

# CONSTITUTION

OF

## CENTRAL QUEENSLAND DRAG RACING ASSOCIATION INC.

### NAME

1. The Association formed under this Constitution shall be known as "CENTRAL QUEENSLAND DRAG RACING ASSOCIATION INC. ", and shall be non political and non sectarian (hereinafter called the Association).

### OBJECTS

2. The objects of the Association shall be:
  - (i) To promote drag racing and other forms of motor sports.
  - (ii) To encourage competition in a vigorous and sportsman like manner.
  - (iii) To provide opportunities' for regular meetings for those who engage in drag racing and/or other forms of motor sport, both for the purposes of racing and for fellowship.

### POWERS

3. The Association shall be empowered:

- 1) To raise funds whether by appeals and projects;
- 2) Generally to promote the Association, its objects and its members;
- 3) In furtherance of the objects of the Association to, buy, sell and deal in all kinds of articles commodities and provisions, both liquid and solid, for the members of the Association;
- 4) To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings easements or property, real and personal, and any rights or privileges which may be requisite for the purposes of or capable of being conveniently used in connection with, any of the objects of the Association; Provided that in case the Association shall take or hold any property which may be subject to any trusts the Association shall only deal with the same in such manner as is allowed by law having regard to such trusts;
- 5) To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association; to obtain from any such Government or Authority any rights, privilege and concessions which the Association may think it desirable to obtain; and to carry out, exercise and comply with any such arrangements, rights, privileges and concessions;
- 6) To appoint, employ, remove or suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the Association;
- 7) To remunerate any person or body corporate for services rendered, or to be rendered, and whether by way of brokerage or otherwise in placing 'or assisting to place or guaranteeing the placing or any unsecured notes, debentures or other securities of the Association, or in or about the Association or promotion of the Association or in the furtherance of its objects;
- 8) To construct, improve, maintain, develop, work, manage, carry out, alter or control any houses, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Association's interests, and to contribute to, subsidise or otherwise assist and take part in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof;

- 9) To invest and deal with the money of the Association not immediately required in such manner as may from time to time be thought fit;
- 10) To take, or otherwise acquire, and hold shares, debentures or other securities of any company or body corporate;
- 11) In furtherance of the objects of the Association to lend and advance money or give credit to any person or body corporate; to guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or body corporate, and otherwise to assist any person or body corporate;
- 12) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading and other negotiable or transferable instruments;
- 13) In furtherance of the objects of the Association to sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Association;
- 14) To take or hold mortgages, liens or charges, to secure payment of the purchase price, or any unpaid balance of the purchase price, of any part of the Association's property of whatsoever kind sold by the Association, or any money due to the Association from purchasers and others;
- 15) To take any gift of property whether subject to any special trust or not, for any one or more of the objects of the Association but subject always to the provision in sub rule (d);
- 16) To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Association, in the shape of donations, annual subscriptions or otherwise;
- 17) To print and publish any newspapers, periodicals, books or leaflets that the Association may think desirable for the promotion of its objects;
- 18) In furtherance of the objects of the Association to amalgamate with any one or more incorporated Associations having objects altogether or in part similar to those of the Association and which shall prohibit the distribution of its or their income and property among its or their members;
- 19) To do all such other things as are incidental or conducive to the attainment of the objects and the exercise of the powers of the Association."

#### CLASSES OF MEMBERS

4. The membership of the Association shall consist of Ordinary Members and Honorary Members

#### MEMBERSHIP

5.

- 1) The number of Ordinary and Honorary Members shall be unlimited
- 2) Subject to this constitution any person shall be eligible for membership upon payment of his or her joining fee and annual subscription for the current financial year. Ordinary Members shall be entitled to vote at meetings. The Committee shall seek to affiliate all Ordinary Members of the Association with the AUSTRALIAN NATIONAL DRAG RACING ASSOCIATION or gain membership of that Association, whichever may be appropriate
- 3) The Members may confer Honorary Membership upon any person who, in its opinion, has rendered valuable service to the Association, by resolution of not less than three-fourths majority of those Members present and entitled to vote. Honorary Members shall not be required to pay any joining fee or annual subscription and shall not be entitled to vote. Honorary Membership will last for a period of twelve (12) months

## JOINING FEE

6.

- 1) The Joining Fee for new Members shall be such sum as the Association, at any Annual or General Meeting, may from time to time determine by resolution of not less than a three quarters majority of those present and entitled to vote The Joining Fee shall be payable with the tender of an Application For Membership Form.

## ANNUAL SUBSCRIPTION

7.

