

CONSTITUTION
OF
THE FERRARI OWNERS' CLUB
OF
NEW ZEALAND (INC.)



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CONSTITUTION OF THE FERRARI OWNERS' CLUB OF NEW ZEALAND (INC.)

1. Name

- 1.1 The name of the organisation shall be "The Ferrari Owners' Club of New Zealand (Inc)" referred to in this Constitution as the "Club".

2. Registered Office

- 2.1 The registered office of the Club shall be at such place as determined from time to time by the Club Executive.

3. Aims and objects of the Club

The aims and objects of the Club are: -

- 3.1 To foster interest and engage in the preservation and maintenance of Ferrari motor vehicles in New Zealand.
- 3.2 To maintain a register of Ferrari cars and owners in New Zealand.
- 3.3 To encourage the proper presentation of Ferrari cars at all times.
- 3.4 To promote Rallies, Competition, Trials and such other events as may be suitable for these vehicles.
- 3.5 To provide facilities for Members to obtain and maintain such vehicles and to this end to provide Members with such information, literature and other assistance by such means as the Club or Executive may from time to time determine.
- 3.6 To foster among Members a system of mutual voluntary assistance for the maintenance and preservation of all vehicles catered for by the Club.
- 3.7 To promote and encourage such meetings, lectures, discussions and other social functions as the Club may from time to time determine.
- 3.8 To foster road courtesy and safe driving and in everyway to co-operate with Government and local authorities to this end.

4. Powers

That the Club shall have power to do all acts and things necessary for the furtherance of its objects or any of them and in particular may exercise the following powers and ancillary objects:

- 4.1 The Club and its Branches may have headquarters, clubrooms and other facilities at such places as will from time to time be determined.
- 4.2 The Club may liaise with any organisation whose aims are similar to, or compatible with those of the Club.
- 4.3 The Club may purchase, take on lease or otherwise acquire upon such terms as it may think fit, any real and personal property; and any rights and privileges, either necessary or convenient, for the purposes of the Club.
- 4.4 The Club may invest and deal with the funds of the Club and invest same in such securities or in such manner and upon such terms and conditions, as the Executive may think fit.
- 4.5 The Club may sell, lease, exchange, mortgage, or otherwise deal with all or any of the real financial and personal property of the Club.

- 4.6 The Club may join or affiliate as a Member of any Incorporated Society under “The Incorporated Societies Act, 1908” which the Executive feels will benefit the Club.
- 4.7 The Club may make grants and subsidies in favour of deserving objects, whether the same are similar to the objects of the Club or not.
- 4.8 The Club may act as agents for and introduce business to fire, accident, indemnity and general insurance offices, including any mutual insurance company or association which the Club may be associated with and especially in relation to motorists and motor vehicles catered for by the Club.
- 4.9 The Club may take any gifts or property, whether subject to any special trusts, or not, for any one or more of the objects of the Club.
- 4.10 The Club may print, publish and sell any newspapers, journals, periodicals, books, bulletins, leaflets, videos, computer disks, C D ROMs, (including Internet connection), or other literature that may from time to time be deemed desirable for the promotion of any one or more of the objects of the Club, subject to the terms and conditions of the Privacy Act.
- 4.11 The Club shall open accounts with savings or trading banks as shall be agreed by the Executive. All moneys received on account of the Club shall be paid into such accounts and all payments made by the Club will be made by cheque on the Club bank accounts, or use other banking systems as appropriate.
- 4.12 The Club may receive fees, subscriptions and funds.
- 4.13 The Club may employ staff and engage the services of personnel and organisations to assist and advise the Club.
- 4.14 The Club may establish committees and delegate its power to those committees.
- 4.15 The Club may discipline its Members.
- 4.16 The Club may determine By-laws, policies and procedures to administer the Club.
- 4.17 The Club may pursue any course of action which will further the aims and objects of the Club.

5. Membership

The membership of the Club shall comprise Individuals who follow the “objects” of the Club and whom the Club accepts as its Members (called “Members”).

Any person, who agrees with the objects of The Ferrari Owners’ Club of New Zealand Inc., may, subject to the Executive Committee’s approval, become a member of the Club.

