



THE VETERAN CAR CLUB OF AUSTRALIA (TASMANIA) INC.

CONSTITUTION

NAME

1. (1) The Club shall be known as **“The Veteran Car Club of Australia (Tasmania) Incorporated”** hereinafter referred to as the **“Club”**.
- (2) For administrative purposes the Club shall be comprised of sections, each section to be known as the **“VCCA (Tas.) (Insert Geographical Area) Section”**, hereinafter referred to as the **“Section”**.

INTERPRETATION

2. In this constitution where the context so admits words of any gender shall include any other gender and words in the singular shall include the plural.
3. The Rules comprising this Constitution are in substitution of the Model rules for an association contained in the Associations Incorporation (Model Rules) Regulations 2017 and accordingly those Model Rules shall not apply.

REGISTERED OFFICE

4. The registered office of the Club is situated at 67 Lawrence Vale Road, Launceston, Tasmania, or at such other place, as the Executive Committee shall from time to time determine.

THE OBJECTS OF THE CLUB ARE:-

5. (1) To promote an organisation composed of persons owning or interested in motor vehicles or motorcycles of a historic significance as defined in **Rule 6(1)** hereinafter set forth and to promote and foster interest in, and an enthusiasm for, such motor vehicles and motorcycles.
- (2) To collect, collate and disseminate information concerning motor vehicles, motorcycles and motoring generally and to afford the means of recording the experiences of members and other persons using motor vehicles or motorcycles.
- (3) To safeguard and maintain the interests, rights and privileges of motorists and motor cyclists and to co-operate with other persons in securing rational legislation and the forming of proper rules and regulations governing the use and operation of motor vehicles and motorcycles.
- (4) To promote and conduct either alone or jointly with any other club or clubs, motor vehicle and motorcycle meetings, tours and events in which vehicles can participate in their respective classes and to make and administer rules and regulations for the purpose thereof and to offer, give or contribute towards prizes, medals, awards and trophies.
- (5) To provide a suitable club house/s and other conveniences in connection therewith and to furnish, construct, maintain and alter same, and to provide a library for the preservation of records, and to facilitate exchange of information among members and to promote intercourse between all countries who prize the history and memory of the early struggles and achievements of motorists and the motor industry.
- (6) To purchase, take on lease, in exchange, hire or otherwise acquire any real or personal estate, which may be deemed necessary or convenient for any of the objectives of the Club.

- (7) To buy, prepare, make, supply, sell and deal in all kinds of apparatus, appliances, accessories and parts used in connection with motor vehicles and motorcycles and all kinds of provisions and refreshments required or used by members of the Club or any other persons frequenting the club house/s or other premises of the Club.
- (8) To take or receive any gift of property, whether subject to any special trust or not, for any one or more of the objects of the Club.
- (9) To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purposes of procuring contributions to the funds of the Club in the shape of donations, annual subscriptions or otherwise.
- (10) To hire and employ persons for the provision of services to the Club.
- (11) To print and publish a newspaper, periodical, book, circular or leaflet that the Club may think desirable for the promotion of its objects.
- (12) To subscribe to any local or other charities and to grant donations for their objects.
- (13) To sell, mortgage, lease, charge, exchange, dispose of or otherwise deal with all or any part of the property of the Club.
- (14) To borrow or raise money in such a manner as the Club may deem fit.
- (15) To invest any moneys of the Club not immediately required for any of the objects, in such manner as may from time to time be determined by the Executive Committee
- (16) To undertake and execute any trust agency, or business which may seem directly or indirectly conducive to any of the objects of the Club.
- (17) To subscribe to any local or other charities and to grant donations for any public purpose and to provide a superannuation fund for the servants of the Club or otherwise assist any such servants, their widows and children.
- (18) To purchase or otherwise acquire and undertake all or part of the property, assets, liabilities and engagements of any of the companies, institutions, societies or Clubs as are incorporated and shall have objects similar to the objects of the Club.
- (19) To transfer all or any part of the property, assets, liabilities and engagements of the Club to any one or more of the companies, institutions, societies or Clubs as are incorporated and shall have objects similar to the objects of the Club.
- (20) To assist any responsible person or body in the acquisition, preservation, restoration, exhibition and maintenance of motor vehicles and motorcycles as set forth in **Rule 6(1)**
- (21) To do or cause to be done anything which in the opinion of the Executive Committee may further the interests of the Club and its members, or which can in any way assist in the acquisition, preservation, restoration, exhibition, and maintenance of any motor vehicle or motorcycle falling into any of the categories referred to in **Rule 6(1)**, or the records, parts or accessories thereto pertaining AND IT IS HEREBY DECLARED that in the interpretation of this rule the meaning of the objects of the Club shall not be restricted by reference to any other object or by the juxtaposition of two or more objects, and that in the event of any ambiguity this rule shall be construed in such a way as to widen and not restrict the powers of the Club.

