

# CIRCUIT EXCEL ASSOCIATION of SOUTH AUSTRALIA

## CONSTITUTION

### 1 THE ASSOCIATION

The name of the Association shall be the Circuit Excel Association of South Australia hereafter referred to as the Association.

### 2 DEFINITIONS AND INTERPRETATION

- 2.1 Circuit Excel, hereinafter referred to as the Category, means a circuit racing car Log Booked by CAMS as a Group 3 Production Rally Car and meeting the rules of Excel Rally Cars under Appendix A of the Group 3-PRC Rules, *with the exception* that control tyres are specified to meet circuit racing requirements under agreement with CAMS SA.
- 2.2 "Committee" means the Committee of Management of the Association made up of the Club's office bearers and other elected committee members as defined in Clause 7 of this Constitution.
- 2.3 "Financial Year" means the year ending 30 June.
- 2.4 "General Meeting" means a general meeting of Members.
- 2.5 "CAMS" means the Confederation of Australian Motor Sport Ltd. or its successors or assigns.
- 2.6 "Regulations" means any Technical Regulations published by the Association or an Association to which the Associations has affiliated, and varied in accordance with the appropriate Constitution from time to time.
- 2.7 "Association Member" means a person who is a paid up member of the Association.
- 2.8 Reference to a person includes natural persons and bodies corporate.
- 2.9 Words importing the singular shall include the plural and vice versa. Words importing one gender shall include other genders.
- 2.10 The official language of the Club shall be English.

### 3. STATEMENT OF PURPOSE AND OBJECTIVES

- 3.1 The purpose of the Association shall be:  
To promote and support Circuit Excel motor racing .
- 3.2 The objectives of the Association are as follows:

- ⤴ To promote the racing of Circuit Excel racing cars.
- ⤴ To cater for the interests of owners and driver's of Circuit Excel racing cars that serve as a training ground for young drivers looking to develop a career in motor sport
- ⤴ To assist drivers entering Circuit Excel motor racing to develop skills that are an appropriate stepping stone to those required to compete effectively in the more advanced categories of motor sport.
- ⤴ To work to minimise performance differences between Circuit Excel race cars, to retain performance parity, and to contain entry level costs
- ⤴ To work in a co-operative manner with CAMS to ensure that the regulations relating to Circuit Excel motor racing remain relevant to the strategic requirements of Australian motor sport.
- ⤴ The Association shall remain a non-profit organisation. The assets and income of the Association shall be applied solely in the furtherance of its objectives.
- ⤴ In the event of the Association being dissolved, the assets which remain after such dissolution and the satisfaction of all debts and liabilities, shall be paid and applied by the Committee in accordance with their powers to any fund, institution or authority, which is a non-profit organisation.

#### **4 POLICY**

The Club shall:

Not initially seek CAMS affiliation since all of currently active Circuit Excel competition drivers are already members of a range of CAMS-affiliated clubs and Associations, but it may do so at any time in the future should that be the wish of the majority of the Association members.

Recognise the authority of the CAMS and shall agree to abide by all rules and reasonable requests.

Co-operate with all automobile-racing associations, in return for which observance and enforcement of the rules of the Association are expected.

#### **5 MEMBERSHIP**

Membership of the Association is open to anyone who supports the objectives of the Association defined herein. There shall be **three** classes of membership, regardless of sex, race or creed, as follows:

**Full Membership** - A full member shall be a person who is deemed to be financial and in good standing, He/she shall be entitled to vote at any general, special or annual general meeting.

**Family Membership**, open to a family of up to four family members not more than one of whom will race a Log Booked Circuit Excel car. One family member in good standing shall be entitled to vote as a Full Member at any general, special or annual general meeting.

**Associate Membership** - Associate membership may be offered to any member or group of members under special circumstances agreed by the Committee to be appropriate to the

advancement of the objectives of the Club. An Associate Member shall pay a subscription (including zero) as decreed by the Committee at the time of specific approval, but shall not be entitled to vote at meetings of the Club, nor to the privileges of full membership.

Life Membership - An individual can be awarded Life Membership in recognition of performing Outstanding Service to this Association over a period of no less than five years. Once awarded, Life Membership is held in perpetuity, and entitles that individual to all the rights and privileges of this Association without further payment of annual subscription fees, unless in the instance the individual:

- a. Resigns Membership, or
- b. Is expelled from the Club.

The criteria and process for nominating and awarding Life Membership is outlined in the CEASA Life Membership Policy.

Any person joining the Association agrees that under no circumstances will he bring legal action against the Club, or any of its officers or members, for the performance of any act authorised by the Constitution or By-Laws of the Club.

The membership year shall be aligned with a calendar year and commence on 1st January each year.

## **6 SUBSCRIPTION**

Association subscriptions shall be determined each year at the Annual General Meeting for that forthcoming calendar year and must be paid before a member can be in good standing.

