Shenington Kart Racing Club Ltd
CONSTITUTION 2026 (approved at the AGM on 17.10.26)

The Constitution is an amplification of the formal Articles of Association, where this is required. It defines the powers delegated by the Company's Board of Directors to the Committee and sets out the operating rules of the Company. In the event of any conflict the Articles of Association shall take precedence except in terms of number of committee and updated compliance with current regulations and directives and adherence to the Motorsport UK's relevant policies.

1 Name
1.1 The name of the Company shall be the Shenington Kart Racing Club (The Club).
1.2 The Club shall be a company limited by guarantee of its members.
1.3 The trading title of the Club will be the 'SKRC'.
1.4 The Registered Office of the club will be situated in England.

2 The Club's objectives primarily are:
2.1 It is noted that the SKRC acquired and took over all or any part of the assets and liabilities of the unincorporated body known as The Solihull and Shenington Kart Racing Club Ltd on 25th July 1986.
2.2 To promote the sports and pastimes of motoring and kart racing in all its branches and to further interest in motoring and motor sports, in particular kart racing, and to encourage social intercourse between the members of the club.
2.3 To carry on, maintain and conduct a club for the purpose of the said sports and pastimes, and to watch the local administration of the laws and regulations affecting the sport, and to report any relevant proposed local action or scheme to the Motorsport UK.
2.4 To hold, arrange and or promote all forms of motor sports, but primarily the kart discipline, in accordance with the rules and regulations of the Motorsport UK, and to offer and grant or contribute towards the provision of prizes, awards and distinctions, and to promote, arrange, give or support dinners, balls, concerts, lectures, discussions, tours, social events, promotional activities and other entertainments, and to publish magazines, newsletters, social media, and to provide the members with information, advice, and assistance on matters connected with the said sports and pastimes.
2.5 To subscribe to, become a member of or co-operate with any other association, organisation or club, whether incorporated or not, whose objectives are altogether or in part similar to those of this club, and to become a member of relevant bodies that provide assistance to such companies.
2.6 To support and subscribe to any charitable of public body, and any institution, society or club which may be for the benefit of the club or its employees, or may be connected with the district in which any of the club's property is situated and to give charitable aid to any persons who may have served the club, or their dependants.
2.7 To make payments towards insurance and all other required payments required or deemed necessary for the organisation and business of the club.
2.8 To purchase, take on or lease or in exchange, hire or otherwise acquire and real or personal property and any rights and privileges which the club may think necessary or convenient for the promotion of its objects, and to lay down roads, track, construct, maintain and alter any buildings or erections necessary or convenient for the work of the club.
2.9 To purchase sell and deal in all kinds of articles, appliances and apparatus used in connection with motoring and motor sport and all kinds of consumable stores and provisions, alcoholic and non-alcoholic liquors and other refreshments or things required or used by members of the club or guests and others, and to supply for and obtain all licences and authorities necessary for the purposes aforesaid or any of them.

2.10 To hire and employ all classes of persons considered necessary for the purpose of the club and to pay them and to other persons in return for services rendered to the club, salaries, wages, fees, gratuities and pensions.
2.11 To sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the club as may be thought expedient with a view to the promotion of its objects.
2.12 To borrow or raise money for the purposes of the club on such terms and on such security as may be thought fit.
2.13 To invest the moneys of the club not immediately required for its purpose in or upon such investments, securities, or property as may be thought fit.
2.14 To rent out club facilities as may be though expedient for the benefit of the club.
2.15 To do all such other things as are incidental or conducive to the attainment of the above objects or any of them.

3 Income and Property
3.1 The income and property of the club, whencesoever derived, shall be applied solely towards the promotion of the objects of the club, as set forth in the Memorandum of Association and this Constitution, and no porting thereof shall be paid of transferred directly or indirectly by way of dividend, bonus or howsoever by way of profit, to the members of the club.
3.2 Trophies, badges and the like, issued to a member or competitor remain the property of the Club unless otherwise stated. They shall be delivered to the Competition Secretary upon termination of membership, or expiry of the period stated in regulations, or unless otherwise directed by the Committee. This may be modified by the committee in respect of special badges or trophies given in respect of special individual events or particular honouring of individuals.

4 Liabilities of the Club
4.1 The liabilities of the members is limited.
4.2 Every member of the club undertakes to contribute to the assets of the club, in the event of the same being wound up while they are a member, or within one year after they cease to be a member, for payment of the debts and liabilities of the club contracted before they cease to be a member, and of the costs, charges and expenses of winding up, and for the adjustment of the rights of the contributories among themselves such amount as shall be required shall not exceed £1.