CLASSIFICATION AND ACCEPTANCE OF VEHICLES

6. (1) Only vehicles belonging to one of the above classifications may be entered in Club events:
 - (a) Veteran and Edwardian, manufactured prior to January 1st 1919.
 - (b) Vintage, manufactured between January 1st 1919 and December 31st 1930 inclusive.
 - (c) Post Vintage, manufactured between January 1st 1931 and December 31st 1949 inclusive.
 - (d) Classic, manufactured between January 1st 1950 and December 31st 1969 inclusive.
 - (e) Modern Classic, manufactured after December 31st 1969 and no later than 30 years prior to the current date.
- (2) In the event of uncertainty in respect of such classification, the Sectional Committee may determine such uncertainty.
- (3) The Sectional Committee may refer such determination to the Executive Committee.
- (4) Any such determination by the Executive Committee shall be final.

LIABILITY OF MEMBERS IF CLUB IS WOUND UP

- 7 (1) If the Club is wound up, each person who was a member of the Club within the period of 12 months immediately preceding the winding-up, is liable to contribute-
 - (a) to the assets of the Club for payment of the liabilities of the Club; and
 - (b) for the costs, charges and expenses of the winding-up; and
 - (c) for the adjustment of the rights of the contributors among themselves.
- (2) Any liability pursuant to sub-Rule (1) is not to exceed \$2.00 per person.

SURPLUS ASSETS NOT TO BE DISTRIBUTED AMONGST MEMBERS

- 8 Upon the winding up of the Club no member shall by reason only of membership of the Club accept, receive or be entitled to any share in whole or part of the assets of the Club.

STATE EXECUTIVE COMMITTEE

- 9 (1) The administration of the Club shall be vested in a State Executive Committee, hereinafter referred to as the "Executive Committee" which shall consist of the Club President, two Section Presidents, Executive Secretary, Executive Treasurer, the Immediate Past President, three Section Vice Presidents, three Section Secretaries and three Section Technical Officers.
- (2) The Club President, Executive Secretary and Executive Treasurer shall be elected annually at the Annual General Meeting of the Club,

