

NOMINATION FORM – DIVISIONAL DIRECTOR 2022

- This form is to be completed by the Member making the nomination, the Member seconding the nomination, and the Nominee if he or she is not nominating themselves.
- All nominees and seconder of nominees must be current Full Members* of the Australian National Drag Racing Association Ltd.
- All details apart from the signatures must be printed.
- A Current Photo and Information on the nominee, suitable for circulation, MUST accompany this nomination form.

THE NOMINEE MUST SIGN BOTH SIDES OF THIS FORM.

SECTION ONE – NOMINATION (n.b. must be current Full ANDRA Member)

I,

of

ANDRA Member No

Email

Nominate

For the position of ANDRA Divisional Director in the Division

Signature: _____ Date: _____

SECTION TWO – SECONDED BY (n.b. must be current Full ANDRA Member)

I,

of

ANDRA Member No

Email

Nominate

For the position of ANDRA Divisional Director in the Division

Signature: _____ Date: _____

* As part of the realigning of membership parameters within ANDRA; Super Street licence holders have the same full membership nomination and voting rights in line with all other permanent* licence holders.

* A person under the age of 18 years and who supports the objects of the Company may become a Junior Member of the Company. Junior members are not eligible to vote

SECTION THREE- ANDRA BOARD AND COMMITTEE MEMBER CODE OF CONDUCT

I, the undersigned Nominee, agree to be bound by the Code of Conduct in all its facets.

CODE OF CONDUCT

- 1) Maintain complete loyalty to the ANDRA and, having regard to the interests of the community; actively pursue the objectives and policies of the ANDRA.
- 2) Respect completely the confidential relationship between individual members of the Company and myself and maintain the confidentiality of any information entrusted to me through my duties as a director/committee member of the ANDRA.
- 3) Serve all members impartially and provide immediate full disclosure of any personal interest whilst refraining from any activities which could conflict with the interests of the ANDRA.
- 4) Exercise and insist on sound and ethical business principles and practices in the conduct of the affairs of ANDRA.
- 5) Co-operate in every reasonable and proper way with other ANDRA executives.
- 6) To always promote the development of Drag Racing in Australia.
- 7) Uphold high standards of personal integrity and humanity and avoid all discriminatory practices.
- 8) Encourage the development of effective communication, understanding and co-operation between all members of the ANDRA to their mutual benefit

NOMINEE DECLARATION

Name:

Email Address

Signature: _____ Date: _____

The Nomination Form should be returned to
ANDRA, 11 McInnes Street, RIDLEYTON SA 5008
by no later than 12 noon (ACST) on 31st May 2022

May be emailed to brett.stevens@andra.com.au

OFFICE USE ONLY

Received by:

Date:

INFORMATION FOR NOMINEES – 2022 DIVISION DIRECTOR ELECTIONS

- 1) **Nominations for the position of Division Director are invited from any current Full Member of the ANDRA within the relevant Division. Nominations close at 12 noon (ACST) on 31st May 2022.**
- 2) **Nominations should be in writing on the front of the form, by an ANDRA Full Member who may be the Nominee, to the Chief Executive Officer. They must be seconded by a current Full Member of the ANDRA within the relevant Division and must be accompanied by information on the nominee, suitable for circulation with the Ballot Paper, and a current photograph.**

The Nomination Form provides spaces for all details and signatures required in relation to the nomination. Only originals will be accepted.

Information on the nominee should be presented in such a way that it may be directly copied on to one side of an A4 sheet, along with the photograph of the nominee. This sheet will be mailed to all members eligible to vote, along with the Ballot Paper.

- 3) **Ballot Papers will be mailed, as required, to all current Full Members of the ANDRA in the relevant Division in early June, to be returned within fourteen days. Where there is more than one nomination, voting will be by the preferential method.**

Ballot Papers are returned directly to the Returns Officer nominated by the ANDRA Board, in the addressed, postage paid envelope provided.