5 Membership
5.1 Membership of the Club is unlimited by numbers and shall be open to all who have an interest in kart racing.
5.2 Categories of Membership
5.2.1 Full Race Membership. Open to all individuals who are aged 18 or over.
5.2.2 Full (Junior) Race Membership. Open to all individuals who are under 18 years of age and over the age of 5 years and nine months. Applications for such must be counter-signed by their legal parent or guardian as guarantor, and such person may represent them in any meetings and votes.
5.2.3 Social. Open to anyone who shall not be eligible to participate in competitive events organised by the club but allows free entrance to spectate at the club organised race meetings.
5.2.4 Honorary. This level of membership shall be limited to those who have given distinguished service in promotion of the aims of the Club, new membership of which may be determined on an annual basis by the Committee. Honorary Members shall not be liable to pay any subscription.
5.2.5 Committee membership: Those elected to the committee and are not currently suspended or have resigned are Members, membership is effective between AGM's.
5.2.6 The Club will have an Honorary President, to be elected from time to time as required at an Annual General Meeting. The Club may have up to three Honorary Vice Presidents, who will also be

elected at an Annual General Meeting. (The current Presidents are Nigel Mansell and Johnny Herbert)
5.3 Membership shall be open from 1st January annually to 31st December of the same year and will only be effective from the date of joining, and will expire on 31st December. Save in the case of Honorary Members every candidate for membership to the club shall sign a form of application stating their name, address and occupation, and any other details required, and agreeing to be bound by the rules, if elected. The committee may refuse membership to any applicant at its absolute discretion without giving reasons therefor. No candidate whose application to the club has been refused shall again be submitted with six months of the rejection, not shall take part in any club activities where required to be a member. An entrance fee may be charged, any such fee may be remitted at the discretion of the committee in special cases. Membership is not valid after 31st December annually if not renewed. Members who wish to resign may do so in writing to the Membership Secretary. No refund of membership fee will be made.
5.4 The annual subscription shall become due on application of membership and be of such sum as shall from time to time be fixed by the committee.
5.5 Expulsion of Members. If the Committee considers it to be in the interests of the Club to ask a member to resign from the Club, they shall notify the member in writing of their intention and of their reasons. The member must then resign or exercise a right of appeal by notice given in writing to the Company Secretary within 14 days of the date of the notice requesting their resignation. Failure to exercise the right of appeal by notice as aforesaid shall be deemed to indicate resignation. Any appeal shall be considered at the next Committee Meeting but within six weeks after the date of such letter. The member concerned shall be given not less than seven days' notice in writing of such meeting and will be allowed to offer verbally, or provide in writing, an explanation of their position. If two thirds of the Committee Members present at the meeting vote for the member's expulsion from the Club the member shall thereupon cease to be a member of the Club. Where there is a concern of misconduct on a member of the committee the procedures in the Committee Code of Conduct will be followed and if suspended from the committee will cease to be a member during the duration of the suspension.
5.6 Forfeiture of Rights on Cessation of Membership. Any member expelled in accordance with rules or otherwise ceasing to be a member of the Club shall forfeit all such rights to, or claim upon, the Club or its property or funds as they would otherwise have by reason of their membership. They shall not be entitled to any return of subscription, and shall remain liable for any subscriptions, fees or other debts due to the Club at the time.

6 Affiliation
6.1 The Club may, at the discretion of the Committee, be affiliated to, or associated with, any Association or Body which carries on similar activities to those declared herein, and may be bound by the rules of such Association or Body in so far as such rules do not conflict with the constitution and bye-laws of the Club.
6.2 The Club will affiliate to the Motorsport UK, and observe Motorsport UK policies and directives

7 Officers
7.1 The Officers of the Club shall be the Chair, Vice-Chair, Secretary, Competition Secretary, Membership Secretary and Treasurer, who shall be elected by ballot at the first committee meeting following each Annual General Meeting. The officers of the club and the committee members shall retire annually, but shall be eligible for re-election. Those elected to the committee will be deemed members of the club.
7.2 The Chair person shall chair all meetings of the Club and of the Committee unless unavoidably prevented from doing so. The Committee shall, in the absence of the