- (3) The procedure for such election is set forth in **Rule 26**
 - (4) With the exception of the members referred to in **sub-rule (2)** above and the immediate Past President, all members of the Executive Committee shall be elected by the Sections and ratified by members at a Club Annual General Meeting.
 - (5) Any casual vacancy in the Executive Committee with respect to the members referred to in **sub-rule (2)** above may be filled by a person nominated by the remaining members of the Executive Committee and any person so nominated shall continue to hold office for the balance of the term of the person whose position has been filled.
 - (6) Nominations for the positions of Club President, Executive Secretary and Executive Treasurer are to be by way of nominations from the Sections and must be received by the Executive Secretary at least 14 days prior to the Club Annual General Meeting.
 - (7) Such nominations shall be in writing and in such form as may be decided upon from time to time by the Executive Committee.
 - (8) (a) Nominees for the position of Club President must:
 - (i) be a member within the Section holding the presidency for the ensuing year as provided in **sub-rule (9)**; and
 - (ii) have previously served for twelve months as a member of the Executive Committee, or satisfy the Executive Committee, before nomination, that he is a suitable person for election to the position of Club President.
 - (9) The position of Club President shall rotate between the Southern Section, the North-West Section and the Northern Section in order, the Southern Section having nominated the President for the financial year 2017-2018.
- 10**
- (1) The Executive Committee must meet at least three times in each financial year at a place appointed by the Executive Committee or by means of a teleconference between one or more places attended by its members.
 - (2) Written notice of Executive Committee Meetings shall be given to members in accordance with **Rule-54** hereof.
- 11** No meeting of the Executive Committee shall be convened unless:-
- (1) A quorum is present as provided for in **Rule 28(1)**, and
 - (2) Those in attendance include two of the following: the Club President (who shall be Chairman), a Section President (who shall be Chairman in the absence of the Club President), the Executive Secretary and the Executive Treasurer.
- 12**
- (1) Minutes of proceedings at meetings of the Executive Committee shall be taken by the Executive Secretary, or by some other appointed person delegated for that purpose by the Executive Committee, and such minutes shall be recorded in the Minute Book of the Club.
 - (2) Sufficient copies of the recorded minutes shall be made and distributed to Executive Committee members within such time as may be determined by the Executive Committee from time to time.

- 13** (1) Each member of the Executive Committee shall, subject to **sub-rule (2)** of this Rule, remain in office until the conclusion of the next Club Annual General Meeting following their election.
- (2) The office of a member of the Executive Committee becomes vacant if the member:-
- (a) dies;
 - (b) becomes bankrupt or compounds with creditors;
 - (c) becomes of unsound mind;
 - (d) resigns in writing addressed to the Secretary;
 - (e) ceases to be a resident in the State;
 - (f) fails without leave granted by the Executive Committee to attend two consecutive meetings of the Executive Committee;
 - (g) ceases to be a member of the Club;
 - (h) is expelled or retired by a resolution of two-thirds of the Executive Committee.
- 14** Each new Executive Committee may appoint the following:-
- (1) The Chairman of the Dating Committee
 - (2) The State Editor
 - (3) The Delegate to The Association of Veteran Car Clubs in Australia
 - (4) The Web Master
 - (5) The Senior Judge

and may, from time to time, appoint a Public Officer.

SUB-COMMITTEES

- 15** (1) The Executive Committee may, by resolution, create one or more sub-committees to undertake or administer designated matters in pursuance of the objectives of the Club and appoint a person to act as chairman of each such sub-committee.
- (2) A sub-committee must include at least two members of the Executive Committee, may include other members of the Club, and may include persons who are not members of the Club.
- (3) No meeting of a sub-committee shall be conducted unless there is present a quorum of no less than one half of its membership, or unless there are present both members if the sub-committee is comprised of only two persons.
- (4) Each sub-committee shall if requested, provide an Executive Committee meeting with a report, including a financial report where appropriate, on the activities of the sub-committee.
- (5) A Sub-Committee may be dissolved by resolution of the Executive Committee.

DISCLOSURE OF INTERESTS

- 16** (1) If a member of any Committee of the Club has a direct or indirect pecuniary interest or has a conflict of interest in respect of a matter before such Committee, the member is, as soon as practicable after the relevant facts come to the member's knowledge, to disclose to that Committee the nature of such interest or conflict.

- (2) A Committee to which such disclosure is made may, by resolution, determine what steps if any are required to be taken by the Member making such disclosure

MEMBERSHIP

17 (1) Full Membership

A Full Member is entitled to all of the rights and privileges as set forth in this Constitution.

(2) Associate Membership

- (a) An Associate Member shall have the same privileges as a full member except for exclusion from:
- (i) The right to vote on any Club or Section matters.
 - (ii) The right to hold office within the Club or a Section.
 - (iii) The holding of conditional registration by virtue of membership of the Club.
 - (iv) The receipt of the Club newsletter in printed form
 - (v) The right to enter any event conducted under the auspices of the Club which requires an entry form and an entry fee otherwise than as a nominated driver of a vehicle so entered by a full member.