- 5.1 There are three types of Members, namely:
 - (a) Member - Member and spouse (or partner) who currently or have previously owned a Ferrari car. For the purposes of voting, or exercising other such rights a member, a spouse or partner shall not be entitled to a separate vote unless they have paid a separate subscription and are thereby a separate member;
 - (b) Associate Members - any persons interested in furthering the interests of the Club, who, in the opinion of the committee, will make a worthwhile contribution to the club;
 - (c) Honorary Life Member - Any Member who has rendered the Club outstanding service which, in the opinion of the Executive, is such that a Member merits the conferment of the status of Honorary Life Membership.
- 5.2 Applications for Membership:

Each applicant for membership must complete and sign the prescribed form of application for membership. The prescribed form of application shall be in such form as the Executive Committee shall from time to time determine. After being accepted by the Executive of the Club, the completed form or application shall then be forwarded with the annual subscription to the Secretary.
- 5.3 Rules:
 - (a) Each Member on joining the Club shall be issued with a membership badge and a copy of the current rules, the cost of which is covered by their first subscription.
 - (b) Each Member shall be issued with a Membership Card that shall be renewed on payment of their annual subscription.
 - (c) All Members of the Club must recognise and observe and comply with the Constitution of the Club, By-laws, and any policies and procedures determined by the Club, and any directions or decisions of the Club (or person or organisation authorised to make those

- decisions by the Club).
- 5.4 Resignation:
- (a) Any Member may discontinue their membership upon delivering to the Secretary thirty days notice in writing of their intention to do so, and upon paying all fees, subscriptions and other moneys payable by them up to date of such notice, and thereupon such Member shall cease to be a Member.
 - (b) Any Members being over one month in arrears with a subscription, or any other moneys due by them to the Club, shall be liable to have their membership cancelled by the Executive, but the Member may not be discharged from liability for any arrears or moneys due at the date of such cancellation.
- 5.5 Discipline:
No Member may by their conduct or activities be injurious to the welfare or character of the Club or by their actions be in breach of these Rules and By-laws. (Refer By-laws.)
- 5.6 Pecuniary Profit
- (a) Any income, benefit or advantage will be applied to the charitable objects of the club.
 - (b) No member of the Club or any person associated with a member shall participate in or materially influence any decision made by the Club in respect of any payment to or on behalf of that member or associated person of income, benefit or advantage whatsoever. Any such income paid shall be reasonable and relative to that which would be paid in an arm's length transaction (being the open market value).
 - (c) The provision and effect of this clause shall not be removed from this constitution and shall be implied into any document replacing this constitution.

6. The Executive Committee

- 6.1 The Executive Committee ("the Executive") is the governing body of the Club.
- 6.2 The Executive consists of : -
- 6.2.1 The President of the Club
 - 6.2.2 The Vice President of the Club who shall be the Immediate Past President and who may remain a Member of the Executive Committee following the end of their term as President until the next President retires.
 - 6.2.3 The Chairman of each duly established Branch of the Club
 - 6.2.4 The Secretary
 - 6.2.5 The Treasurer
 - 6.2.6 The Publications Editor or Editors.
- 6.3 Fifty percent of the current Executive Committee members shall form a quorum.
- 6.4 Power:
The Executive has the following powers:
- (a) To govern the affairs of the Club;
 - (b) To determine the policies of the Club;
 - (c) The Executive may from time to time appoint any committee and may delegate any of its powers and duties to any such committee or to any person. The committee or person may without confirmation by the Executive exercise or perform the delegated powers or duties in the same way and with the same effect as the Executive could itself have done. Any committee or person to whom the Executive has delegated powers or duties will be bound by the charitable terms of the Club and any terms or conditions of the delegation set by the Executive. The Executive will be able to revoke such delegation at will, and no such delegation will prevent the exercise of any power or the performance of any duty by the Executive.
It will not be necessary for any person who is appointed to be a member of any such committee, or to whom such delegation is made, to be a member of the Club.
 - (d) To do all other things that it considers necessary to further the objects of the Club.
 - (e) To determine the terms and conditions of employees, volunteers and any other persons rendering service to the Club.
 - (f) To discipline any Member in accordance with this Constitution and the By-laws.

- (g) The Executive shall have power from time to time to make, alter, amend and repeal any regulation for carrying out any competitions, runs, trials, rallies, speed events or other activities not inconsistent with the object of the Club or for regulating their own proceedings as they may deem expedient provided that such regulations are not inconsistent with these Rules. A record of such regulations shall be kept by the Secretary.