## **7 ASSOCIATION OFFICE BEARERS**

The Association shall elect the following Committee:-

President  
Vice President  
Secretary  
Treasurer  
Competition Secretary

The President shall Chair all meetings of the Association and Committee and in his/her absence the Vice President shall act as Chair. If neither the President nor Vice President are present within ten minutes of the time set for the meeting to commence, the members there present shall elect a Chair.

The Secretary shall keep or cause to be kept all minutes of each Club and committee meeting held during the year. He shall also attend to the correspondence of the Club and maintain the Club archives.

The Treasurer shall keep true and correct accounts of the sums of money received and expended by the Club and shall issue receipts for all money received on behalf of the Association and bank same within six days to the credit of the Association. He shall also keep a Register of Members, and a Register of Racing Cars.

The Competition Secretary shall keep a true and correct record of points scored towards all competition awards recognised by the Association.

## **8 FINANCIAL RESPONSIBILITY AND POWERS**

A banking account shall be kept with a bank or financial institution, to be decided by the Committee as necessary, and any withdrawal of money on the behalf of the Association shall be attested by any two members of the Committee.

At the Annual General Meeting, the Treasurer shall present a summary and report of the accounts for the year, showing clearly the net surplus or deficit of the accounts for the year and the financial position of the Association.

The books and accounts of the Association shall be audited once per calendar year, by a responsible organisation or person, nominated and elected at the Annual General Meeting.

The Treasurer shall be entitled to pay disbursements from a petty cash float the limit of which may be set by the Committee from time to time. All other payments shall require the signature of two members of the Committee.

The Association may at the sole discretion of the Committee create a category progression fund to finance the cost of promoting the category. A proportion of the membership fees as set by the Committee from time to time may be allocated to this fund. The Committee shall have the authority to raise additional funds for this purpose through a membership levy, or other mechanisms as it deems necessary.

The Club shall not incur any debt or borrow any money or provide any guarantee for a monetary sum or extend any credit for goods or services supplied except with the written approval of a majority of Committee members.

The Club shall not enter into any contractual obligation for pecuniary interests or gain except with the written approval of the majority of Committee members.

## **9 REMUNERATION AND REIMBURSEMENT**

The positions of Committee member are not to be remunerated.

Committee members may be reimbursed for costs incurred in the discharge of their duties provided that such cost is approved in advance by the Committee.

The cost of inter-state travel for Committee members to attend interstate meetings as deemed appropriate by the Committee may be paid by the Club subject to approval by the Committee.

## **10 WINDING UP OR CANCELLATION**

In the event of the winding up of the Association the assets which remain after dissolution and the satisfaction of all debts, liabilities and adjustments shall be paid and applied by the Committee in accordance with their powers to any fund or authority which is a non profit organisation.

## **11 SEAL**

The Common Seal of the Association shall be kept in the custody of the Secretary.

The Common Seal shall not be affixed to any instrument except by the authority of the Committee and the signature of two members of the Committee shall attest the affixing of the Common Seal.

## **12 MANAGEMENT**

The management of the Association shall be in the hands of the Committee, which has been elected by Association members in accordance with the procedure described within this Constitution.

The Committee shall meet when called upon by the President, at intervals not exceeding three months. The Committee shall be held responsible for the well being and smooth running of the Association. The President shall call a meeting of the Committee at any time if required in writing by three Committee members to do so.

The Committee shall have power to make such payments from the funds of the Association as are from time to time made necessary. For the purpose of this section, the Committee shall make such recommendations for payment as appears to it from time to time desirable.

The Committee may at any time call for the formation of such sub-committees as are from time to time found desirable.

Any sub-committee so formed shall be under the direction and control of the Committee, but shall report to the Association members at a General Meeting.

The Committee may create, amend or repeal by-laws or standing orders not inconsistent with this Constitution for the internal management of the Club. Any such by-laws or standing orders will be appended to the Constitution and will not come into effect until notified to Club Members.

## **13 QUORUM**

A quorum for a General Meeting, Annual General Meeting or Special General Meeting shall require the presence of at least 25% of the membership.

A quorum for a Committee Meeting shall be three Committee Members

A quorum for any sub committee shall consist of 75% of the elected sub committee members.

## **14 CASUAL VACANCY**

Any casual vacancy in the Committee shall be filled by the co-option of an Association Member who shall hold office until the next succeeding Annual General Meeting.

## **15 MEETINGS**

The Annual General Meeting shall be held during the month of November each year, at a date and time and place decided by the Committee.

The Committee for the consideration of special business may convene Special General Meetings. Such a meeting shall forthwith be convened by the Committee upon the requisition in writing of not less than ten members. Such requisition shall state clearly the purpose for which the meeting is required to be held.

The Association shall hold General Meetings at times and places determined by the Committee.

Committee meetings shall be held on an “as required” basis, but with a minimum frequency of once a quarter.

Without limiting the discretion of the Committee to regulate its meetings the Committee may meet or confer by any means of electronic, audio or audio-visual communication. A resolution passed at or by such a meeting shall be deemed to have been passed at a meeting of the Committee held on the day and at the time the meeting or conference was held.

