

**THE CONSTITUTION**  
of  
**THE ESPERANCE SPEEDWAY ASSOCIATION INC.**

**1.0 NAME**

The name of the Association shall be **THE ESPERANCE SPEEDWAY ASSOCIATION INC.** hereinafter referred to as the Association.

**2.0 OBJECTS**

The objects of the Association are

- 2.1 To foster and promote the sport of speedway.
- 2.2 To encourage the development of the highest ideals of sportsmanship, loyalty and team spirit thereby cultivating strength of character and self-discipline.
- 2.3 To acquire, develop and maintain premises and facilities for the benefit of members.

**3.0 POWERS**

- 3.1 To purchase, take on lease, exchange, hire or otherwise acquire any real or personal property or any rights of authority, facilities, privileges or licenses which may be deemed necessary or convenient for the attainment of any objects of the Association.
- 3.2 To enter any arrangement with other incorporated bodies which would be beneficial to the Association.
- 3.3 To appoint a delegate or delegates to represent it on any other body or bodies when such action may be deemed necessary or expedient. Such a delegation shall consist of only those powers and privileges as may be determined by the Committee from time to time and any delegate shall hold his office of delegate only for such term or terms as shall be decided by the Committee from time to time.
- 3.4 To provide scholarships, or other assistance to talented members as thought appropriate under policies adopted from time to time.
- 3.5 To do all such other things as are incidental or conducive to the attainment of the objects of the Association, or any one of them.

**4.0 MEMBERSHIP**

Membership shall be open to any person who wishes to further the interests of the Association and who is willing to abide by it.

- 4.1 Any person seeking membership shall make application on the prescribed form to the Management Committee, and the Management Committee shall determine the success and class of such proposed membership. Applications must be signed personally by the applicant/s. Junior membership applications must be signed by the applicant's parent/guardian. Applicants denied membership shall be advised in writing. The Management Committee shall have the power to send such notice without stating reason for the decision.

- 4.2 Each person admitted to membership shall be bound by the constitution and by-laws of the Association, so far as their conduct and dealings affect the operation or name of the Association.
- 4.3 Members shall also become liable for such fees, subscriptions and levies as may be fixed by the Association; and be entitled to all advantages and privileges of membership.
- 4.4 Members may inspect the Club's records and documents on request at a time suitable also to the secretary. Documents may not be removed from the secretary's custody for this purpose.
- 4.5 A register of members shall be kept at all times.

#### **4.6 MEMBERSHIP CATERGORIES**

##### **4.6.1 SENIOR ORDINARY MEMBER**

Any person who is a financial member of the Association in this class is entitled to hold any office and enjoy full privileges of the Association.

##### **4.6.2 JUNIOR ORDINARY MEMBER**

Any person who is a financial member of the Association [who does not turn eighteen (18) years of age by the end of the subscribing year] in this class, is entitled to enjoy full privileges of the Association, but is not entitled to hold any office.

##### **4.6.3 SENIOR SOCIAL MEMBER**

Any person interested in the interests of the Association, who does not wish to participate in the sporting activities or have ordinary membership of the Association.

Any person who is a member of the Association, in this class, is not entitled to hold any office and they shall not be entitled to vote.

##### **4.6.4 JUNIOR SOCIAL MEMBER**

Any person interested in the interests of the Association [who does not turn eighteen (18) years of age by the end of the subscribing year], who does not wish to participate in the sporting activities or have ordinary membership of the Association.

Any person who is a member of the Association, in this class, is not entitled to hold any office and they shall not be entitled to vote.

##### **4.6.5 LIFE MEMBER**

Life membership is a position of honour for a person who has been and Ordinary Member of the club, and who has always given outstanding service to the Association.

Any member may nominate a person to the Management Committee for possible election, by that committee, as a Life Member.

Upon election, a Life Member shall not henceforth pay any subscriptions and shall continue to be a Life Member unless they resign or be duly expelled.

Any person who is a member of the Association, in this class, is entitled to hold any office and enjoy full privileges of the Association.

##### **4.6.6 HONORARY MEMBER**

Any person may be eligible for election as an Honorary Member, provided always, that person has devoted outstanding service to the Association.