6.5 Voting.

All decisions and resolutions of the Executive meetings shall be passed by a vote of a majority of the Executive in attendance. Voting may be verbal, by show of hands, or secret ballot (if requested by two or more Executive members attending).

Proxy votes shall be allowed.

6.6 Meetings and voting may be carried out by telephone conference.

6.7 Conduct of Meetings.

- (a) The President of the Club will be Chairman of all meetings of the Executive Committee and shall be, *ex-officio*, a Member of all committees and sub-committees.
- (b) In the absence of the President, the chairman shall be appointed by majority vote of the Executive members present.
- (c) The Chairman shall be entitled to exercise a deliberative vote, and in the event of an equality of voting, shall be entitled to a casting vote, which need not be exercised, or if exercised, need not be cast to preserve the “status quo”.

7. Branch Committees

7.1 Composition: The Branch Committee shall consist of the Branch Chairman, and any other Officers deemed necessary by the Executive. The Executive shall from time to time determine the number of members required on a Branch Committee to suit the needs of each branch. Fifty percent of Committee Members shall form a quorum.

7.2 The President shall allocate various responsibilities to the Branch Committee for the year.

7.3 The Branch Committee shall meet at such place and time as it shall determine, either in the presence of Members of the committee in one venue or by the attendance of Members on a teleconference call.

7.4 Powers: The Branch Committee shall have the following powers.

- (a) To plan, manage, administer and report on the affairs and finances of the Branch.
- (b) To co-opt or engage the assistance of any persons or organisations to assist or advise the Branch.
- (c) To establish Committees or Sub Committees as it considers necessary to assist the administration and functioning of the Branch.
- (d) To implement the policies and procedures as directed by the Executive.
- (e) To fill any vacancies in any Committees of the Branch.

7.5 Voting

All decisions and resolutions of the Branch Committee shall be passed by a vote of a majority of Branch Committee Members in attendance at the Branch Committee Meeting.

Voting may be verbal, by show of hands, or secret ballot (if requested by any Branch Committee Member attending).

There shall be no proxy votes.

7.6 The Branch Committee of each Branch must in each and every financial year table and report to the Annual General Meeting of the Club, a Statement of Financial Affairs detailing all trading and accounting matters for the branch for the financial year.

8. Election of Officers.

8.1 Not less than sixty clear days before the Annual General Meeting the Executive Committee shall cause notice to be given to all Members, intimating the date for closing nominations for the offices of President and the other Executive positions, as listed in section 6, and shall invite nominations for such offices to be forwarded in writing to the Secretary to arrive not less than thirty clear days before the date appointed for the Annual General Meeting. Every such nomination to be signed by the Member nominated, their nominator and seconder.

