

1. Name

The name of the incorporated association is Kartsport SA, referred to herein as 'the association'.

2. Definitions

- 'Committee' means the committee of management of the association
- 'General meeting' means a general meeting of members of the association convened in accordance with these rules.
- 'Member' means a member of the association
- 'The Act' means the Associations Incorporation Act 1985, and 'special resolution' means a special resolution as defined in the Act
- 'Month' shall mean a calendar month.
- 'AGM' shall mean the Annual General Meeting of the association.

3. Objects or purposes of the association

The objects of the association are:

- i) To promote and encourage members to participate in the sport of karting in all its branches.
- ii) To promote the sport of karting throughout the general community.
- iii) To provide support and regulations to enable the promotion of kart racing events.
- iv) To organise, promote and hold kart race meetings and competitions, and to make such arrangements as may be determined for any such purpose.

4. Powers of the association

The association shall have all the powers conferred by section 25 of the Act.

5. Membership

5.1 Types

a. Ordinary member.

Any person who supports the objects of the association and agrees to be bound by its rules and who applies for membership of the association shall submit an application on the specified nomination form. Upon the acceptance of the application by the committee and upon payment of the annual subscription, the applicant shall be an ordinary member of the association.

b. Honorary member

Any person can be nominated as an honorary member by the committee and shall not be required to pay a subscription fee. Honorary members shall enjoy all the privileges of an ordinary member except that they shall not be entitled to a vote on any issue, or to receive any notice required to be given to ordinary members of the association.

c. Life member

Any person in good standing who has rendered meritorious service may be elected by ballot as a Life Member of the association at any AGM by a 75% majority of members present voting at such meeting.

5.2 Subscriptions

a. The subscription fees for membership shall be such sum as the members shall determine from time to time in general meeting.

b. The subscription fees shall be due annually on 1 July or at a time that the committee determines.

c. Any member whose subscription is outstanding for more than one month after the due date for payment shall cease to be a member of the association provided always that the committee may reinstate such a person's membership on payment of the current subscription fee.

5.3 Resignations

A member may resign from membership of the association by giving written notice to the secretary or public officer of the association. Any resigning member shall not be reimbursed for any portion of the subscription fees paid.

5.4 Expulsion of a member

- a. Subject to giving a member an opportunity to be heard or to make a written submission, the committee may resolve to expel a member upon a charge of misconduct detrimental to the interests of the association.
- b. Particulars of the charge shall be communicated to the member at least one month before the meeting of the committee at which the matter will be determined.
- c. The determination of the committee shall be communicated to the member, and in the event of an adverse determination the member shall, (subject to 5.4d below), cease to be a member 14 days after the committee has communicated its determination to the member.
- d. It shall be open to a member to appeal the expulsion to the association at a general meeting. The intention to appeal shall be communicated to the secretary or public officer of the association within 14 days after the determination of the committee has been communicated to the member.
- e. In the event of an appeal under 5.4d above, the appellant's membership of the association shall not be terminated unless the determination of the committee to expel the member is upheld by the members of the association in general meeting by a 4/5ths majority vote after the appellant has been heard by the members of the association, and in such event membership will be terminated at the date of the general meeting at which the determination of the committee is upheld.

5.5 Register of members

A register of members shall be kept by the Secretary and contain:

- i. The name, post and email address and contact phone number of each member,
- ii. The date on which each member was admitted to the association, and
- iii. If applicable, the date of and reason(s) for termination of membership.

6. The committee

6.1 Powers and duties

- a. The affairs of the association shall be managed and controlled by a committee which, in addition to any powers and authorities conferred by these rules, may exercise all such powers and do all such things as are within the objects of the association, and are not by the Act or by these rules required to be done by the association in general meeting.
- b. The committee has the management and control of the funds and other property of the association.
- c. The committee shall have authority to interpret the meaning of these rules and any other matter relating to the affairs of the association on which these rules are silent.
- d. The committee shall appoint a public officer as required by the Act.
- e. Subject to 8.4d, the chairperson shall preside as chairperson at all meetings of the association and its committee.

6.2 Appointment

- a. The committee shall be comprised of a chairperson, secretary, treasurer and up to 4 committee members.
- b. A committee member shall be a natural person and a financial member of the association.
- c. The first committee of the association will be comprised of such persons as hold office prior to incorporation. The first committee shall hold office until the first annual general meeting after incorporation. All committee positions shall be subject to re-election at each AGM, save that no person may hold the same position for more than 5 consecutive terms.
- d. A retiring committee member shall be eligible to stand for re-election without nomination. No other person shall be eligible to stand for election unless a member of the association has nominated that person at least 14 days before the meeting by delivering the nomination of that person to the secretary of the association. The nomination shall be signed by the proposer and by the nominee.