The Management Committee shall have the power to elect any person they deem to qualify under this category, as an Honorary Member, for any subscribing year.

Any member may nominate a person at a general meeting for possible election as an Honorary Member, by a motion duly proposed and seconded.

A person elected as an Honorary Member shall be sent a written notice of their election, and upon intimating their willingness to take up the membership, shall become an Honorary Member for that subscribing year.

Honorary Members shall pay no subscription within the year of their election. Honorary Members may be nominated and elected in consecutive subscribing years.

Any person who is a member of the Association, in this class, is entitled to all privileges of the Association except they shall not be entitled to vote.

**4.6.7 PATRON**

The Association may, at their discretion, choose a patron/s or vice patron/s of the club for such period as may be deemed suitable. Such person would be interested in the Association and capable of promoting its' interests.

**4.6.8 AFFILIATES**

Any body (real or corporate) desirous of becoming affiliated with the Association must make application in accordance with the by-laws of the Association. Such application must be lodged with the Association Secretary.

**4.7 CESSATION OF MEMBERSHIP**

A membership will cease due to the following events:

**4.7.1 RESIGNATION**

A member's resignation given in writing to the Association Secretary. In this case any outstanding moneys owed to the Association remain due and can be pursued.

**4.7.2 DEATH**

A member's death, in which debits will be written off.

**4.8 TERMINATION OF MEMBERSHIP**

A membership may be terminated because of the following events:

4.8.1 False or inaccurate statements made in the member's application for membership of the Association.

4.8.2 A serious or persistent breach of any rule, regulation or by-law of the Association or the commission on any act which could be detrimental to the Association.

**4.9 SUSPENSION OR EXPULSION OF MEMBERSHIP**

4.9.1 The Management Committee shall have the power to suspend or expel any members of the Association for any of the events in 4.8.1 or 4.8.2. A member whose membership is being examined will be told of the alleged breach and has the right to be present at any hearing and to be heard. Such hearing time and place must be reasonable to all parties.

4.9.2 Any member who is expelled, suspended or has their membership terminated, shall have the right to appeal against their suspension, expulsion or termination, by presenting their case to a Special General Meeting called for such a purpose. The mechanism is final and determinations of such Special General Meetings shall be binding.

**5.0 MANAGEMENT OF THE ASSOCIATION**

Management of the Association shall be vested in Management Committee elected by the members and consisting of:

- President,
- Vice President,
- Secretary,

- Treasurer,
- Chief Steward,
- Chief Machine Examiner, and
- Other officers as decided at an Annual or Special General Meeting.

#### **5.1 ELECTION OF MEMBERS TO THE MANAGEMENT OF THE ASSOCIATION**

- 5.1.1 All office bearers on the Management Committee shall retire annually but shall be eligible for re-election.
- 5.1.2 Nomination for election of office bearers shall be received verbally at the Annual General Meeting. Written nominations and acceptances will be accepted, but must be lodged with the secretary prior to the commencement of the Annual General Meeting.
- 5.1.3 Should there be more nominations than there are vacancies, a secret ballot by the simple majority method shall be conducted to determine who shall hold the particular office.

#### **5.2 DUEL POSITION OF OFFICE**

- 5.2.1 Any two of the office, with the exception of President and Vice President may be combined in the one person.

#### **5.3 VACANCY IN THE MANAGEMENT COMMITTEE**

- 5.3.1 If for any reason there is a lesser number of nominations than there are vacancies at the Annual General Meeting, the Committee shall have the power to appoint a member or members to fill any vacancy or vacancies. Any member appointed shall forthwith hold the particular office unless a General Meeting of the Association by simple majority shall determine otherwise.
- 5.3.2 The Management Committee may fill, by appointment, any vacancy occurring. The appointment is valid only until the next Annual General Meeting.

#### **5.4 DISPOSITION OF MANAGEMENT COMMITTEE MEMBERS**

Should any financial member wish for the above, he must submit nine (9) supporting letters [making a total of ten (10)] from financial members to that effect and in such letters reasons must be stated.

Letters are to be handed to the Secretary and the matter will be voted upon at the next General Meeting. A majority of three quarters (75%) voting must rule.