- 8.2 Only a Member who has served at least one year upon the Executive of the Club shall hold the Office of President. After three consecutive terms in the position of President the candidate must stand aside for at least one term. Members shall be eligible for election to the Executive Committee if they shall have paid all moneys due by them to the Club and have been financial Members of the Club for at least six months prior to nomination. If the number of candidates for the Executive Committee exceeds the number of respective vacancies to be filled, an election shall take place.
- 8.3 Such election shall be by postal ballot of all Members of the Club except in the event of any election for Branch Chairman where only the members of that Branch shall be entitled to vote and shall be conducted by the Secretary. If an election is necessary, ballot papers for such election shall be prepared by the Secretary and not more than twenty eight clear days before the Annual General Meeting a ballot paper shall be posted to every Member. The ballot paper shall contain the names, Branch, addresses and occupations of Members nominated for each of the offices, in the form of alphabetical lists. With each such ballot paper the Secretary shall also send to each Member an envelope addressed to the Secretary, with the words "Ballot Paper" marked thereon. Each Member who votes shall strike out from their voting paper the name of any candidate for whom they do not desire to vote and shall leave uncanceled the name of any candidate for whom they desire to vote up to the maximum number of vacancies. After voting, the Member shall then return their voting paper, sealed in the prescribed manner, to the Club's registered office.
- 8.4 For the purposes of a postal ballot, a voting paper and the other documents and papers to be posted therewith by the Secretary shall be sent by post to each Member at their address as shown on the list of Members in the office of the Club. The accidental omission to post to any Member a voting paper and such other documents and papers shall not invalidate any election or in any manner whatsoever prejudice or affect any proceedings or steps relating to the taking of a postal ballot or anything arising out of or consequential on such ballot. No ballot paper on which the number of candidates voted for is more than the number of vacancies, or which is received by the Secretary later than 8 am on the fifth day preceding to the Annual General Meeting, shall be valid.
- 8.5 The Secretary shall notify each candidate of the time and place appointed for the opening and the counting of the voting papers (in these rules called the "ballot") and each candidate or representative duly appointed in writing (who shall in all cases be a Member of the Club) shall have the right to attend, but take no part in the counting of votes.
- 8.6 The Secretary shall open the envelopes at 8 am on the fifth day preceding the Annual General Meeting (or as soon thereafter as practicable) at the office of the Club or other place, as determined by the Executive, and duly notified by the Secretary as provided in 8.5 and together with such assistants as at their absolute discretion may or shall require to count the votes. The Executive Committee shall appoint two official scrutineers to assist the Secretary in the counting of votes. The Members not exceeding the number of vacancies respectively to be filled who obtain the highest number of votes shall be deemed to be duly elected but shall take office only as from the dissolution or first adjournment if any (whichever event shall first happen) of the Annual General Meeting at which the declaration of the results of the poll is announced.
- 8.7 Provided however that where there is an equality of votes between candidates to be declared elected the Secretary shall determine by lot which candidate or candidates shall be elected. The Secretary shall, after conferring with the scrutineers, be the sole and absolute judge as to whether any voting paper returned or any vote is valid or invalid, and should or should not be taken in consideration in the count and the decision of the Secretary in every case shall be conclusive and shall not be questioned or contested or impeached for any reason whatsoever. Where a question arises over voting papers returned or whether any vote is valid or invalid, and should or should not be take into consideration in the count concerning the position of Secretary, the residing President shall be the sole and absolute judge and in every case his decision shall be conclusive and shall not be questioned or contested or impeached for any reason whatsoever.
- 8.8 On completion of the count the Secretary shall sign a certificate stating the names of candidates and the number of votes cast for or obtained by each and such certificate shall be conclusive and final evidence of the result of the poll. The Secretary shall deliver such

certificate to the President or failing that person, the Chairman of the Annual General Meeting, and the result shall be announced at the Annual General Meeting.

9. Meetings

- 9.1 The Annual General Meeting of the Club shall be held at such place as the Executive shall determine during the first six months of each year, or such other month as may be determined in any Special General Meetings.
- 9.2 Notice of Meeting: Sixty clear days notice in writing or by advertisement shall be given of all Annual or Special General Meetings.
- 9.3 Agenda and Business: The business which shall be discussed at the Annual General Meeting includes the annual report, statement of annual audited accounts, items of business, elections and any alterations to this Constitution. An agenda containing the business to be discussed at an Annual General Meeting shall be forwarded to all Members by not more than 42 days before the date of the Meeting.
- 9.4 Voting: At all Annual General or Special General Meetings each Member whose subscription has been paid and every other Member whose subscription is not in arrears more than one month shall have one vote which must be given personally. As provided by S5.1(a) a Member and a spouse or partner shall have one vote. Voting shall be by a show of hands unless a ballot is demanded. The Chairman for the time being shall, in all cases of equal voting, have a casting vote as well as a deliberative vote.
- 9.5 Special General Meeting: On a requisition in writing, signed by fifteen financial Members of the Club, being given to the Secretary, or on his behalf being directed to do so by the Executive or by the President, shall call a Special General Meeting. The provisions relating to notice of and proceedings at the Annual General Meeting shall apply to Special General Meetings, so far as applicable.
A special General Meeting will only consider business related to the reason for which it is called, as notified to members.
- 9.6 Quorum: At all Annual General or Special General Meetings of the Club fifteen financial Members shall form a quorum.

10. Finance

- 10.1 The Executive, in accordance with the By-laws, shall determine the financial year of the Club.
- 10.2 The finance of the Club shall be administered and managed by the Executive Committee.
- 10.3 The Executive Committee shall present at or before the Annual General Meeting an annual report and statement of annual accounts.
- 10.4 The Executive may appoint annually an auditor to audit the finances of the Club.