At the discretion of the Committee, General Meetings and sub-committee meetings of the Association may be held by any means of electronic, audio or audio-visual communication. A resolution passed at or by such a meeting shall be deemed to have been passed at a General Meeting held on the day and at the time the meeting or conference was held.

A question arising at a Committee meeting is to be decided by a simple majority vote of Committee members present at the meeting, and if the votes are equal the question will be deemed resolved to preserve the status quo.

## **16 VOTING AT THE ANNUAL GENERAL MEETING**

Each Full Member present shall be entitled to one vote on a show of hands or poll. Full members not able to be present may vote by proxy, providing that a valid proxy has been registered with the Secretary of the Club prior to the date of the Annual general Meeting.

The voting power of the Chair shall be a casting vote.

Nominations for vacant positions should preferably be in the hands of the Secretary in writing prior to the opening of the AGM, but nominations shall be accepted up to the time of voting for any particular position.

Office bearers shall be elected in the order that they appear in clause 7 of the Constitution.

If no nominations are received, the position shall be declared “vacant” and shall be open for any club member to lodge a nomination at a later date with the Committee.

All ballots shall be conducted in accordance with the following procedure:

Two scrutineers shall be appointed from members present at the AGM

The scrutineers shall provide one blank ballot sheet to each Club Member present

Each nominee shall, in turn, be granted leave by the Chair to briefly outline his/her credentials for the post

Association Members including the Chair shall record their votes and present folded ballot papers to the scrutineers. Members wishing to abstain may submit blank ballot papers.

The scrutineers shall count the votes, (voting numbers shall not be revealed for any ballot), and

- a. If a majority of votes are received for one nominee, the scrutineers shall advise the Chair of such and the Chair shall declare that person elected, or
- b. Where an equal number of majority votes are received by more than one nominee, the scrutineers shall advise the Chair of such, and

- i) If one of the nominees who receives equal majority votes is a current holder of that position, the Chair shall declare that “status quo prevails”, and that person shall be declared elected.
- ii) If none of the nominees who receive equal majority votes is a current holder of that position, the Chair shall call for a re-vote through a ballot restricted to those nominees.
- iii) Should 16 (ii) not result in a definitive outcome, the Chair shall:
  - declare as elected the person who was elected in the current year to a Committee position, with precedence given to the order of Office bearers defined in Constitution clause 7, or
  - should that not be definitive then the Chair will write the name of each nominee on equal size pieces of paper, fold them in the same manner and place them in a container to be drawn by a scrutineer. The first name drawn shall be declared as elected by the Chair.

## **17 SUSPENSION & IMPEACHMENT**

Suspension - A member will be suspended for the same period of time that suspensive action is taken against him by any racing organisation of which he is a member. A member may be suspended by the Committee for a wilful and unjustifiable act that is detrimental to the Association or its Members. This suspension is only effective when passed unanimously by the Committee.

Impeachment - Any committee member may be impeached by the membership for a wilful and unjustifiable act of commission or omission detrimental to the Association or its members. To become effective, an impeachment must be ratified by a three-quarter (3/4) affirmative vote of the total membership. Once a committee member has been impeached he is ineligible to stand for committee again for the balance of the elected term plus the next full term up to a maximum of 2 years.

## **18 AMENDMENTS TO THE CLUB RULES**

The Constitution which governs this Association can never be suspended but it may be amended by the following procedure.

Any amendment can be proposed by the Committee or by the Club Membership at large. If an amendment is proposed by the Association Membership at large it must be in the form of a petition to the Committee. This petition must contain the names of a minimum of 20 full members or seventy five percent of the full membership, whichever is least. The amendment shall then be submitted to the full membership for vote. Enactment requires the support of 60 percent or more of the ballots filed. An enacted amendment shall take effect January 1st of the ensuing year, unless otherwise specified in the proposed amendment.

## **19 AMENDMENTS TO RACE CATEGORY REGULATIONS**

Responsibility for the Regulations of race car categories lies with the relevant National Category Management Authority in association with CAMS.

Suggestions for amendment to the Regulations may be made at any time by Full Association Members, in writing to the Secretary of the Club, and will be actioned by the Committee in the context of the following guidelines:

Any action shall be in the form of a written recommendation from the Club Committee to the appropriate Category Management Authority.

No amendment shall be supported by the Committee which would result in reduced performance parity between race cars.

No amendment shall be supported by the Committee which is not capable of introduction at reasonable cost.

## **20 NOTICES**

For the purposes of this Constitution a notice may be served on or given to an Association Member:

- ⤴ By delivering it personally by hand, or
- ⤴ By sending it to the person by pre-paid post to an address provided by the Association Member for correspondence, or
- ⤴ By sending it by facsimile, email or other form of electronic transmission to an address specified by the Association Member.



## **1 BY-LAWS**

### **GENERAL CLUB RESPONSIBILITIES**

It is the obligation of the committee to prepare and distribute the forms by means of which the business of the Association is conducted.