- 1) The Annual Subscription for each financial year shall be such sum as the Association at any Annual or General Meeting may from time to time determine by resolution of not less than a three quarters majority of those present and entitled to vote.
- 2) The Annual Subscription shall be payable in advance on the first day of January each year.
- 3) A Financial Member at any material time is a Member who is not then indebted to the Association in respect of any Annual Subscription or levy or other payment whatsoever.
- 4) Only those Members who are Financial Members at the time shall be entitled to vote upon any motion at any Annual or General Meeting of the Association
- 5) A Member who is in arrears with his or her Annual Subscription for two (2) calendar months shall be deemed to have forfeited his or her membership, but the Management Committee may reinstate him or her on payment of the amount due.
- 6) At any period after six (6) months from the first day of January, any Annual Subscription from a new Member shall be on a pro-rata basis.

## ADMISSION AND REJECTION OF MEMBERS

8.

- 1) The Management Committee must consider an application for membership at the next meeting of the Committee after it receives,
  - a. The application, and
  - b. The appropriate membership fee for application
- 2) The Management Committee must decide at the meeting whether to accept or reject the application
- 3) If the majority of the Management Committee members present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member for the class of membership applied for
- 4) The Secretary of the Association must, as soon as practicable after the Management Committee decides to accept or reject the application, give the applicant a written notice of the decision

## TERMINATION OF MEMBERSHIP

9

- 1) A member may resign from the Association by giving written notice of resignation to the Secretary
- 2) The resignation take effect on,
  - a. The day and at the time the notice is received by the Secretary; or,
  - b. If a latter day is stated in the notice – the later day
- 3) The Management Committee may terminate a members membership if the member
  - c. Is convicted of an indictable offence or
  - d. Does not comply with any of the provisions of these rules or
  - e. Has membership fees in arrears for at least 2 months or
  - f. Conducts himself or herself in a way considered to be injurious to or prejudicial to the character or interests of the Association
- 4) Before the Management Committee terminates a member's membership, the committee must give the member a full and fair opportunity to show why the membership should be terminated
- 5) If, after considering all representations made by the member, the Management Committee decides to terminate the membership, the Secretary of the committee must give the member a written notice of decision

## APPEAL AGAINST REJECTION OR TERMINATION OF MEMBERSHIP

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- 1) A person whose application for membership has been rejected, or whose membership has been terminated, may give the Secretary written notice of the person's intention to appeal against the decision.

- 2) A notice of intention to appeal must be given to the Secretary within 1 month after the person receives written notice of the decision
- 3) If the Secretary receives a notice of intention to appeal, the Secretary must, within 3 months after the day of receipt, call a general meeting to decide the appeal
- 4) At the meeting, the applicant must be given an annual and fair opportunity to show why the application should not be rejected or the membership should not be terminated
- 5) Also, the Management Committee and the committee members who rejected the application or terminated the membership must be given an opportunity to show why the application should be rejected or the membership be terminated
- 6) An appeal must be decided by a vote of the members present at the meeting
- 7) If a person whose application has been rejected does not appeal against the decision within 1 month after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful, the Secretary must, as soon as practicable, refund the application fee paid by the person

### REGISTER OF MEMBERS

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- 1) The Committee shall cause a register to be kept in which shall be entered the names and residential addresses of all persons admitted to. Membership of the Association and the date of admission.
- 2) Particulars shall also be entered of resignations, terminations and reinstatements of Membership and any further particulars as the Association may require from time to time.
- 3) The Register of Members shall be open for inspection at all reasonable times by any financial Member who previously applies to the Secretary for such inspection.

### SECRETARY

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- 1) If the Association has not elected an interim officer as Secretary for the Association before its incorporation, the members of the Management Committee must ensure a Secretary is appointed or elected for the Association within 1 month after incorporation
- 2) If a vacancy happens in the office of Secretary, the members of the Management Committee must ensure a Secretary is appointed or elected for the Association within 1 month after the vacancy happens.
- 3) The Secretary must be an individual residing in Queensland, or in another state but not more than 65 km from the Queensland border, who is,
  - a. A member of the Association elected by the Association as Secretary, or
  - b. Any of the following persons appointed by the Management Committee
    - i. A member of the Association's Management Committee
    - ii. A member of the Association
    - iii. Another person

The Management Committee may appoint or remove the Association's Secretary at any time

### MEMBERSHIP OF MANAGEMENT COMMITTEE

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The Management Committee of the Association shall consist of, President, Treasurer and any additional members as determined by any current laws, all of whom must be ordinary members