#### **6.0 POWER OF THE MANAGEMENT COMMITTEE**

The Management Committee (hereinafter) referred to as the Committee) shall carry out the day to day running of the Association assuring the powers conferred on the Association in section 3; and shall be responsible and empowered to ensure the following.

- 6.1 Administration of the finances of the Association, including authorities to sign cheques and other documents.
- 6.2 Appointment of the bankers of the Association.
- 6.3 Directing the opening of banking accounts for specific purposes and to transfer funds from one account to another, and close any such account.
- 6.4 Fixing the manner in which such banking accounts shall be operative and; providing all payments are passed by the/ an authorised meeting.
- 6.5 Fixing fees and subscriptions payable by members and deciding such levies, fines and charges as is deemed necessary and advisable, and to enforce payment thereof.
- 6.6 Adjudication on all matters, brought before it, which in any way affect the Association.
- 6.7 Cause minutes to be made of all proceedings at meetings of the Committee and General meetings of members.

- 6.8 Make, amend and rescind rulings and By-laws.
- 6.9 Form and appoint any sub committees required.
- 6.10 Where felt necessary for reasons of fairness, equity or good governance, to withdraw telemeeting privileges outlined in section 7; or other privileges.
- 6.11 At their discretion employ a person or persons to carry out duties required by the Association at salaries or remuneration for such period of time, as may be deemed necessary and beneficial to the Association.

## **7.0 MEETINGS**

The Committee shall be responsible for ensuring sufficient meetings are held for the good governance of the Association.

### **7.1 TELEMEETINGS**

Where circumstances warrant, the Committee may meet by teleconference. In these circumstances meetings procedures must be agreed at the commencement of the meeting, unless there is a general procedure previously adopted by the Association. These procedures must include voting and recording of proceedings.

### **7.2 COMMITTEE MEETINGS**

The Management Committee shall meet at times and places as decided by it; and convenient to it's members. It may allow other members to teleconference into the meeting where special circumstances warrant.

### **7.3 GENERAL MEETINGS**

The Association shall hold General Meetings at least three (3) times per year at times and places which would be conducive to attendance by ordinary members. These meetings are a forum for members to raise issues about the programmes, policies, management or activities of the Association. This is in addition to the other meetings listed below.

### **7.4 ANNUAL GENERAL MEETING**

- 7.4.1 The Annual General Meeting of the Association shall be held no later than the last week in August each year.
- 7.4.2 The Secretary shall give at least seven (7) days' notice of the date of the Annual General Meeting, to Association members in a form agreed by the Association.
- 7.4.3 All members may attend the Annual General Meeting.
- 7.4.4 The Annual General Meeting shall only conduct business which includes annual reports from officers, motions regarding changes to the Constitution for which notice has previously been given, and other relevant business for which notice was given prior to calling the Annual General Meeting.

### **7.5 SPECIAL GENERAL MEETINGS**

- 7.5.1 Special General Meetings may be called at the request of the Secretary and with the approval of the President, or shall be called at the written request of ten (10) members of the Association.
- 7.5.2 The Secretary shall give at least seven (7) days' notice of the date of the Special General Meeting to members in a form as agreed by the Association. Notice of Special General Meetings shall set out clearly the business for which the meeting has been called. No other business shall be dealt with at that Special General Meeting.

## **8.0 QUORUMS**

- 8.1 The quorum at the General Meetings, Annual General Meetings and Special General Meetings shall be ten (10) members.

- 8.2 The quorum at the Committee Meetings, including telemeetings shall be one more than half of the Committee members.
- 8.3 Should a quorum not be present at the time set for the meeting, there shall be a delay, at the discretion of those present, of up to thirty (30) minutes. At that time the meeting, if no quorum is still not present, shall be postponed for a period of no more than two (2) weeks. At a postponed meeting those present and entitled to vote shall be authorised to carry out any legitimate business which the meeting would otherwise be entitled to undertake.

## **9.0 VOTING**

### **9.1 AT GENERAL MEETINGS**

- 9.1.1 Each Senior Ordinary Member, Junior Ordinary Member, Life Members, Affiliate or Patron present shall have one (1) vote.
- 9.1.2 The meeting may authorize that a member can join the meeting by teleconference and that their vote may be cast and valid.
- 9.1.3 In the event of a tied vote the motion shall be lost.
- 9.1.4 Social Members, Junior Social Members, and Honorary Members shall have no voting entitlements.

