year.

## **7. THE S.K.C.**

The S.K.C. shall consist of one delegate from each voting Member Club, one Industry Representative and the members of the Board. The members of the Board shall not be entitled to vote on S.K.C. business. A Delegate must at the time of nomination, and throughout the term of office, be a member of an Executive or a Secretariat or like body of the Member Club of which that person is a Delegate. The Industry Representative shall be elected by the S.K.C. at the Annual General Meeting from nominations received in writing by the Board not less than 30 days prior to the date set for the Annual General Meeting.

## **8. DISCIPLINE OF MEMBERS**

**8.1** The S.K.C. and/or the Board may discipline a Member Club if it has refused or neglected to comply with the provisions of this Constitution, or, has acted in a manner prejudicial to the sport of karting or the interests of Karting NSW.

**8.2** In disciplining a Member Club, the Board may at its sole discretion:-

**8.2.1** warn the Member Club that it may be fined, suspended or expelled if it continues to act in a specified manner;

**8.2.2** proceed to fine the Member Club such sum as the Board deems appropriate,

**8.2.3** expel the Member Club.

a) If the Board expels a Member Club it must, within 7 days after the action is taken, cause written notice to be served on the Member Club of the action taken and the reasons that the action was taken and inform the Member Club of its right of appeal against the decision. The expulsion does not take effect until the expiration of the period within which the Member Club is entitled to appeal against the expulsion or if within that period, the Member Club exercises its right of appeal, until such time as the Board confirms the decision made.

**8.2.4** suspend the Member Club effective immediately should that member disregard a directive of the Board.

- a) On suspension all Permits to conduct racing or practice shall be suspended. The National Karting Council of AKA Inc and the Department of Sport and Recreation shall be notified of the suspension.
- b) The President and Delegate of such Member Club shall be called upon, to appear before the Board to explain orally and in writing, as to why the Member Club has contravend such directive and what measures, if any, have been taken to rectify the Member Club's disregard of a directive.
- c) Such suspension shall remain in effect until:-
  - i) In the case of a Board directive, the Board removes the suspension.
  - ii) The Board directive(s) have been met and approved by the Board, at a time other than a Board meeting.

- 8.3** If a motion is proposed at a meeting of the S.K.C. and/or the Board for the disciplining of a Member Club other than suspension, the Chairman shall first put a motion that the Member Club be called upon to explain its conduct to the S.K.C. and/or the Board.
- 8.4** If that motion is carried by a simple majority of those present and voting, the motion for the disciplining of the Member Club must be adjourned to a meeting not less than 14 days later.
- 8.5** The Member Club named in the motion must be given notice in writing of the conduct complained of and that it is entitled to present oral or written evidence or argument to the Board at a meeting on a given date.
- 8.6** At the later meeting, the Board must give the Member Club, if represented by one or more of its members, the opportunity to be heard, and consider any oral or written evidence or argument presented by the Member Club or on its behalf.
- 8.7** The Board may then, by a simple majority of its members determine whether to discipline the Member Club, and whether the penalty should be expulsion, or a warning or a fine.
- 8.8.** A Delegate or an Alternate Delegate may be expelled or suspended in the same manner as a Member Club may be expelled or suspended and the same rules shall apply to a Delegate or an Alternate Delegate as apply to a Member Club.
- 8.9** The Board may direct a Member Club to remove any person or member of the Member Club from acting in an AKA official capacity at any AKA Inc sanctioned event at the sole discretion of the Board.
- 8.10** A decision of the Board, in accordance with the procedure set out above to discipline a member and to impose a penalty, is final and no appeal to a General Meeting is permitted, except for the expulsion which is required to be made to the S.K.C..
- 8.11** The disciplinary powers contained in this rule are separate from any disciplinary powers exercised by Karting NSW under the competition regulations of the AKA Inc Karting Manual as exists from time to time.