Chair person, be chaired by the Vice-Chair, and if they are not present, elect an acting Chair for each meeting from those Committee Members present who shall, in the event of a tied vote, will have a casting vote.
7.3 The provisions of the Companies Act will apply and be observed. The Secretary will be responsible for the correspondence of the club, and for taking and providing minutes of the committee meetings and general meetings and of all proceedings of the club and all business transacted at meetings and all appointments of officers and members for the committee. The committee may from time to time by resolution appoint an assistant or deputy secretary, and any person so appointed may act in place of the Secretary if there be not Secretary or no Secretary capable of acting.
7.4 The Competition Secretary will be responsible for all competition activities of the Club and its members.
7.5 The Membership Secretary will be responsible for maintaining accurate lists of members of the club, including Honorary Members, and for issuing renewal notices and membership cards, which may be digital. The post may be held by any other officer of the club.
7.6 The Treasurer shall keep all the accounts of the Club and will regularly present to the Committee management information to enable the finances of the Club to be properly controlled. The Treasurer will be responsible for banking of the receipts of monies due to the club, and for payment of any invoices due by the club. The Treasurer will also be responsible for the compilation of the Annual Accounts and the presentation of the annual accounts to the members at the Annual General Meeting.

8 Committee
8.1 Until otherwise determined by a General Meeting, the Committee shall consist of not less than 7 members and not more than 13. The committee will be elected at the Annual General Meeting and shall appoint from its number the Officers of the Club, who shall retire annually but shall be eligible for re-election.
8.2 The Officers of the Club shall serve on the Committee in their elected positions and be counted within the minima and maxima figures.
8.3 Meetings and Quorum. The committee may meet together either in person or digitally for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit. The Secretary of their own accord, or by direction of the Chair, or on a requisition signed by one third of the committee, at any time, summon a meeting of the committee by notice served upon the several members of the committee. One third of the total number of the then serving members of the Committee shall be a quorum and, for the avoidance of doubt, where the total number of serving members is an odd number, then the total number of serving members of the Committee shall be deemed to be such a number plus one. Questions arising at any meeting shall be decided by a majority of votes. In the case of an equality of votes, the Chair shall have a casting vote. A meeting of the committee at which a quorum is present shall be competent to exercise all the authorities, powers and discretions by or under the regulations of the club for the time being vested in the committee generally.
8.4 Sub-Committee. The Committee shall have power to delegate its powers, or any of them, to a sub-committee of such composition as it shall direct, but having at least one Committee Member among its members who shall be its Chair and at least two full members of the club. The Chair, Secretary and Treasurer of the club shall be automatically ex-officio members and must be notified of all meetings and receive minutes.
8.5 The business of the club shall be managed by the committee who may pay all such expenses of as they see fit, and may exercise all such powers of the club and as are not by statute required to be exercised by a General Meeting. No regulation made by the club in a General Meeting shall invalidate any prior act of the committee which would have been valid if such regulation had not

been made. The minutes of the meetings shall be approved by the Chair at the next succeeding meeting, and that shall be sufficient evidence without any further proof of the facts therein stated.
8.6 The Committee may co-opt members onto the Committee, but only within the maximum number of committee members. Such co-opted members will resign at the next Annual General Meeting and may offer themselves for re-election.
8.7 All Committee Members will be required to sign the Club Committee Code of Conduct. Committee members' conduct may be considered to be unsatisfactory when a breach of the club rules, regulations, the Club Committee Code of Conduct or any legal obligation has occurred and the procedures within the Code of Conduct will be followed. The Code of Conduct procedures will be followed for Committee Member Grievances.
8.8 The office of a Member of the Committee shall be vacated upon: A Committee members who does not attend three consecutive committee meetings without providing a satisfactory explanation; A receiving order is made against the person; if they become of unsound mind; if they resign from the club; if they give notice in writing of resignation from the committee; if they cease to be lawfully a director or member of the committee by any part of the Companies Act.
In which case any directorship of the limited company will be deemed to have been resigned.
8.9 The Members of the Committee will be put forward as the Directors of the Shenington Kart acing Club Limited after a suitable probationary period as a member.
8.10 The members for the time being of the committee may act notwithstanding any vacancy in their body, provided always that in case the members of the committee shall at any time be or be reduced to less than the minimum number prescribed by or in accordance with the constitution, it shall be lawful for them to act as the committee for the purpose of admitting persons to the membership of the club, filling up vacancies in their body, organising events, administering the day to day running of the club, or of summoning a General Meeting, but not for any other purpose.
8.11 All monies of the club shall be banked by the Treasurer, save that required for the day to day expenses. Any monies received by any member on behalf of the club shall be handed to the Treasurer within one month of the receipt thereof. In the event of failure of any Member to comply with this provision, the Committee will be entitled, after the expiration of such period, to take such steps as it shall deem fit to obtain payment thereof without further notice.