### ELECTING THE MANAGEMENT COMMITTEE

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- 1) A member of the Management Committee may only be elected as follows,
  - a. Any 2 members of the Association may nominate another member (the candidate) to serve as a member of the Management Committee
  - b. The nomination must be,
    - i. In writing; and
    - ii. Signed by the candidate and the members who nominated him or her; and
    - iii. Given to the Secretary at least 14 days before the annual general meeting at which the election is to be held
  - c. Each member present at the annual general meeting may vote for any number of candidates not more than the number of vacancies

- d. If, at the start of the meeting, there are not enough candidates nominated, nominations may be taken from the floor of the meeting.
- 2) A list of candidate's names in alphabetical order with the names of the members, who nominated each candidate, must be posted in a conspicuous place in the office or usual place of meeting of the Association or circulated to the members for at least 7 days immediately preceding the annual meeting.
- 3) If required by the Management Committee, balloting lists must be prepared containing the names of the candidates in alphabetical order

#### RESIGNATION OR REMOVAL FROM OFFICE OF MANAGEMENT COMMITTEE MEMBER

15

- 1) A Management Committee member may resign from the committee by giving written notice of resignation to the Secretary.
- 2) The resignation takes effect on,
  - a. The day and at the time the notice is received by the Secretary; or
  - b. If a later day is stated in the notice - the later day
- 3) A member may be removed from office at a general meeting of the Association if a majority of the members present at the meeting vote in favour of removing the member.
- 4) Before a vote of members is taken about removing the member from office, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office
- 5) A member has no right of appeal against the member's removal from office under this section

#### VACANCIES ON THE MANAGEMENT COMMITTEE

16

- 1) If a casual vacancy happens on the Management Committee, the continuing members of the committee may appoint another member of the Association to fill the vacancy until the next annual general meeting.
- 2) The continuing members of the Management Committee may act despite a casual vacancy on the Management Committee.
- 3) However, if the number of committee members is less than the number fixed under these rules as a quorum of the Management Committee, the continuing members may act only to
  - a. Increase the number of Management Committee members to the number required for quorum; or
  - b. Call a general meeting of the Association

#### FUNCTIONS OF THE MANAGEMENT COMMITTEE

17

- 1) Except as otherwise provided by these Rules and subject to resolutions of the members of the Association carried at any general meeting the Management Committee,
  - a. Shall have the general control and management of the administration of the affairs, property and funds of the Association; and
  - b. Shall have authority to interpret the meaning of these Rules and any matter relating to the Association on which these Rules are silent or where these Rules are in conflict or are inconsistent

#### MEETINGS OF MANAGEMENT COMMITTEE

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- 1) The Management Committee shall meet at least once in every one month at such time or times as may be deemed expedient by the Committee
- 2) The President, or any other member of the Management Committee elected by a majority of the committee, shall be the Chairperson of the Management Committee. The Chairperson shall have the power to call a Special Meeting of the Management Committee at any time. The Secretary shall give notice in writing of every special meeting to each Member of the Management Committee not later than seven days before the date appointed for such meeting.
- 3) Questions arising at any meeting of the Management Committee shall be decided by a majority of votes and in the case of equality of votes on any question at any meeting of the Committee shall be deemed to be decided in the negative,
- 4) A Management Committee member must not vote on a question about a contract or proposed contract with the Association if the member has an interest in the contract or proposed contract. And if the member does vote the member's vote must not be counted

## OTHER COMMITTEES

- 1) The Management Committee may delegate the whole or part of its powers to a subcommittee consisting of the Association members considered appropriate by the committee
- 2) A subcommittee may only exercise delegated powers in the way the Management Committee decides.
- 3) A subcommittee may elect a chairperson of its meetings
- 4) If a chairperson is not elected or if the chairperson is not present within 10 minutes after the time fixed for the meeting, the members present may choose I of their number to the chairperson of the meeting.
- 5) A question arising at a subcommittee meeting is to decided by a majority of the members at the meeting and, if the votes are equal, the question is decided in the negative

## GENERAL MEETING

- 1) General Meeting of the Association shall be held at such times as the Members may decide.

## NOTICE OF MEETING

- 1) Any Member of the Public may attend the Annual General Meeting, or, if the Association so decides, any other General Meeting, but shall not be entitled to vote, and shall retire if requested by the Chairman of the Meeting.

## QUORUM

- 1) At any General Meeting the number of Members required to constitute a quorum shall be double the number of Members presently on the Management Committee plus one
- 2) No business shall be transacted at any General Meeting unless a quorum of members is present at the time when the Meeting proceeds to business. For the purpose of this rule "Member" includes a person attending as a proxy
- 3) If within half an hour from the time appointed for the commencement of a General Meeting a quorum is not present, the meeting if convened upon the requisition of Members of the Management Committee or the Association, shall lapse. In any other case it shall stand adjourned to the same day in the next week at the same time and place as the Management Committee may determine, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the Members present shall be a quorum.