(3) Honorary Life Membership

- (a) An Honorary Life Member shall, notwithstanding any of the provisions of this Constitution, be entitled to all the privileges of full membership of the Club for life without the payment of any further subscription, unless and until he ceases to be a member of the Club pursuant to the provisions hereof.
- (b) A person who is the partner of an Honorary Life Member shall upon nomination alone be admitted as a Full Member of the Club

(4) Honorary Membership

An Honorary Member shall be entitled to all rights and privileges of Full membership except for exclusion from:

- (a) The right to vote on any Club or Section matters.
- (b) The holding of conditional registration by virtue of membership of the Club.
- (c) The right to hold office within the Club or a Section.

(5) Guest Membership

- (a) The only privilege accorded to this membership type is the right to drive a registered motor vehicle or motorcycle whether conditionally registered or not on club events during the period of such membership.

NOMINATION FOR MEMBERSHIP

18 (1) Full and Associate Membership:

- (a) Persons who have an interest in motor vehicles and motor cycles referred to in **Rule 6 (1)** may, subject to this Rule, nominate for either Full or Associate Membership of the Club.
- (b) Associate membership is limited to persons who:
 - (i) do not own a club eligible vehicle: or
 - (ii) have a permanent medical condition preventing them from driving: or
 - (iii) have a parent or legal guardian with full membership: or
 - (iv) submit in writing to the Section Secretary referred to in **sub-Rule (d)** below such reasons as may be relevant to the acceptance of the nomination.
- (c) A nomination of a person for Full or Associate membership shall be -
 - (i) in writing showing the name of the person being nominated together with that persons residential address, postal address, telephone numbers and any email address.
 - (ii) signed by the nominee and by a proposer and seconder, both of whom must be Full members of the Club,
 - (iii) in the form as is required by the Executive Committee from time to time,
 - (iv) in the case of a nomination for Full Membership be accompanied by the amount then equal to 25% of a years subscription for each three (3) month period or part thereof remaining in the financial year when the nomination is lodged, and together with a nomination fee if any.
 - (v) in the case of a nomination for Associate Membership, be accompanied by one years subscription in the financial year when the nomination is lodged.
- (d) The completed nomination form together with such funds as may be required to accompany it shall be lodged with the Section Secretary of the Section having administration of the area where the nominee resides or, if the nominee resides outside the State of Tasmania, then to the Secretary of the Section chosen by the nominee.
- (e) Upon receipt of a Nomination for Full Membership, the Section Committee may, by a simple majority, elect the nominee to Full Membership.
- (f) Upon receipt of a Nomination for Associate Membership, the Section Committee may, by a simple majority, recommend such nominee to the Executive Committee for election, and upon receiving such recommendation, the Executive Committee may, by a simple majority, elect such nominee to Associate Membership of the Club.

- (g) The Section Committee and the Executive Committee respectively may refuse any application for membership which is before them without assigning a reason.
- (h) Upon a Nominee being elected by a Section Committee or the Executive Committee as provided herein, such Nominee shall be admitted as a full member or an associate member of the Club respectively and included as a member of the Section referred to in **Rule 18 (1)(d)**

(2) **Honorary Life Membership:**

- (a) Any ten (10) members of the Club may nominate a member for election as an Honorary Life Member. Every such nomination shall be in writing and be signed by the nominators and shall set out details of the reasons for such nomination and shall be delivered to the Executive Secretary of the Club.
- (b) Honorary Life Membership may be bestowed only for special, or for a minimum of ten (10) years continuous, outstanding service rendered to the Club.
- (c) There shall be at no time more than ten (10) Honorary Life Members of the Club.
- (d) No nomination of a member for Honorary Life Membership shall be considered by the Executive Committee until a period of twelve (12) months has elapsed from the occasion, if applicable, when they last ceased to be ten (10) Honorary Life Members of the Club
- (e) Every such nomination shall be considered by the Executive Committee and if approved by at least two-thirds of those in attendance at the meeting when such nomination is considered, the nomination shall thereafter be submitted to an Annual General Meeting of the Club.
- (f) If a majority of the members at such Annual General Meeting shall vote in favour of the nomination the member so nominated shall be declared elected as an Honorary Life Member of the Club

(3) **Honorary Membership:**

A person who is rendering or is about to render an exceptional service to the Club may be elected, by a two thirds majority of those in attendance at an Executive Committee Meeting, to the position of Honorary member of the Club until the next Club Annual General Meeting.