### **9.2 AT MANAGEMENT COMMITTEE MEETINGS**

- 9.2.1 Each eligible member present shall have one (1) vote. In the event of a tied vote the status quo shall remain.
- 9.2.2 When teleconferencing or telemeetings are authorised, then eligible members shall have the same voting rights as if they were present.

## **10.0 FINANCE**

The control of the finances of the Association lie with the Management Committee through the Treasurer and managed consistent with section 6 of this constitution.

- 10.1 The income and property of the Association shall be applied solely towards the promotion of the objects of the Association. No portion of the income or property shall be paid, transferred or distributed directly or indirectly to the members of the Association provided that nothing shall prevent the payment in good faith of the remuneration to any officer or employee of the Association or to any person other than a member, in return for service rendered to the Association.
- 10.2 The financial year of the Association shall commence on the first day of July and end on the last day of June each year.
- 10.3 All funds of the Association shall be receipted and shall be deposited in the accounts of the Association at such bank or recognized financial institution as the Management Committee may determine.
- 10.4 All accounts due by the Association shall be paid by cheque or electronic transfer after having been passed for payment at the Management Committee Meeting and when immediate payment is necessary account(s) shall be paid and the action endorsed at the next Management Committee Meeting.
- 10.5 The Secretary may be allocated an amount of Petty Cash and shall keep a record of such expenditure and report it to the Committee Meetings.
- 10.6 A statement showing the financial position of the Association shall be provided by the Treasurer at each Management Committee Meeting and General Meeting. An independently audited statement of Income and Expenditure and a Balance Sheet of Assets and Liabilities shall be submitted to the Annual General Meeting.

10.7 The signatories to the Association's accounts will be the Treasurer, and any one of the following: President, Vice President, Secretary, and Chief Steward.

#### **11.0 AUDITOR**

The Association shall appoint an Auditor/s who shall examine and audit all the financial affairs of the Association annually.

11.1 The Auditor shall be provided, after the end of the financial year, all relevant books, papers, accounts and receipts of the Association

11.2 In addition to the annual reports of finances the Auditor may be requested to provide reports on specific matters at any other times as requested by the Management Committee.

#### **12.0 ALTERATION TO THE CONSTITUTION**

12.1 No alteration repeal or addition shall be made to the Constitution except by Authorization at an Annual General Meeting, or Special General Meeting called for that purpose. Motions for change must be passed by a three quarters (3/4's) majority of those present and entitled to vote at the meetings.

12.2 Notice of all such motions to alter, repeal or add to the Constitution shall be in writing; and shall be signed by the proposer and seconder and provided to the Secretary in time for circulation to members with the meeting notice.

#### **13.0 BY LAWS**

13.1 By-laws may be created or altered at any Management Committee Meeting. They can be about any matter which assists the good management of the Association or any of its undertakings.

13.2 They are only valid while consistent with the Association's Constitution and policy and to the extent that they are in conflict with them, then the Constitution or policy shall prevail.

13.3 The By-laws shall be examined by the Management Committee annually.

#### **14.0 COMMON SEAL**

The Association shall have a common seal which shall be kept in custody of the Secretary and shall only be used when authorised by the Association through a meeting resolution. Every deed, instrument, or document upon which the seal is used shall be signed by the President and counter-signed by an authorised Committee member.

#### **15.0 INTERPRETATION OF THE CONSTITUTION**

In case of any question arising not provided for in the Constitution or as to the interpretation of the Constitution, the majority decision of the Management Committee shall be taken and acted upon. Such decisions may be challenged or overturned by members at a General Meeting.

#### **16.0 DISSOLUTION**

The Association shall not be wound up or dissolved except by a three quarters (3/4's) majority of those present at a Special General Meeting, such meeting having been called for the purpose. If upon the dissolution or winding up of the Association there remains, after the satisfaction of all its debts and liabilities, any property or funds whatsoever, the same shall not be paid to, transferred or distributed amongst members of the Association. It shall be given to another incorporated association with similar interests, to those of the Association, or distributed for charitable purposes, as determined by the Special General Meeting.