11. Subscriptions and Fees

- 11.1 All Members shall pay an annual subscription to the Club by a date determined by the Executive (refer to By-laws). The amount of subscription shall be determined from time to time by the Executive.

12. Prizes

- 12.1 Neither the Club, its Branches, nor any sponsor shall be permitted to offer a monetary prize to be competed for by any Member in any event.

13. Branches

- 13.1 The Club may establish Branches at any place or places it may think fit, and may from time to

- time fix and determine the boundaries or territories, of each such Branch, provided that where any proposed new Branch is less than fifty (50) kilometres from the centre of an existing Branch, the Executive may require a minimum of thirty (30) Members in the new Branch.
- 13.2 The Members of a Branch shall consist of the Members of the Club who for the time being are residing within the boundaries or territory from time to time assigned to the Executive of a Branch committee. When a new Branch is formed the existing Members residing in the boundaries or territory of a new Branch shall be given the option of joining the newly formed Branch or staying with the original Branch. Notwithstanding anything herein before contained, the Club's Secretary shall have the power to allocate any Member, on application of that Member, to any Branch of the Club.
- 13.3 The general rules of the Club shall (so far as the same are applicable, and except as hereinafter mentioned) govern the conduct of the affairs and meetings of the Branch.
- 13.4 Rules and Regulations relating to discipline and suspension or expulsion of a Member shall not be acted upon by a Branch Committee, but any complaint in regard to a Member of a Branch shall be transmitted by the Branch Committee to the Executive Committee who shall deal with the complaint (refer By-Laws).
- 13.5 The Chairman of each duly recognized Branch Committee shall forthwith upon his election be deemed to be a Member of the Executive of the Club pursuant to Clause 6.2 hereof and shall ipso facto be a representative of their Branch on the Executive of the Club.

14. Creating or modifying By-Laws

- 14.1 The Executive may make new or amend existing By-laws provided the following has occurred:
- (a) The additional By-law(s) or amendment(s) is proposed either by the Executive Committee or any Member (through their delegate) at a meeting of the Executive.
 - (b) All Branches are notified of the proposed addition or amendment thirty days prior to the Executive Meeting in which they are to be considered.
 - (c) The Executive shall then vote on the proposed addition or amendment at the Executive Meeting.
 - (d) Resolutions shall be passed by a vote on a majority of Executive Committee members in attendance.
- 14.2 The By-laws have the same effect as this Constitution and shall be observed accordingly. If there is any inconsistency between the By-laws and this Constitution, then this Constitution shall prevail.

15. Alteration to the Constitution

- 15.1 This Constitution may only be amended, added to or repealed by resolution of a seventy five per cent majority of financial Members voting by postal ballot.

16. Mediation & Arbitration

- 16.1 Any dispute arising out of or relating to this Constitution may be referred to mediation, a non-binding dispute resolution process in which an independent mediator facilitates negotiation between parties. Mediation may be initiated by either party writing to the other party and identifying the dispute that is being suggested for mediation. The other party will either agree to proceed with mediation or agree to attend a preliminary meeting with the mediator to discuss whether mediation would be helpful in the circumstances. The parties will agree on a suitable person to act as mediator or will ask the Arbitrators' and Mediators' Institute of New Zealand Inc to appoint a mediator. The mediation will be in accordance with the Mediation Protocol of the Arbitrators' and Mediators' institute of New Zealand Inc.
- 16.2 The mediation shall be terminated by-

- (a) The signing of a settlement agreement by the parties; or
 - (b) Notice to the parties by the mediator, after consultation with the parties, to the effect that further efforts at mediation are no longer justified; or
 - (c) Notice by one or more of the parties to the mediation to the effect that further efforts at mediation are no longer justified; or
 - (d) The expiry or sixty (60) working days from the mediator's appointment, unless the parties expressly consent to an extension of this period.
- 16.3 If the mediation should be terminated as provided in b, c or d, any dispute or difference arising out of or in connection with this constitution, including any question regarding its existence, validity or termination, shall be referred to and finally resolved by arbitration in New Zealand in accordance with New Zealand law and the current Arbitration Protocol of the Arbitrators' and Mediators' Institute of New Zealand Inc. The arbitration shall be by one arbitrator to be agreed upon by the parties and if they should fail to agree within twenty-one (21) days, then to be appointed by the President of the Arbitrators' and Mediators' Institute of New Zealand Inc.

