

CONSTITUTION OF THE CENTRAL REGION CONSUL, ZEPHYR AND ZODIAC OWNERS CLUB INCORPORATED

1. Name

The Club's name is Central Region Consul, Zephyr Zodiac Owner's Club Incorporated.

2. Objectives

- a) Promote and uphold the image of Consul, Zephyr and Zodiac motor vehicles.
- b) Encourage membership participation in all Consul, Zephyr and Zodiac motor vehicle activities.
- c) Encourage the preservation of all Marques of Consul, Zephyr and Zodiac motor vehicles.
- d) Participation in other activities associated with Consul, Zephyr and Zodiac motor vehicles.

3. Membership

- a) Membership is open to anyone interested in the promotion of Consul, Zephyr and Zodiac motor vehicles.
- b) A person may become a member by applying on the prescribed form, paying the membership subscription, and signing consent.
- c) The Committee will consider all membership applications at its earliest convenience and reserves the right to refuse a person membership without giving a reason. All fees paid will be returned to applicants whose membership application is rejected.
- d) Applicants will be notified in writing of acceptance or rejection of their application. New member's signed applications will be filed on the club's website.
- e) An associate member is an additional member to a full member (spouse or partner). This person will have full voting rights.
- f) Young members are children of a member who are attending an educational institute or who are of pre-school age. Children in a paid or full time occupation may become an associate member by paying a minimal annual subscription, this will entitle those young members to voting rights.
- g) All new members will serve a probationary period of three official Club events. The Committee will notify such persons in writing if they are considered unsuitable to join the Club. Any fees paid will not be refunded.

- h) Membership subscriptions will cover a term of 12 months from 1st April to 31st March each year. Membership will lapse if subscriptions are not paid by the 30th June. Subscriptions will be set each year at the Annual General Meeting.
- i) Honorary (Life) members may be appointed by a majority decision at an Annual General Meeting. These members are exempt from paying an annual subscription.
- j) The Treasurer shall maintain a database of members and update it as required.

4. Cessation of Membership

- a) A member may resign at any time by notifying the secretary in writing.

5. Appointment of Officers

- a) The Committee consists of the Officers; President, Vice President, Secretary, Treasurer and all elected area representatives
- b) The President is also the Chairperson or in their absence, the Vice President. The Chairperson shall have the casting vote at any meeting.
- c) No fewer than three area representatives must be elected. Only persons who have been financial members for at least twelve months will be eligible for appointment to the Committee.
- d) The Newsletter Editor and Regalia Officer will be elected at the Annual General Meeting.
- e) Officers and area representatives will be elected by secret ballot, a show of hands or proxy at the Annual General Meeting.
- f) All area representatives shall retire at the next succeeding Annual General Meeting and will be eligible for re-election. Any Office becoming vacant between Annual General Meetings may be filled by the election of a replacement at the next Committee Meeting.
- g) The maximum term of office for any Officer is three years. An Officer may be permitted to continue if a suitable replacement is not available.
- h) No member and their spouse or partner may serve together on the Committee.
- i) The Committee has the power to make and publish any regulations or rules for the better management of the Club and may invite any person who may be of assistance to them to attend committee meetings. Provided that such persons will not be entitled to exercise a vote.

Any Committee member failing to attend three consecutive meetings, or does not attend via teleconference, without cause, will thereby render themselves liable to exclusion from the committee.

Central Region Consul Zephyr Zodiac Club

- j) The Committee shall be empowered to;
 - (i) Use the Club's funds as may be considered necessary
 - (ii) Undertake such lawful acts as may be considered necessary or proper in payment of costs and expenses incurred in carrying out the Clubs objectives.
 - (iii) Make, take and accept any gift, transfer conveyance of property, whether subject to any special trust or not, and whether real or personal for one or more of the Club's objectives.
 - (iv) Convene a minimum of three annual Committee meetings.
 - (v) Take all responsible steps to inform Committee members of the time, date, place and details of the meetings.
 - (vi) The quorum for Committee meetings shall be five, two of whom shall be the President, Vice President, Secretary or Treasurer and at least two area representatives.
 - (vii) Committee meeting venues may be varied to accommodate all Committee members.

6. General

- a) The common seal held by the Secretary or Treasurer may be affixed by them to official correspondence or documents. The President will be informed of any such use.
- b) Only financial members may vote on resolutions proposed at a General Meeting. Voting will be carried out by a show of hands or secret ballot. All resolutions shall be passed by a majority vote. The Chairperson will have a casting vote.
- c) All Committee members may vote on any resolution proposed at a Committee meeting. Voting will be carried out by a show of hands.
- d) Members shall notify the Secretary of any postal or email address change.

7. Financial Year

The Club's financial year concludes on the 31st day of March each year.

8. Meetings

Annual General, Special General and General

- a) The Annual General Meeting will be held on the third Saturday in May at a time and place to be advised by the secretary.
- b) A quorum for the Annual General Meeting, Special General or Ordinary Meetings shall be one third of the total number of paid members.

Central Region Consul Zephyr Zodiac Club

- c) The Secretary shall maintain minutes of all meetings. Meetings may be carried-out by membership attendance or teleconference. Voting will be by a show of hands, secret ballot or proxy. A member who cannot attend a meeting may nominate a proxy to vote on their behalf. Proxy votes must be completed on the official club form and be forwarded to the secretary at least 10 days before the meeting.
- d) The secretary will give members at least fourteen days' notice of intention to convene an Annual General Meeting, Special General or General Meeting.
- e) Only financial members may attend, speak and vote at General Meetings-
 - In person, or
 - By a signed written proxy in favour of an individual entitled to be present at the meeting and received by or handed to the Committee before commencement of the General Meeting.