- 4) **Any Ballot Paper not completed and returned in accordance with the Letter of Instruction shall be rejected as informal.**
- 5) **The results of the election will be subject to the scrutiny of observers appointed by the Board, where deemed necessary, and will be announced through the ANDRA website.**

All nominees will be informed in writing of the election results as soon as they are available.

END

April 2022

Dear ANDRA Member

Thank you for your registration of interest in the position of ANDRA Division Director.

While considering your nomination, please note that ANDRA is a limited company.

The Divisional elections will be conducted using the ANDRA Constitution which can be located on the ANDRA website (www.andra.com.au).

The most important issue for Division Directors is that they may become Board Members of a Company Limited by Guarantee, which would bring with it a much higher level of responsibility than the former National Control Council positions.

ANDRA will provide standard Directors and Officers Liability and Professional Indemnity covers but the board members will remain personally liable for breaches of the Corporations Act.

The Australian Securities and Investments Commission website provides the following information on directorships.

“What does the law expect of you personally?”

As a director, you must:

- *be honest and careful in your dealings at all times*
- *know what your company is doing*
- *take extra care if your company is operating a business because you may be handling other people's money*
- *make sure that your company can pay its debts on time*
- *see that your company keeps proper financial records*
- *act in the company's best interests, even if this may not be in your own interests, and even though you may have set up the company just for personal or taxation reasons, and*
- *use any information you get through your position properly and in the best interests of the company. Using that information to gain, directly or indirectly, an advantage for yourself or for any other person, or to harm the company may be a crime or may expose you to other claims. This information need not be confidential; if you use it the wrong way and dishonestly, it may still be a crime.*

If you have personal interests that might conflict with your duty as a director, you must generally disclose these at a directors' meeting. This rule does not apply if you are the only director of a proprietary company.

What work must a director do?

You and any other directors will control the company's business. Your company's constitution (if any) or rules may set out the directors' powers and functions.

You must be fully up-to-date on what your company is doing:

- *Find out and assess for yourself how any proposed action will affect your company's business performance, especially if it involves a lot of the company's money.*
- *Get outside professional advice when you need more details to make an informed decision.*
- *Question managers and staff about how the business is going.*
- *Take an active part in directors' meetings.*

Only be a company director or a company secretary if you are willing, able and have enough time to put in the effort.

Avoid any company where someone offers to make you a director or secretary on the promise that 'you won't have to do anything' and 'just sign here'. You could be exposing yourself to many legal liabilities.

Can you sell shares to the public?

Proprietary companies are generally not allowed to raise money from the public by selling shares. Avoid anything to do with illegal fundraising.

Can anyone be a director or secretary?

You must not act as a director or secretary (or manage a company) without court consent if you:

- *are an undischarged bankrupt*
- *are subject to a personal insolvency agreement or an arrangement under Part X of the Bankruptcy Act 1966 (Cth) (Bankruptcy Act) that has not been fully complied with*
- *are subject to a composition under Part X of the Bankruptcy Act and final payment has not been made, or*
- *have been convicted of various offences such as fraud or offences under company law, such as a breach of your duties as a director or insolvent trading. If you have been convicted of one of these offences, you must not manage a company within five years of your conviction. If imprisoned for one of these offences, you must not manage a company within five years after your release from prison.*

If you become bankrupt, enter into a personal insolvency agreement or are convicted of a relevant offence at a time when you're a director or secretary then you automatically lose that office. The company must then notify ASIC that you're no longer a director or secretary of the company.

ASIC can also ban you from being a company director in certain situations. If you're not allowed to be a company director or secretary, you're not allowed to manage a company. It is a serious offence to set up dummy directors while you really manage the company.

What happens to dishonest directors?

Every year, the courts send dishonest and reckless company officers to prison and impose heavy fines and award damages.

The preceding information is provided only as guide. The full version may be found at the ASIB website.

<http://www.asic.gov.au/asic/asic.nsf/byheadline/Your+company+and+the+law?openDocument>

Under the current ANDRA Constitution, the following Functions, Powers and Obligations of Divisional Council are listed under 33.5.