17. Winding Up

- 17.1 If at any Annual General Meeting or any Special General Meeting the majority resolves that the Club shall be wound up, a further Special General Meeting shall be called and held not earlier than sixty days after the date of the meeting at which the resolution was passed, to confirm or reject the resolution. If the resolution is confirmed at the further Special General Meeting the Club shall be wound up and the delegates present shall direct the disposal of all the Club's assets and finances to be paid to an Inland Revenue approved non-profit or charitable organisation once all debts and liabilities have been settled.

18. Matters not Provided For

- 18.1 The Executive shall decide any matters which are not provided for in this Constitution.

19. Interpretation

- 19.1 "Area" means a duly established Branch of the Club.
- 19.2 "Club" means "The Ferrari Owners' Club of New Zealand (Inc)".
- 19.3 "Club Members" means all Members as defined in 5.1.
- 19.4 "Executive" means the Executive of the Club as defined in section 6.
- 19.5 "Notices". For the purpose of these Rules and any Regulations, any notice required to be given to any Member hereunder shall be deemed to be properly given if posted to such Member at his last known address recorded in the Club Register of membership.
- 19.6 "Property" means all property both real and personal in the widest sense of the terms.
- 19.7 "The Publications Committee". The Committee ratified by the Club to administer the production of the Club's official publication "Scuderia Ferrari". This Committee is chaired by the Publications Editor.
- 19.8 "Gender". Where any word, words, or phrases, in these Rules indicate a gender, both genders are applicable.
- 19.9 "Committee Member". Is a Member of the Executive Committee duly elected at the Annual General Meeting by postal ballot.
- 19.10 "Financial Member". Is a paid up member of the Club.

20. By Laws

A1 Honorary Life Member (HLM)

a) Nominations

Any current financial member of the Club may nominate another current financial member (“nominee”) for HLM. Any such nomination must be in writing (letter or email) and address the HLM guidelines listed below. This nomination must have a seconder, who is a current financial member. The seconder must provide a written narrative stating why they support the nomination. The nomination will only proceed if approved by the nominee.

b) Branch Review

Nominations are to be forwarded to the Chairman of the Branch in which the proposed HLM resides. Upon receipt of such nomination the Branch Chairman shall have it placed on the agenda for the next meeting of the Branch Committee. If the Branch Committee votes to approve the nomination by at least a 75% majority of those present at the meeting, the Branch Chairman shall forward the approved nomination to the Secretary of the Executive.

If the relevant Area Committee has only 2 people (or less) then the nomination may be passed directly to the National Executive without a vote for consideration.

c) Submission process

On receipt of the approved nomination the Secretary shall inform all members of the Executive and supply each with a copy of the nomination and the supporting material. The Executive shall then decide on and invite at least two non-executive members (“submitters”) to make a submission on the nomination. The submitters should know the nominee and be aware of their achievements. The submitters cannot be the nominator or the seconder.

If a submitter accepts an invitation, they do so on the understanding that submissions are to be confidential between them and the Executive. Submitters are to be given a copy of the nomination and they have 14 days to make a written submission (via email or post). Submissions should state whether they are for or against the HLM nomination and state the reasons why.

If submissions are not received within the time period allowed then the Executive may deem this requirement to have been met or it may decide to solicit some other members to make submissions. Ideally the Executive should receive at least one supportive submission in order for the nomination to proceed any further.

d) Executive review

Once the submission process is complete, the nomination and submissions shall be provided to each member of the Executive at least two full weeks prior to an Executive meeting where the nomination will be considered. Any such Executive meeting shall also be at least two full months prior to an AGM so that the nomination can be included on the AGM agenda if it receives Executive approval.

In considering the application the Executive shall take into consideration the established criteria and guidelines, the quality of the candidate and the level of support established by the canvassers’ submissions.

e) Executive decision

For an HLM to be approved **100%** of the Executive shall vote in favour – otherwise it shall be

declined. If it so decides and in order to allow more time to consider the matter or to gather more information the Executive may defer its decision until the next Executive meeting.

f) AGM

Following approval by the Executive, the HLM shall be included as an AGM agenda item. The accolade of HLM shall be announced at the AGM. An HLM is thereafter exempt from any membership subscription fee and shall enjoy the same rights and privileges of voting and office as any financial member.