9 Election of Committee and Officers
9.1 Elections will take place at the Annual General Meeting of the Club and will be by ballot of members present either in person or digitally. (Following sentence deleted)
9.2 Any two members of the Club shall be at liberty to nominate a person to serve as a committee member, provided that he or she (the proposer and seconder) has been a full member for at least the previous 12 months and that they have the members consent and signature to serve if elected. The name of each member so nominated must be sent to the Company Secretary fourteen days prior to the Annual General Meeting on the official form.

10 Management of the Club
10.1 The Officers and Committee shall be responsible for the day to day affairs of the Club.
10.2 The Committee will meet regularly and at least four times in each twelve month period.
10.3 Any Officer or a majority of Committee members may call for a meeting to be held.
10.4 The Committee shall cause proper books of accounts to be kept, all sums of money received and expended, all sales and purchases of goods and the assets and liabilities of the club. The books of the accounts shall be kept at the office of the Treasurer or subject to the Companies Act, or such other place as the committee see fit, and shall be open to inspection of the members of the committee. No member of the club, not being a member of the committee, shall have the right of inspecting any account of book or document of the club except as conferred by statute or authorised by the committee or by the club in General Meeting.

10.5 The Committee will be responsible for the appointment or dismissal of contractors and employees of the Club and of the fixing of their remuneration.
10.6 The Committee will be responsible for ensuring that the Club meets and complies with all legislation that may affect the Club. This includes the meeting of all criteria laid down by the Motorsport UK and FIA (as appropriate) in the connection of motorsport events.
10.7 The Committee may from time to time make, alter or repeal rules for the good conduct of the affairs of the Club and provided they are not inconsistent with the Constitution or statutory enactment will be binding upon all members as if they were part of the Constitution.
10.8 The Committee will vote to approve the annual accounts and arrange to present them to the Annual General Meeting.

11 Annual General Meeting
The Annual General Meeting of the Club shall be held at a time and date to be decided by the Committee, in person or digitally at the discretion of the Committee, provided that there shall not be more than eighteen months between such meetings. 21 days notice in writing or by email (as provided by members in their application for membership) specifying the place, or digital location, day and hour of the meeting.
Attendance at the Annual General Meeting shall be restricted to those persons who are honorary members or have paid their subscriptions or deemed valid members for the previous or current year. Relevant staff members of Motorsport UK may be invited as observers.
The quorum for an Annual General Meeting is 15 as laid down in the Articles of Association. No business shall be transacted at any General Meeting unless a quorum is present when the meeting proceeds to business. If within half an hour from the time appointed for the holding of the Annual General Meeting a quorum is not present, the meeting shall stand adjourned to the same day and time the following week, or at such other place the Committee may determine, and if at such adjourned meeting a quorum is not present within half an hour from the time appointed for holding the meeting the members present shall be a quorum.
The Annual General Meeting shall:
11.1 Receive a report from the Chairman and the Secretary of the activities of the Club since the previous Annual General Meeting
11.2 Receive a report from the Treasurer and present the annual accounts of the Club, including the proper income and expenditure and balance sheet for the immediately preceding financial year which shall be sent at least 21 days prior to the meeting, and have the Auditors Report open to inspection and be read before the meeting as per the Companies Act.
11.3 Elect the Auditors for the company accounts and their renumeration
11.4 Elect the members for the Committee within the maxima as laid down who must be proposed by a Member and seconded by one or more Members submitted to the Secretary in writing at minimum 14 days prior to the meeting.
11.5 Elect any Honorary President and Vice Presidents of the Club for the forthcoming year as nominated by the committee.
11.6 Decide upon any resolution which may be submitted as described within 14 days prior to the meeting and must be proposed by a Member and seconded by one or more Members, or as agreed to be submitted by a majority vote of the current committee.