(4) **Guest Membership:**

- (a) A person may be admitted to Guest Membership for a period not exceeded 30 days.
- (b) Such membership must be proposed by a member to, and approved by, any two of the following:-
 - (i) the Club President
 - (ii) any Sectional President
 - (iii) any Sectional Secretary
- (c) Such approval must be recorded in the Register of Members.

REGISTER OF MEMBERS

- 19** (1) Members of the Club shall advise the Section Secretary of their section of changes of their particulars including names, residential address, postal address, telephone numbers and any email address.
- (2) The Executive Treasurer shall maintain, in whatever form is approved from time to time by the Executive Committee, a Register of Members which shall contain the names and membership category of all members together with their residential address, postal address, telephone numbers and email address if any.
- (3) Section Secretaries shall ensure that any additions or changes in respect of Members are provided forthwith to the Executive Treasurer for the purposes of maintaining an up to date Register of Members.

SUBSCRIPTIONS

- 20** (1) Full Members and Associate Members shall pay an annual subscription due and payable on the first day of July in every year.
- (2) Subscriptions and nomination fees as are determined in accordance with the provisions of **Rule 26 (2) (f)** shall be advertised in the Club newsletter forthwith upon the holding of the relevant Annual General Meeting.
- (3) Members who have not paid their annual subscription by the last day of August each year may be sent a Notice advising them that if their Annual Subscription is not received on or before the 30th day of September following, such Membership shall end; and any readmission to the Club of such member shall proceed in accordance with the provisions of **Rule 18 above**.
- (4) The Executive Committee may, at its sole discretion excuse, remit or waive the provisions set forth in **Sub-Rule (3)**.
- (5) The Executive Committee may at its discretion impose a levy in addition to any annual subscription in an amount of no more than \$10.00 per member in respect of all or any membership types in any one financial year.

RESIGNATION

- 21** A member may at any time resign from the Club by giving notice in writing to the Executive Treasurer.
- 22** A right or privilege of a person by virtue of membership of the Club is not capable of being transferred to another person, and terminates upon the cessation of membership.

EXPULSION OF MEMBERS

- 23** (1) Every member of the Club undertakes to comply with the Rules and By-laws of the Club.
- (2) The Executive Committee may censure, fine, suspend or expel a member who, in the opinion of the Executive Committee, is guilty of conduct detrimental to the interests of the Club.

- (3) If the Executive Committee intends to consider a complaint in relation to the conduct of a member, it must first give to the relevant member written notice thereof together with such particulars as will provide to the member full details thereof, and must provide to the relevant member a reasonable opportunity to attend at any meeting of the Executive Committee whenever such complaint is considered, and provide such member with the opportunity to give evidence and to produce witnesses thereat.
 - (4) If the Executive Committee makes any determination for the purposes of **sub-rule (2)** above and thereupon determines to impose any penalty, the Executive Secretary shall, within 7 days thereof, cause to be served upon any relevant Member or Members a notice in writing:
 - (a) specifying the grounds for such decision;
 - (b) stating the nature of such penalty; and
 - (c) advising the member that the member may appeal pursuant to the provisions of **Rule 24**
 - (5) Any penalty imposed by the Executive Committee does not take effect until whichever is the later:
 - (a) the expiration of 14 days after the service of the said notice upon the member;
 - (b) if a member exercises the right of appeal as referred to in **Rule 24**, 7 days from the conclusion of any relevant Special General Meeting.
- 24**
- (1) A member may, by written notice served upon the Executive Secretary within 14 days from service upon the member of a notice referred to in **Rule 23(5)**, appeal against any determination of the Executive Committee and/or the imposition of any penalty by the Executive Committee by requiring the convening of a Special General Meeting by the Executive Committee in accordance with the provisions of **Rule 27(2)**
 - (2) At a Special General Meeting convened for the purpose of this Rule –
 - (a) No business other than the Appeal is to be transacted;
 - (b) The Executive Committee must place before the meeting details of the grounds for the decision appealed;
 - (c) The appellant is to be given an opportunity to be heard at such meeting together with any relevant witnesses, but shall not vote thereat;
 - (d) The members present are to vote by secret ballot upon the appeal;
 - (e) Unless the majority of members present at such meeting votes in favour of maintaining any relevant determination of the Executive Committee, and/or the imposition of any penalty imposed by the Executive Committee, the relevant decision shall be quashed. Otherwise, the determination of the Executive Committee shall prevail.