## **9. ELECTION OF BOARD**

- 9.1** At the Annual General Meeting of Karting NSW, the following positions shall be filled on the Board;
- a) Board Chairman/Chief Executive Officer
  - b) Director Financial Services
  - c) Director Member Services Central Zone
  - d) Director Member Services Northern Zone
  - e) Director Member Services Southern Zone
  - f) Director Strategic Services (Planning & Training)
  - g) Director Industry Services
- 9.2** Candidates for these positions must be persons who are a financial member of a member Club and have been nominated in writing on the prescribed form. Nominations must be received by the Board at least 28 days before the date set for the Annual General Meeting. Nominees must (unless the meeting otherwise agrees) be present at the meeting.
- 9.3** Election of the Board is by simple majority. If there is a tied vote on the election of any member of the Board, the retiring Board members together have one casting vote. If a person was a Member Club Delegate at the time of his election as a Board member, he ceases to be a Member Club Delegate on election to the Board.
- 9.4** If insufficient nominations are received to fill all vacancies on the Board, further nominations may be received at the Annual General Meeting.
- 9.5** If insufficient further nominations are received, any further vacancies remaining on the Board shall be deemed casual vacancies.
- 9.6** If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- 9.7** The members of the Board take office at the conclusion of the Annual General Meeting and hold office for a period of 2 years. A person shall not hold the same Board position for more than 2 consecutive terms.
- 9.8** Any member of the Board may be removed by a simple majority vote at a meeting of the S.K.C. and/or the Board.
- 9.9** Any Board position vacated by written resignation of the person becomes a casual vacancy. Any Board member failing to attend three (3) successive meetings of the Board without Board accepted reason shall be deemed to have vacated their position.
- 9.10** Casual Vacancies may be filled as permanent Board positions at any time between Annual General Meetings by nomination from any person who is a financial member of a Member Club and voted in by simple majority at a meeting of the the Board to the position.
- 9.11** Not more than one Board position may be held by a single person at the same time.

## **10. POWERS AND DUTIES OF THE BOARD**

- 10.1** Subject to any specific provision contained elsewhere in this Constitution, the Board has the full power and authority to, between Annual General Meetings, entirely manage and control Karting NSW and do anything necessary, or convenient, to achieve the purposes of Karting NSW, providing its conduct does not contravene the provisions of this Constitution or a written directive of the S.K.C., issued as a direct consequence of a motion passed at the prior Annual General Meeting. Such written directive must be issued and received by the Board within 28 days of the commencement of the Annual General Meeting
- 10.2** The Board shall comply with and do things practicably necessary to enforce any binding rule of law made by State or Federal regulatory bodies as is applicable to the objectives and business of Karting NSW.
- 10.3** The Board is authorised to manage and control Karting NSW and has the unfettered power between S.K.C. meetings to do anything necessary, or convenient, to achieve the purposes of Karting NSW including, but not limited to:-
- a) the delegation of matters to Member Clubs with the power to withdraw such delegation at any time at the sole discretion of the Board provided there is a breach of Clause 8;
  - b) arrange and allocate the Karting NSW Calendar, including its Competition Calendar. The New South Wales Sprint Kart Championships shall form part of the Competition Calendar;
  - c) the issue of licences to competitors and drivers in kart competitions and of Permits to organisers of such competitions in accordance with the appropriate provisions of the AKA Inc Karting Manual as exist from time to time;
  - d) the imposition of such levies, penalties, fees, fines, contributions and subsidies as are deemed necessary by the Board, together with the enforcement of the collection of such amounts from any Member Club, group or individual as is permitted by the provisions of the AKA Inc Karting Manual as exist from time to time;
  - e) the maintenance of a central registry of kart licences;
  - f) the enforcement of any legal instruction relating to Karting issued on behalf of the Federation Internationale de L'Automobile; or the Australian Karting Association Inc;
  - g) the consideration and determination of a suggestion made by a Member Club;
  - h) liaison with the National Karting Council of AKA Inc with respect to all matters relating to karting;
  - i) the appointment or removal from time to time of Advisory Committees, Board sub-committees, or other Committees on terms as the Board shall deem fit;
  - j) the reimbursement of any member, servant or agent for any out of pocket expenses properly incurred on the Board's behalf, and the payment to any such member, servant or agent of such wage, honorarium or return for services rendered as the Board shall deem fit;
  - k) the arbitration of disputes between Member Clubs;

- l) decide on matters that require direction or decision outside normal Board meetings. Communications may be oral, by post, by email or by facsimile.
- m) making regulations not inconsistent with these rules or the rules of the International Sporting Code of the Federation Internationale de L'Automobile or the rules of AKA Inc. for the better management of the sport of Karting in NSW.
- n) appoint a State Secretary/Office Supervisor as required.
- o) a Board Member shall be appointed as the State Delegate to the National Karting Council – AKA Inc.
- p) the board shall have a code of conduct to guide Directors, the Chief Executive Officer and other senior management and staff.