## CONVENING MEETINGS

- 1) The Secretary shall convene all General Meetings of the Association by giving not less than fourteen (14) days notice of any such meeting to the Members of the Association

## THE CHAIRPERSON

- 1) The President shall preside as Chairperson, or if there is no President, or if he or she is not present within fifteen minutes after the time appointed for the holding of the meeting or is unwilling to act, then the Members shall elect one of their number to be. Chairperson of the meeting
- 2) The Chairperson shall maintain order and conduct the meeting in a proper and orderly manner

## VOTING

- 1) Every Question, matter or resolution shall be decided by a majority of votes of the Members present
- 2) Every Member present shall be entitled to one vote and in the case of an equality of votes the Chairperson shall have a second or casting vote: Provided that no Member shall be entitled to vote at any General Meeting if his or her annual subscription is more than two month in arrears at the date of the Meeting
- 3) Voting shall be by show of hands or a division of Members, unless not less than one fifth of the Members present demand a ballot, in which event there shall be a secret ballot. The Chairperson shall appoint two Members to conduct the secret ballot in such manner as he or she shall determine and the result of the ballot as declared by the Chairperson shall be deemed to be the resolution of the meeting at which the ballot was demanded;

## PROXY VOTING

26

- 1) A Member may vote in person or by proxy or by attorney and on a show of hands every person present who is a Member or a representative of a Member shall have one vote and in a secret ballot every Member present in person or by proxy or by attorney or other duly authorised representative shall have one vote
- 2) The instrument appointing a proxy shall be in writing, in the common or usual form, under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under seal or under the hand of an officer Member of the Association. A proxy may but need not be a member of the Association. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a secret ballot
- 3) Where it is desired to afford members an opportunity of voting for or against a resolution the instrument appointing a proxy shall be in the following form or a form as near thereto as circumstances permit:

CENTRAL QUEENSLAND DRAG RACING ASSOCIATION INC.

I \_\_\_\_\_ of \_\_\_\_\_ being a

Member of the above named Association, hereby appoint \_\_\_\_\_

of \_\_\_\_\_ or failing him \_\_\_\_\_

of \_\_\_\_\_ as my proxy to vote for me on my behalf at the \*annual or general meeting of the Club, to be held on the \_\_\_\_\_ day of \_\_\_\_\_ 20\_\_\_\_ and at any adjournment thereof.

Signature

Signed thisday of, 20\_\_\_\_

This form is to be used \*in favour of/against the resolution.

\*Strike out whichever is not desired. (Unless otherwise instructed, the proxy may vote as he thinks fit.)

The instrument appointing a proxy shall be deposited with the Secretary prior to the commencement of any meeting or adjourned meeting at which the person named in the instrument purposes to vote

## MINUTES

27

- 1) The Secretary shall cause full and accurate minutes of all questions, matters, resolutions and other proceedings of every Management Committee meeting and general meeting to be entered in a book to be open for inspection at all reasonable times by any financial member who previously applies to the Secretary for that inspection. For the purposes of ensuring the accuracy of the recording of such minutes, the minutes of every Management Committee meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding Management Committee meeting verifying their accuracy. Similarly, the minutes of every general meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding general meeting:
- 2) Provided that the minutes of any annual general meeting shall be signed by the Chairman of that meeting or the Chairman of the next succeeding general meeting or annual general meeting.

## ANNUAL GENERAL MEETING

28

- 1) The annual general meeting of the Association must be held at least once each year; and within 6 months of the end of the previous financial year
- 2) The following business must be conducted at each annual general meeting
  - a. Receiving the statement of income and expenditure, assets, liabilities and mortgages and securities affecting the property of the Association for the last financial year
  - b. Receiving the auditor's report on the financial affairs of the Association for the last financial year
  - c. Presenting the audited statement to the meeting for adoption
  - d. Appointing an auditor

## SPECIAL GENERAL MEETING

29

- 1) The Secretary may only call a special meeting by giving each member notice of the meeting within 14 days only after,
  - a. Being directed to do so by the Management Committee, or
  - b. On the requisition in writing signed by not less than one fourth of the Members presently on the Management Committee or not less than the number of ordinary members of the Association which equals double the number of Members presently on the Management Committee plus one. Such requisition shall clearly state the reasons why such Special General Meeting is being convened and the nature of the business to be transacted thereat; or
  - c. On being given notice in writing of an intention to appeal ☐ against the decision of the Association of reject an application for Membership or to terminate the Membership of any person.