Confidentiality

All participants in the above steps are to maintain confidentiality of the nominee and the details of their nomination. Nobody other than the nominee, nominator, seconder, submitters, Branch Committee and Executive should be aware of the nomination until the AGM (assuming it is approved). If a nomination is declined, it is particularly important that confidentiality be maintained.

HLM guidelines

Mandatory requirement:

- The HLM nominee must be a current financial member and must have been a member for at least 10 years.

Highly desirable attributes:

- Has served on the Executive or local Branch Committee for a minimum of five years and
- If no longer on the Executive, has stepped down on amicable terms and/or
- Has made significant contributions to the Club or the Ferrari marque over a number of years; ideally part of that significant contribution will have been within the last five years and
- Remains active within the Club.

An exception to the above may be a person who might not be in the Club but who has made a significant contribution to the Ferrari marque on the world stage (e.g. Chris Amon)

A2 Subscriptions

Subscription rates will be determined from time to time by decision of the Executive.

- (a) The Executive shall set annual subscriptions for all classes of Members.
- (b) Annual subscriptions and Branch levies (if applicable) shall be payable in advance on the appointed due date of each year and all persons who are Members for any part of a financial year shall be liable for the full subscription for such year. Honorary Life Members shall pay no annual subscription.
- (c) A penalty payment, as determined by the Executive, is payable if subscriptions are not paid by the due date.
- (d) The Executive may establish any fees or levies as it deems necessary from time to time.

A3 Discipline

The procedure for expulsion of members will be as follows:

1. Any person or organisation may make a complaint to the Executive Committee that the conduct of a member of the Club is or has been injurious to the character of the Club. Every such complaint will be in writing and addressed to the Secretary.
2. If the Executive Committee considers that there is sufficient substance in the complaint, it may invite the member to attend a meeting of the Executive Committee and to offer a written and/or oral explanation of the member's conduct.

3. They will give the member at least fourteen (14) days written notice of the meeting. The notice will:
 - (a) Sufficiently inform the member of the-complaint so that the member can offer an explanation of the member’s conduct; and
 - (b) Inform the member that if the Executive Committee is not satisfied with the member’s explanation the Executive Committee may expel the member from the Club.
4. If in the meeting the Executive Committee decides to expel the member from the Club the member will cease to be a member of the Club.
5. A member expelled may within 14 days give written notice of appeal to the Secretary. The Secretary will then arrange for the appeal to be heard by the Executive when they next meet. If that meeting passes a resolution rescinding the expulsion, the member will be reinstated immediately.

A4 Financial Year

In accordance with Rule 10.1 of the Constitution the Executive shall determine the financial year of the Club.

The financial year shall commence on the 1st January in each year and end 31st December the same year.

A5 Alterations to the Constitution

The following procedure shall be followed.

- (a) Proposed alterations to the constitution must be made in writing to the Secretary of the Executive Committee;
- (b) Proposed alterations must be signed by the proposer and a seconder. Proposers and seconders will be responsible for ensuring that they are clearly worded and free from ambiguity. Both proposer and seconder must be paid up members of the Club;
- (c) The Secretary will post proposed amendments to Members with the agenda for the next AGM (or Special Annual Meeting if one is called for this purpose);
- (d) Voting papers, as prepared by the Secretary, must be supplied to all financial Members not more than 42 clear days and not less than 26 clear days before an Annual General Meeting or Special General Meeting.
- (e) The general provisions of Rules relating to receipt, validity and counting of votes will apply as they affect this rule.
- (f) Completed voting papers must be in the possession of the Secretary not later than 8 am on the 5th day preceding the Annual General Meeting or Special General Meeting.
- (g) The Secretary shall inform the President in writing of the results of the voting, in particular whether as provided in S15.1 a seventy five percent majority of those voting have approved the amendment or otherwise. The President shall announce the results at the AGM or Special General Meeting.

A6 Executive Committee

The Publications Committee will have one vote on the Executive Committee and will nominate one person to represent the publications committee on the Executive Committee.

Revision History

Date	Comments
20 Sep 2009	Updated By-Law A1 to reflect an Executive resolution to amend the criteria for Honorary Life Membership.