**10.4** The Board shall meet as a consequence of-

- i) a resolution of the Board
- ii) a resolution of the S.K.C.
- iii) the request of the Chairman of the Board
- iv) the request of any three members of the Board

**10.5** The Board shall inform the S.K.C. of the outcome of its meetings.

**10.6** Business to be dealt with at a meeting of the Board shall be as noted on the notice of meeting in as much detail as is reasonable in the circumstances. Late items may only be considered by unanimous agreement of all Board members present at the meeting.

**10.7** Decisions at a meeting of the Board shall be made by simple majority vote of members present at the meeting either in person or by telephone link. Proxy votes will not be accepted.

**10.8** The Board may appoint Specialist Committees to assist it and such Committees shall report directly to the Board. These committees may consist of but are not limited to an Administration & Events Management Committee, a State Technical Committee, a Finance & Member Services Committee and a State Officials Committee

**10.9** Proper Minutes shall be kept of all meetings of the Board.

**10.10** The duties of individual members of the Board shall be those duties determined by the Board from time to time.

**11. VACANCIES ON THE S.K.C.**

A delegate remains a member of the S.K.C. until:

- a) the delegate resigns;
- b) a new delegate is nominated by its Member Club to replace the delegate;
- c) the delegate's club ceases to be a Member Club of Karting NSW;

- d) the delegate dies, becomes of unsound mind, is convicted of a criminal offence involving dishonesty or engages in conduct prejudicial to the sport of karting,
- e) the delegate is suspended or expelled.

## **12. DECLARATION OF INTERESTS**

Any member of the Board, S.K.C., Committee or Sub-committee of Karting NSW who has any direct or indirect interest in any present or anticipated contract, agreement, association or arrangement (severally and jointly called interest) that does or may in the future affect Karting NSW must declare that interest at the first meeting of the Board, S.K.C., Committee or Sub-committee after he or she becomes aware of the interest and must abstain from voting on any matter relating to the interest.

## **13. FILLING CASUAL VACANCIES**

- 13.1** A casual vacancy in any of the offices of the Board may be filled at a General Meeting of the S.K.C., from nominations received from Member Clubs.
- 13.2** A casual vacancy on the S.K.C. must be filled by a nominee of the Member Club of which the delegate creating the vacancy was a member.

## **14. QUORUM REQUIRED AT S.K.C. AND BOARD MEETINGS**

- 14.1** The quorum at a meeting of the S.K.C. is half the total membership of the S.K.C. but if that is not a whole number then a quorum is the next whole number above that number. A proxy held by a voting member shall be counted in the number present when considering a quorum.
- 14.2** The quorum at a meeting of the Board is half the total membership of the Board but if that is not a whole number then a quorum is the next whole number above that number. Such meetings must have in attendance either the Chairman or Acting Chairman. A person may be appointed Acting Chairman by a simple majority vote conducted at the meeting.
- 14.3** The quorum at a meeting of a Committee or Sub-committee is half the total membership of the Committee or Sub-committee but if that is not a whole number then a quorum is the next whole number above that number.

## **15. NUMBER OF S.K.C. MEETINGS**

- 15.1** The S.K.C. shall meet a minimum of once each year. Further meetings of the S.K.C. must be called if:-
  - i) by a resolution of the S.K.C.;
  - ii) at the request of the Chairman;
  - iii) at the request of any three members of the Board.
  - iv) as per Clause 22.
- 15.2** A meeting called as a consequence of a resolution or request must be held within two months of the receipt by the Board of the request or the making of the resolution. If a majority of delegates agree, any meeting of the S.K.C., other than the meeting held in conjunction with the Annual General Meeting, may be conducted by video conference.

## **16. NOTICE OF S.K.C. MEETINGS**

**16.1** At least one month's notice must be given of a General Meeting of the S.K.C. unless a majority of delegates agree that it is necessary to hold the meeting either in person or by video conference with a shorter period of notice.