Any notice of motion intended to be put to the meeting must be sent to the Secretary no later than twenty-one days prior to the meeting.

Annual reports, financial statements and any disclosed conflicts of interest will be presented at the Annual General Meeting.

9. Finance

- a) Club funds shall be banked in the Club's name. The President, Vice president, Secretary and Treasurer are authorised account signatories. Two signatories are required to authorise payments.

Club debts will be paid by the Treasurer following executive consideration and approval.

The Officers have discretion to reimburse any person or body that has incurred debt in relation to the Club's business.

- b) The Treasurer shall keep account of all funds received and expended by the club and shall prepare, a statement of receipts, payments and a balance sheet at the end of each financial year.

10. Amendment of Constitution

This constitution may be amended, added to, or rescinded at a Special Meeting convened for that purpose or at the Annual General Meeting, if a majority of members present at that meeting so approve.

11. Disputes and Complaints Resolution

- a) Any member who, in the opinion of the Committee has contravened the Club's constitution, rules or regulations may be expelled or subjected to disciplinary action. Before taking action, the Committee will convene a hearing with the member allowing them the opportunity to explain their

actions. Members will be given at least fourteen days prior notice of such hearings.

- b) The Committee will consider the member's explanation (if any) and decide appropriate disciplinary action, which may include expulsion. Such decisions will be agreed by at least 75% of the Committee and will be final. The Secretary will notify the member of the decision in writing.

Any member resigning or expelled from the Club will remain personally liable for any monies owing to the Club but not limited to outstanding subscriptions. There will be no partial refund of the annual subscription if the resignation or expulsion occurs part way through the subscription year.

- c) A member may lodge a complaint by notifying the Committee in writing. Complaints must include a description of the issue, date(s) of when the issue(s) occurred, and supporting evidence. The Secretary will advise the member in writing against whom the complaint is made, of the nature and extent of the complaint and provide sufficient detail for them to prepare a response.

The Committee will hear the complainant and respondent's explanations before the complaint is resolved or an outcome given. Any dispute must be dealt with under the constitution in a fair, efficient and effective manner.

- d) The Committee may refer a complaint to an external person to investigate and make a decision if deemed necessary due to conflict of interest.

A Committee member may not act as a decision maker in relation to the complaint if two or more members of the Committee have reasonable grounds to believe that the person may not be impartial or able to consider the matter without a predetermined view.

The final decision/response to the complainant will be conveyed to the member in writing by the Secretary.

12. Conflict of Interest

- a) Any member who has a conflict of interest must disclose details of the nature and extent of the interest, including any monetary value of the interest if it can be quantified.
- b) Disclosure must be made in writing to the Secretary as soon as practical after the Committee has become aware of the interest.
- c) Any member who is an interested party concerning a conflict of interest may take part in any of the Committee's discussion and be present at the time of the decision unless the Committee decides otherwise. But must not vote or take part the Committees decision unless permitted to do so by all members of the Committee.

13. Records

The Treasurer will maintain a record of all financial members which will include:

- a) Member's name, and date when they became a member or if the date is not available; recorded as unknown.
- b) Contact details including physical address or an electronic address and telephone number.
- c) Postal addresses
- d) Email addresses (if any)
- e) Whether the member is financial or unfinancial.

Every current member shall promptly advise the Treasurer of any change in their contact details. The Treasurer will then update the members details in the club's register.

The club will maintain records of former members including those who have resigned within the previous 7 years, and will include:

- f) The former member's name and,
- g) The date the former member ceased to be a member.

14. Dissolution

The Club will be dissolved by:

- a) The passing of a resolution at a Special General Meeting or Annual General Meeting convened for that purpose.
- b) Confirmation of the resolution at a subsequent General Meeting to be held no earlier than thirty days after the passing of the resolution.
- c) Upon confirmation of dissolution and after payment of all expenses and liabilities, asset and funds on hand will be disposed of as determined by a Special General Meeting.

15. Loss or Damage of Property

The Club will not be responsible for any loss or damage to any member's or third-party person's property, however incurred.

16. Health and Safety

The Club will take all reasonable and practical steps to identify and manage potential hazards at events for which they are responsible.

17. General

- a) No member will receive pecuniary gain for the club's property or operations, except while in the capacity of a contractor to the Club.

- b) No member or group of members will make any public or press statement purporting to be made by, or on behalf of the club, without prior approval of the President and Secretary.
- c) Any queries concerning the interpretation of these rules will be dealt with by the Committee whose decision will be final.
- d) The Club's registered office is located at the Secretary's address.

This constitution was presented to members present at the Special General Meeting on the 21 March 2026 in Palmerston North and was approved by a majority of members present.

18. Charitable Status

The Society is not and does not intend to be registered as a charitable entity under the Charities Act 2005.

President	Graeme McGrath	<i>G. McGrath</i>	21-3-26
Vice President	Russell Gregg	<i>R. Gregg</i>	21-3-26
Secretary	Wayne Freeman	<i>W. Freeman</i>	21-3-26
Treasurer	Lynne Skelsey	<i>L. Skelsey</i>	21-03-2026