- e. Notice of the date of the AGM shall be given to all members of the association 28 days prior.
- f. The committee may appoint a person to fill a casual vacancy, and such a committee member shall hold office until the next AGM of the association and shall be eligible for election to the committee without nomination.

6.3 Proceedings of committee

- a. The committee shall meet together for the dispatch of business at least bi-monthly.
- b. Questions arising at any meeting of the committee shall be decided by a majority of votes, and in the event of equality of votes the result will be in the negative.
- c. A quorum for a meeting of the committee shall be one half of the members of the committee.
- d. A member of the committee having a direct or indirect pecuniary interest in a contract or proposed contract with the association must disclose the nature and extent of that interest to the committee as required by the Act, and shall not vote with respect to that contract or proposed contract. The member of the committee must disclose the nature and extent of his or her interest in the contract at the next annual general meeting of the association.

6.4 Disqualification of committee members

The office of a committee member shall become vacant if a committee member is:

- Disqualified from being a committee member by the Act
- Expelled as a member under these rules
- Permanently incapacitated by ill health
- Absent without apology from more than four meetings in a financial year

7. The seal

The association shall have a common seal upon which its corporate name shall appear in legible characters. The seal shall not be used without the express authorisation of the committee, and every use of the seal shall be recorded in the minute book of the association. The affixing of the seal shall be witnessed by 2 members of the committee.

8. General meetings

Questions arising at any meeting of the association shall be decided by a majority of votes, and in the event of equality of votes the result will be in the negative.

8.1 Annual general meetings

- a. The committee shall call an annual general meeting in accordance with the Act and these rules.
- b. The first AGM shall be held within 18 months after the incorporation of the association, and thereafter in October annually.
- c. A quorum is 8 financial members , and if this is not reached the meeting will be postponed for one calendar month.
- d. The order of business at the meeting shall be:
 - i. The confirmation of the minutes of the previous AGM and of any special general meetings held since that meeting
 - ii. The consideration of the accounts and reports of the committee
 - iii. The election of committee members
 - iv. Any other business requiring consideration by the association in general meeting.

8.2 Special general meeting

- a. The committee may call a special general meeting of the association at any time.
- b. Upon a requisition in writing of not less than 33% of the total number of members of the association, the committee shall, within one month of the receipt of the requisition, convene a special general meeting for the purpose specified in the requisition. Every requisition for a special general meeting shall be signed by all of the requisitionists.
- c. A quorum at a special general meeting is 25% of the total number of current financial members of the association.
- d. If a special general meeting is not convened within one month, as required by 8.2b above, the requisitionists, or at least 50% of their number, may convene a special general meeting. Such a meeting shall be convened in the same

manner as nearly as practical as a meeting convened by the committee, and for this purpose the committee shall ensure that the requisitionists are supplied free of charge with particulars of the members entitled to receive a notice of meeting. The reasonable expenses of convening and conducting such a meeting shall be borne by the association.

8.3 Notice of general meetings

- a. Subject to 8.3b, at least 14 days notice of any general meeting shall be given to members. The notice shall set out where and when the meeting will be held, and particulars of the nature and order of the business to be transacted at the meeting.
- b. Notice of a meeting at which a special resolution is to be proposed shall be given at least 21 days prior to the date of the meeting.
- c. A notice may be given by the association to any member by serving the member with the notice personally, or by sending it by post or email to the address appearing in the register of members.
- d. Where a notice is sent by post:
 - i. The service is effected by properly addressing, prepaying and posting a letter or packet containing the notice, and
 - ii. Unless the contrary is proved, service will be taken to have been effected at the time at which the letter or packet would be delivered in the ordinary course of post.

8.4 Proceedings at general meetings

- a. Six members present personally or by proxy shall constitute a quorum for the transaction of business at any general meeting.
- b. If within 30 minutes after the time appointed for the meeting a quorum of members is not present, a meeting convened upon the requisition if members shall lapse. In any other case, the meeting shall stand adjourned to the same day in the next week, at the same time and place and if at such adjourned meeting a quorum is not present within 30 minutes of the time appointed for the meeting the members present shall form a quorum.
- c. Subject to 8.4d, the chairperson shall preside as chairperson at a general meeting of the association.
- d. If the chairperson is not present within five minutes after the time appointed for holding the meeting, or he or she is present but declines to take or retires from the chair, the members may choose a committee member to be the chairperson of that meeting.