## BY LAWS

30

- 1) The Management Committee may make, amend or repeal by-laws, not inconsistent with these rules, for the internal management of the Association
- 2) Such by-laws must always reside as an appendix that forms a single document with these rules
- 3) A by-law may be set aside by a vote of members at a general meeting of the Association

## ALTERATION OF CONSTITUTION

31

Subject to the Associations Incorporations Act 1981, these rules may be amended, repealed or added to by special resolution carried at a general meeting. However, an amendment, repeal or addition is valid only if it is registered with the chief executive

## FUNDS AND ACCOUNTS

32

- 1) The funds of the Association must be kept in an account in the name of the Association in financial institution decided by the Management Committee
- 2) Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the Association.
- 3) All accounts must be deposited in the financial institution account as soon as practicable after receipt
- 4) Payments of \$100 or more must be made by cheque or electronic funds transfer
- 5) If an amount of \$100 or more is paid by cheque, the cheque must be signed by any 2 of the following
  - a. The president
  - b. The Secretary
  - c. The treasurer
  - d. Another member of the Management Committee authorised for the purpose
- 6) Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed 'not negotiable'
- 7) A petty cash account must be kept in the imprest system, and the management must decide the amount of petty cash to be kept in the account.
- 8) All expenditure must be approved or ratified by the Management Committee
- 9) The treasurer must, as soon as practicable after the end of the financial year, ensure a statement containing the following particulars is prepared
  - a. The income and expenditure for the financial year just ended
  - b. The Associations assets and liabilities at the close of the year
  - c. The mortgages, charges and securities affecting the property of the Association at the close of the year
- 10) The auditor must examine the statement prepared under subsection (9) and present a report about it to the Secretary before the next annual general meeting following the financial year for which the audit was made
- 11) The income and property of the Association must be used solely in promoting the Association's objects and exercising the Association's powers

## DOCUMENTS

33

The Management Committee shall provide for the safe custody of books, documents, instruments of title and securities of the Association.



## FINANCIAL YEAR

34

The financial year of the Association shall close on the 30th of June in each year

## DISSOLUTION

35

The Association shall be dissolved:

If a resolution to that effect is carried by a vote of a three quarters majority of the financial Members present at a General Meeting convened to consider that question. The property and other assets of the Association remaining after the payment of all expenses and other liabilities shall be handed over to some other organisation or organisations (having similar objects or in part similar objects) as the majority of Members present at such General Meeting, by resolution, may decide.

The Association shall be dissolved in the event of the membership being less than three (3) persons.

## INDEMNITY

36

Every Office Bearer and Member of the Association shall be indemnified out of the funds of the Association against all losses and expenses incurred in the discharge of his or her duties except such as shall happen through his or her own wilful act or default and each one shall be dischargeable only for so much money as he or she himself or herself actually shall receive for or in the discharge of the business of the Association, and each one shall be answerable only for his or her own acts, neglects or defaults and not for those of any other person or persons.

## COMMON SEAL

37

The Management Committee shall provide for a Common Seal and for its safe custody. The Common Seal shall only be used by the authority of the Management Committee and every instrument to which the seal is affixed shall be signed by a member of the Management Committee and shall be countersigned by the Secretary or by a second member of the Management Committee or by some other person appointed by the Management Committee for the purpose

## C E R T I F I C A T I O N

We certify that this is a true and correct copy of the Constitution of CENTRAL QUEENSLAND DRAG RACING ASSOCIATION INC.

PRESIDENT:

Name: \_\_\_\_\_ Signed \_\_\_\_\_

SECRETARY:

Name: \_\_\_\_\_ Signed \_\_\_\_\_

TREASURER:

Name: \_\_\_\_\_ Signed \_\_\_\_\_

DATED: \_\_\_\_ / \_\_\_\_ / \_\_\_\_

By-Laws of the Central Queensland Drag Racing Association Incorporated  
(Section 29 of these Rules)

Number	Related section of the Rules (if applicable)	Subject	Date of adoption
1/2003	Section 13	Composition of the Management Committee	11 March 2003
The Management Committee shall consist of the President and Treasurer and not less than 5 and no more than 9 other ordinary members. The Secretary need not be a member of the Management Committee, but if appointed, shall be included in the number of ordinary members			
2/2003	Section 28	Annual General Meeting	11 March 2003
The Annual General meeting of the Association shall be held in the month of November each year. Those elected to the Management Committee will commence their term of office from the 1st day of January the following year. The existing Management Committee will continue to perform its function until that date			