**16.2** At least one month's notice must be given of the Annual General Meeting. Notice must be given in writing by post, facsimile or email, whichever the Member Club nominates.

## **17. S.K.C. MEETINGS NOT PUBLIC**

Meetings of the S.K.C. are conducted in private but the S.K.C. may determine that part of a meeting be opened to the press or other observers. The S.K.C. or the Board may permit a person other than a Delegate or officer of the Board to address it.

## **18. DECISIONS AT S.K.C. MEETINGS**

All decisions at S.K.C. meetings are made by simple majority of those delegates present, in person or proxy, and voting unless otherwise stated in this Constitution. The Chairperson does not have a casting vote

## **19. TIME FOR ANNUAL GENERAL MEETING**

An Annual General Meeting must be held each year not earlier than 1 July and not later than 30 November of each year.

## **20. MATTERS AT GENERAL S.K.C. MEETINGS**

The matters to be dealt with at a General Meeting of the S.K.C. are those set out in the notice of meeting. Late items of business may only be dealt with by unanimous agreement of all Delegates present. The usual rules of meeting procedure shall be adopted for all meetings of the Board and the S.K.C..

## **21. BUSINESS OF THE ANNUAL GENERAL MEETING**

The business of the Annual General Meeting is to:

- a) receive the Chairman's Report;
- b) confirm the minutes of the last preceding Annual General Meeting;
- c) receive and consider financial statements and reports required to be submitted to Members Clubs under the Act;
- d) elect members of the Board;
- e) appoint an auditor;
- f) consider such other business of which at least five weeks notice has been given to the Board;
- g) elect other officers of Karting NSW as deemed necessary by the Board.

## **22. GENERAL MEETINGS OF THE S.K.C.**

A General Meeting must be called if one third of the Members Clubs of the S.K.C. request one. The only business which can be considered at a General Meeting of the S.K.C. is that set out in the Notice of Meeting.

## **23. FORM OF NOTICE OF GENERAL MEETING**

**23.1** A notice stating:

- a) the place, date and time of the General Meeting;
- b) the nature of the business to be considered;
- c) if any special resolution has been proposed, the text of any such motion and a statement that it is intended at the meeting to propose the motion as a special resolution

must be delivered and /or transmitted to the Secretary of each Member Club at the address notified in the Register of Members and to each Delegate at the address last notified to the Board by that Delegate

**23.2** A document which is transmitted by post, emailed and/or facsimile and correctly addressed unless the contrary is proved, is deemed to have been received to the addressee at the time at which the document would have been delivered in the ordinary course of being transmitted.

## **24. NOTICE PERIOD**

Unless these rules provide otherwise, the notice period for all meetings shall be not less than 28 days.

## **25. ALTERNATE DELEGATE**

Each Member Club must appoint, in addition to its Delegate, an Alternate Delegate who must also be a member of the Member Club. An Alternate Delegate can exercise all of the powers given by this Constitution to a Delegate, if the Delegate is unable to do so

## **26. PROXIES AND POSTAL BALLOTS AT MEETINGS**

- a) If neither the Delegate nor the Alternate Delegate of a Member Club is able to attend a S.K.C. meeting, the Member Club by an authority signed by its President, Secretary or Delegate and produced to the Board may grant a proxy to the Delegate of another Member Club or the Chairman of the meeting of the Board. No Delegate may exercise more than one proxy.
- b) An oral proxy may be accepted by authority of the S.K.C. in exceptional circumstances.
- d) More than one proxy may be held by the Chairman of the meeting providing the proxy addresses the agenda motions.
- e) Postal ballots may be conducted for General Meetings provided it is agreed to by simple majority of those entitled to vote at a meeting.

## **27. DECISIONS AT GENERAL MEETING**

All decisions at a General Meeting other than:-

- a) a resolution to alter the Name, Statement of Purposes or the Rules of Karting NSW;
- b) any other resolution required by the Associations Incorporation Act 2009 to be a special resolution;
- c) a re-submission of any resolution;

shall be decided by a simple majority of votes cast.