12 Extraordinary General Meetings
12.1 An Extraordinary General Meeting may be convened by the Officers, Committee or at the written request (such written request to be received by the Company Secretary) of ten per cent of the members.
12.2 At least 21 days' notice of any general meeting, specifying the business to be

transacted and the day, place and hour of the meeting shall be sent to every member by e mail, or website posting. The postal or email address as given to the Club will be used for this purpose non-receipt of such notice by any member shall not invalidate the proceedings.
12.3 Any members wishing to discuss a matter at a general meeting shall set out details of the matter and deliver the same to the Company Secretary at least fourteen days before the date of such meeting, so that it may be included in the agenda.
12.4 A copy of the agenda will be published on the Club's website and/or by email or post at least fourteen days prior to the meeting. On specific written request of the member a copy of that agenda will be posted to them. Non-receipt of such agenda by any members shall not invalidate the proceedings.
12.5 No business which is not included in the agenda shall be discussed at the meeting unless two-thirds of those present are in favour of such discussion.
12.6 If within half an hour from the time appointed for the holding of the General Meeting a quorum is not present, the meeting, if convened on the requisition of Members, shall be dissolved. In any other case, it shall stand adjourned to the same day and time the following week, or at such other place the Committee may determine, and if at such adjourned meeting a quorum is not present within half an hour from the time appointed for holding the meeting the members present shall be a quorum.

13 Voting at a General Meeting
13.1 Every person being a member of the Club for a minimum of 28 days and being present at the general meeting shall be entitled to vote. Honorary members, if not also being a Member, may vote, but may with the permission of the Chair, address the meeting.
13.2 At all general meetings, except as provided for in other rules, a simple majority of the votes shall decide a resolution, by a show of hands.
13.3 At a general meeting any 3 members present or the Chair may demand a poll. Subject to the provisions of the Companies Act, if a poll be demanded it shall be taken at such time and place and in such manner as the Chair of the meeting shall direct, and the result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded. No poll shall be demanded on the election of the Chair, or any question of adjournment.
13.4 In the case of equality of votes, whether on a show of hands or on a poll, the Chair of the meeting shall be entitled to a casting vote.
13.5 The accidental omission to give notice of a meeting to, or the non-receipt of such notice by, any person entitled to receive notice thereof shall not invalidate any resolution passed, or proceedings had, at any meeting.

14 Conduct of Meetings
14.1 At all meetings the chair shall be taken by the Chair as previously elected, or in their absence, by the Vice-Chair, and if neither shall be present within fifteen minutes after the time appointed for holding the meeting, or if both such officers shall be unwilling to preside, the members present shall choose some member of the committee, or if no such member be present, or if all the current members of the committee present decline to take the chair, some member of the club shall be present to preside elected by a majority of the members of the Committee.
14.2 Every question shall (unless otherwise expressly provided by these rules) be decided by the majority of votes.
14.3 Every Full voting member shall have one vote and in the case of equality of votes, the Chairman, or acting chairman, shall have the casting vote.

15 Safeguarding Policy
15.1 The Safeguarding Policy is available on the Club website

15.2 The Committee will appoint a Club Safeguarding Officer whose name will be promulgated on the Club website under Contacts and Legal

16 Compliance with Regulations and Directives
16.1 General Data Protection Regulation (GDPR): The Privacy Policy is available on the Club website.
16.2 Bribery Act: Members must act within the terms of the Bribery Act
16.3 Modern Slavery Act: Members must observe the Directive

17 Gender
Reference to members as 'he' or 'his' shall, in all cases, be taken to refer to members of either sex in interpreting these rules.

18 Observation and Interpretation of Rules
Every member binds themselves to abide by the Rules of the Club as laid down in this Constitution, and with any modification made in the conformity of these rules. Every member shall accept as final and abide by the decisions of the Committee in any cases of dispute or disagreement as to the interpretation of these rules.

19 Copies of the Constitution
The constitution of the club will be available publicly via the club's website, and if not available there, will be provided to each new member.

20 Use of Names and Addresses
20.1 The name and address of the Club shall not be used by any member for use in trade or business purposes, or advertising except as may be necessary for Club Sponsorship, without the written agreement of the Committee. .
20.2 The names and addresses of Club Members shall not be released en bloc to any outside organisation without the direct authority of the Committee. Individual member's names and addresses will only be released with their prior approval or where this is not practical at the discretion of a Club officer.

21 Dissolution
The Club may be dissolved by a General meeting convened expressly for that purpose by the Committee. If the resolution is duly passed the Committee shall forthwith liquidate the affairs of the Club. It there remains after the satisfaction of all its debts and liabilities any property whatsoever, the same shall be distributed and disposed of in the absolute discretion of the committee of the club.