CLUB GENERAL MEETINGS

- 25**
- (1) A reference to any “**general meeting**” includes the Club Annual General Meeting.
 - (2) No general meeting shall be held unless three of the following are present:
 - Club President;
 - A Section President;
 - The Immediate Past President;
 - The Executive Secretary;
 - The Executive Treasurer;

- (3) The Chairman of a general meeting may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at the adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (4) If a meeting is adjourned for 14 days or more, the notice of the adjourned meeting is to be given in the same manner as the notice of the original meeting.
- (5) The Club President, or in his absence, a Section President, shall preside as Chairman at every General Meeting. If the Club President is absent and more than one Section President is present, the Section President who shall preside as Chairman shall be chosen by lot.
- (6) Written notice of General Meetings of the Club shall be given to members in accordance with **Rule 54** hereof.

CLUB ANNUAL GENERAL MEETING

- 26** (1) The Club shall hold an Annual General Meeting no later than the 30th June in each year at a time and place determined by the Executive Committee.
- (2) The ordinary business of the Annual General Meeting is to –
 - (a) confirm the minutes of the last preceding Annual General Meeting and any other Club General Meeting held since that meeting
 - (b) receive from the Executive Committee an Annual Report, Audited Balance Sheet and accounts of the Club showing the financial position of the Club during the last preceding financial year.
 - (c) elect the Patron and auditor,
 - (d) elect the Club President, Executive Secretary and Executive Treasurer in the manner set forth in this Rule;
 - (e) ratify the appointment of the members of the Section Committees for the ensuing year
 - (f) Determine the amount of annual subscriptions for the ensuing year payable by members in the following categories:
 - (i) Full membership (individual)
 - (ii) Full membership (for two members residing at the same address)
 - (iii) Associate membership

and together with nomination fees, if any.
- (3) In the event that there are insufficient nominations to fill any vacancy or vacancies in any elected position, those duly nominated shall be declared elected and further nominations may be received from the members thereat.
- (4) In the event of there being more nominations received than are required to fill any vacancies a Returning Officer shall be appointed by the Chairman and such Returning Officer shall then immediately conduct a secret ballot in such manner as directed by the Chairman.

CLUB SPECIAL GENERAL MEETINGS

- 27** (1) The Executive Committee may, whenever it thinks fit, call a Special General Meeting of the Club.
- (2) (a) The Executive Committee must, upon a requisition in writing of not less than ten full members, call a Special General Meeting of the Club.
 (b) such requisition must state the objects of the meeting, be signed by each requisitionist, and be delivered to the Executive Secretary.
- (3) If the Executive Committee does not call a Special General Meeting within twenty-one days from the date of the delivery of such requisition, the requisitionists or any of them may call such a meeting provided such meeting is held no more than three months from the date of such delivery.
- (4) Written notice of Special General Meetings of the Club shall be given to members in accordance with **Rule 54** hereof.
- (5) The Club President shall preside as Chairman at every Special General Meeting of the Club. In the absence of the Club President, a Chairman of such meeting shall be elected by those present.