## **28. SPECIAL RESOLUTION**

As prescribed by the Associations Incorporation Act 2009 a special resolution is a resolution agreed to by at least three-quarters of the Delegates of Member Clubs who are present in person, or by proxy, and who vote on the resolution at a General Meeting of which notice specifying the intention to propose the resolution as a special resolution was given in the manner required by these Rules at least 28 days prior to the meeting. All changes to this Constitution must be approved by such a special resolution.

## **29. DIRECTOR FINANCIAL SERVICES RESPONSIBILITIES**

The Director of Financial Services shall be responsible for:-

- a) the keeping and maintenance of the books of Karting NSW
- b) the production of financial reports;
- c) the banking and investment of all monies received by Karting NSW;
- d) the payment of all proper expenses incurred by Karting NSW;
- e) the preparation of the annual financial statements, in conjunction with the Auditor, for tabling at the Annual General Meeting.

## **30. MANAGEMENT OF FUNDS**

All money received must be deposited in a bank account or accounts in the name of Karting NSW. All payments from the account or accounts must be by cheque, credit card or direct debit. All cheques must be signed by two persons who are members of the Board or other persons appointed by the Board for that purpose. All payments must be approved by two members of the Board. Any and all documents, agreements, contracts which bind Karting NSW, unless specifically exempted by a meeting of the Board, shall have not less than two members of the Board sign the document, agreement or contract.

## **31. FINANCIAL YEAR**

The financial year of Karting NSW commences on July 1 and ends on 30 June.

## **32. DERIVATION OF FUNDS**

The funds of Karting NSW are derived from subscriptions, licence fees, meeting permits, fines and such other sources as the S.K.C. agrees to.

## **33. COMMON SEAL**

The Board is responsible for the custody of the Common Seal, which must only be affixed in accordance with the resolution of the S.K.C., and in the presence of two officers of the Board.

#### **34. BOOKS AND RECORDS**

The Director Financial Services is responsible for the custody of the books, records and securities of Karting NSW, other than the minute books and the Register of Members, for which the Board is responsible.

#### **35. INSPECTION OF DOCUMENTS**

Any financial book or financial record of Karting NSW may be inspected with 60 days notice to the Board, or the Director Financial Services by any member of the Board or Delegate or by any other person authorised in writing by a Member Club to do so.

#### **36. ALTERATION OF STATEMENT OF PURPOSED OR RULES**

The statement of Purposes and Rules may only be amended by a Special Resolution passed at a General Meeting of Karting NSW. Any alteration so passed does not take effect until it has been lodged with and approved in accordance with the provisions of the Associations Incorporation Act 2009.

#### **37. DISPOSAL OF ASSETS ON WINDING UP**

Karting NSW is prohibited from making any distribution to its Member Clubs, whether in money property or otherwise howsoever, of any assets belonging to Karting NSW and provided however that this shall not prevent payment in good faith of remuneration to any officers or servants of Karting NSW. If upon the winding up or dissolution of Karting NSW there remains, after satisfaction of its debts and liabilities, any property whatsoever, the same shall not be paid to or distributed amongst its Member Club but shall be given or transferred to some other institution having objects similar (wholly or in part) to its objects and which shall prohibit the distribution of its or their income and property amongst its Member Clubs, such institution or institutions to be determined by the members Member Clubs at or before the time of dissolution and if and so far as effect cannot be given to the aforesaid provision then to some charitable objects.

#### **38. DEFECTIVE APPOINTMENT**

If it is afterwards discovered that there was some defect in the appointment or qualification of a delegate or member of the Board, all acts done at any meeting at which that person was present or by that person acting as a delegate or member of the Board shall be as valid as if the person had been duly appointed or was properly qualified

#### **39. MEMBERS LIABILITY**

The liability of a Member Clubs of Karting NSW to contribute towards the payment of the debts and liabilities of Karting NSW or the costs, charges and the expenses of the winding up of Karting NSW is limited to the amount, if any, of the fees or charges duly raised and remaining unpaid by the member at that time.

#### **40. DISPUTES**

Disputes between Karting NSW and its Member Clubs that remain unresolved after 3 months shall be referred to AKA Inc to an independent interstate mediator and should the dispute remain unresolved after 6 months from the date of service of a notice of dispute by one party to the other party shall be resolved by the dispute being referred to arbitration. The Commercial Arbitration Act 1984 applies to any such dispute referred to arbitration.