- **33.5.1. Each Divisional Council shall have the following functions and powers in relation to the conduct of drag racing within its Division:**
- **33.5.1.1. to supervise and administer the sport of drag racing within the area of the Division and the conduct of events held within the Division in accordance with the Constitution and any by-laws and regulations made pursuant to the Constitution and in accordance with any other directives of the Board;**
- **33.5.1.2. to ensure that any directive of the Board in relation to the conduct of the sport of drag racing or the affairs of persons associated with the sport is implemented;**
- **33.5.1.3. to consider and suggest to the Board any matters pertaining to changes to the rules of the sport of drag racing or the conduct of the events of the sport;**
- **33.5.1.4. to appoint and remove Stewards, Provisional Stewards and Officials for events conducted within the Division;**
- **33.5.1.5. to create Tribunals including, if necessary, appeal tribunals to determine claims and appeals in connection with matters in connection with or arising under the rules of the sport of drag racing conducted within the Division and to empower those Tribunals to impose penalties in accordance with the rules;**
- **33.5.1.6. to arbitrate disputes or appoint a person or tribunal to arbitrate disputes between clubs within the Division;**
- **33.5.1.7. to promote the sport of drag racing and events conducted within the Division.**

As the sport and the organisation have developed over the years, the role of the ANDRA Division Director has become very demanding. The National Rules Committee has eased the load of dealing with rules covering safety, classes and competition, but new challenges include legal, commercial, marketing and governance issues to mention a few.

ANDRA is not a racers' union - it represents stakeholders in all areas of the sport and the task of balancing the interests of all of those is not getting any easier. Drag racing is extremely expensive and there is a growing range of alternative hobbies, sports and recreational activities for people to take up now.

The demands on funding and time at racer level and the fact that rules can be discussed with some effect at club and council meetings can produce a volatile atmosphere in the Division. The job of sustaining the growth we've enjoyed can be challenging.

Similar things are true for ANDRA Member Tracks. Drag racing has created a high standard of entertainment and the financial risks associated with presenting a series of good shows each season are significant. Entertainment options for the viewing public are also increasing so a good product with professional promotion is essential.

For many years the racers and the tracks wanted the same things to a large degree. That's changed now and the pressure on ANDRA to support the spectacle for the tracks, while providing achievable enjoyable competition for the racers, is greater than it's ever been.

The Division Director must oversee the safe operation of some of the fastest racing cars on earth, as well as the welfare of people who come to see them. They must be involved in the development of events costing hundreds of thousands of dollars to stage, and a sport that more and more people are earning a living from.

The ANDRA Division Director must be mindful of the legal and insurance aspects of a sport that can be dangerous, and responsible, personally in some cases, for its safe conduct. They must support the presence and development of drag racing in regional, sometimes isolated areas.

As well as all that they must spend time as a politician, a diplomat, a bookkeeper, a technical expert, a counselor, a public speaker, a mediator, a problem solver, a communicator, a leader, a motivator and someone who is expected to deliver a positive outcome for all parties every time.

As with many volunteer sporting positions, the job of the Division Director can be a thankless task and although ANDRA covers most of the direct expenses there's little compensation for the time required by the job. On the plus side there can be a great sense of satisfaction and achievement, which are the things most people hope to get out of sport.

In recent years ANDRA Division Directors have identified the following tasks as being relevant to the role.

- **Overseeing operation of the Division.**
- **Representing and promoting ANDRA and the sport at local level.**
- **Developing and co-coordinating Divisional Officials and working with the ANDRA Office in the areas of assessment and training.**
- **Providing motivation and direction for the Division and the sport generally.**
- **Dealing with local inquiries regarding the sport, its rules and regulations.**
- **Liaising with competitors, clubs and members in the Division.**
- **Liaising with ANDRA Member Tracks in the Division**

The Nomination Form and an information sheet are attached. Please ensure that your nomination is returned to ANDRA no later than **12 noon (ACST)** 31st May 2022 along with the relevant supporting material.

Thank you very much for your interest.

Brett Stevens
CHIEF EXECUTIVE OFFICER