8.5 Voting at general meetings

- a. Subject to these rules, every member of the association has only one vote at a meeting of the association.
- b. Subject to these rules, a question for decision at a general meeting, other than a special resolution, must be determined by a majority of members who vote in person or, where proxies are allowed, by proxy, at that meeting.
- c. Unless a poll is demanded by at least five members, a question for decision at a general meeting will be determined by a show of hands.

8.6 Poll at general meetings

- a. If a poll is demanded by at least five members, it must be conducted in a manner specified by the chairperson and the result of the poll is the resolution of the meeting on that question.
- b. A poll demanded for the election of a person presiding or on a question of adjournment must be taken immediately, but any other poll may be conducted at any time before the close of the meeting.

8.7 Special and ordinary resolutions

- a. An ordinary resolution is a resolution passed by a simple majority at a general meeting.
- b. A special resolution is a resolution passed at a duly convened meeting of the members of the association if

- i) at least 21 days written notice specifying the intention to propose the resolution as a special resolution has been given to all members of the association; and
- ii) it is passed at a meeting referred to in this paragraph by a majority of not less than three-quarters of such members of the association as, being entitled to do so, vote in person or, where proxies are allowed, by proxy, at that meeting.

8.8 Proxies

A member shall be entitled to appoint in writing a natural person who is also a member of the association to be their proxy, and attend and vote at any general meeting of the association. The written appointment must be presented to the meeting.

9. Minutes

- a. Proper minutes of all proceedings of general meetings of the association and of meetings of the committee, shall be entered within one month after the relevant meeting in minute books kept for the purpose.
- b. The minutes kept pursuant to this rule must be confirmed by the members of the association or the members of the committee (as relevant) at the next meeting.
- c. The minutes kept pursuant to this rule shall be signed by the chairperson of the meeting at which the proceedings took place or by the chairperson of the next succeeding meeting at which the minutes are confirmed.
- d. Where minutes are entered and signed they shall, until the contrary is proved, be evidence that the meeting was convened and duly held, that all proceedings held at the meeting shall be deemed to have been duly held, and that all appointments made at a meeting shall be deemed to be valid.

10. Dispute resolution

- a. The dispute resolution procedure set out in this rule applies to disputes under these Rules between
 - i. A member and another member
 - ii. A member and the association.
- b. The parties to the dispute must meet, along with the committee, and discuss the matter in dispute and, if possible, resolve the dispute within 28 days after the dispute comes to the attention of all of the parties.
- c. If the parties are unable to resolve the dispute at the meeting the parties may choose to meet and discuss the dispute before an independent third person agreed to by the parties and the committee.
- d. In this rule 'member' includes any person who was a member not more than six months before the dispute occurred.

11 Financial reporting

11.1 Financial year

The financial year of the association shall commence on 1 July and ending on 30 June of each year.

11.2 Accounts to be kept

The association shall keep and retain such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the association in accordance with the Act.

11.3 Accounts and reports to be laid before members

The accounts, together with any auditor's report on the accounts if there has been an audit produced, the committee's statement and the committee's report, shall be laid before members at the annual general meeting.

11.5 Appointment of auditor

- a. At the AGM the members may appoint a person to be auditor of the association.
- b. The auditor shall hold office until the next AGM and is eligible for re-appointment.
- c. If an appointment is not made at an AGM the committee may appoint an auditor for the current financial year.

12. Prohibition against securing profits for members

The income and capital of the association shall be applied exclusively to the promotion of its objects and no portion shall be paid or distributed directly or indirectly to members or their associates except as bona fide remuneration of a member for services rendered or expenses incurred on behalf of the association.

13. Winding up

The association may be wound up in the manner provided for in the Act.

14. Application of surplus assets

a. If after the winding up of the association there remains 'surplus assets' as defined in the Act, such surplus assets shall be distributed to any organisation which has similar objects and has rules which prohibit the distribution of its assets and income to its members.

b. The association may determine to distribute surplus assets to nominated charities. Such organisation or organisations shall be identified and determined by a resolution of members in general meeting.

Section 43 of the Act prohibits the distribution of surplus assets at the completion of a winding up to members or former members, or associates of those persons.

15. Rules

These rules may be altered (including an alteration to the association's name) by special resolution of the members of the association. This includes rescission or replacement by substitute rules.

The registered rules shall bind the association and every member to the same extent as if they have respectively signed and sealed them, and agreed to be bound by all of the provisions thereof.

The Act provides that an alteration to a rule may be made by special resolution of the association unless other provision is made in the rules.

END.

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