QUORUM

- 28** (1) No business shall be transacted at any Club meeting unless the appropriate **quorum as indicated below** is present.
- | | |
|--|-----------------------------------|
| Club General Meetings
and Club Special General Meetings | 20 full members |
| Executive Committee Meetings | 7 full members |
| Section General Meetings
And Section Special General Meetings | 10 full members |
| Section Committee Meetings | 7 full members |
| Any Sub-committee | as set forth in Rule 15(3) |
- (2) If within half an hour from the time appointed for the meeting a quorum is not present, the meeting, if convened upon requisition of members, must be dissolved. In any other case it shall stand adjourned to the same time and place in the next week following and if at such adjourned meeting a quorum is not present the meeting shall be dissolved.

PROCEDURE AT MEETINGS AND VOTING

- 29** (1) On any matter arising at a Club or Section General Meeting or Special General Meeting or a meeting of the Executive Committee or of a Section Committee or of a Sub-committee each member entitled to vote thereat, including the chairman, has one vote only.
- (2) Notwithstanding **sub-rule (1)**, in the case of an equality of voting the chairman has a second or casting vote.

- (3) All votes must be given in person.
- (4) Motions may be determined on the voices or otherwise at the discretion of the chairman.
- (5) A declaration by a chairman that a resolution has been lost or carried unanimously or by a particular majority together with an entry to that effect in the minutes of that meeting is evidence of that fact unless a poll is demanded on or before that declaration.

INCOME AND PROPERTY OF THE CLUB

- 30** The Income and Property of the Club, however derived, must be applied solely towards the promotion of the objects of the Club in accordance with **Rule 5** and no portion thereof shall be paid directly or indirectly to any member of the Club except by way of-
 - (1) remuneration in return for services actually rendered to the Club, or for goods supplied to the Club by a member in the ordinary course of business, or
 - (2) interest at a rate not exceeding 5% on monies lent to the Club by a member, or
 - (3) a reasonable and proper sum by way of rent for premises let to the Club by a member

FINANCE AND ACCOUNTS

- 31** The financial year of the Club is the period beginning on the 1st day of May in one year and ending on the 30th day of April in the next following year.
- 32**
 - (1) The Executive Committee may cause to be opened such account or accounts, in the name of the Club, with any financial institution that is a bank, a credit union or a building society, as it determines.
 - (2) Any such account as is referred to in the preceding sub-rule must require for the payment out of any funds the signatures, or other individual authorisation, of any two of the following members:
 - (a) the Executive Treasurer;
 - (b) the Executive Secretary;
 - (c) any other member of the Executive Committee;
 - (d) any member of a Section Committee

as are in each case approved by the Executive Committee for such purposes.
 - (3) All members who in any capacity receive moneys connected in any way whatever with the operation of the Club must deposit such moneys as soon as practicable into an account as is provided for in the preceding **sub-rule (1)**
- 33**
 - (1) True accounts are to be kept of –
 - (a) all monies received and expended by the Club and the matter in respect of which the receipt or expenditure takes place, and
 - (b) the assets and liabilities of the Club.
 - (2) Subject to any reasonable restrictions as the Executive Committee may impose, the accounts of the Club are open to inspection by Members.
 - (3) The Treasurer must cause all general records and accounting records of receipts and expenditure connected with the operations and business of the Club to be kept in such form and manner as the Executive Committee may from time to time direct and such

records must be stored from time to time at such place or places as determined by the Executive Committee.

- (4) The Treasurer shall provide every meeting of the Executive Committee with a report on the financial activity and the financial position of the Club in such form as the Executive Committee directs.
 - (5) After the end of each financial year the Treasurer shall cause to be prepared, from the accounts, an annual financial report including statements of the Club's income and expenditure during the year and its financial position as at the end of the year. The financial report shall include notes, explaining the basis of preparation of the statements and, where appropriate, providing further information on certain disclosures in the statements.
 - (6) The annual financial report prepared in accordance with **sub-rule (5)** shall be presented to members of the Club at the Annual General Meeting following the end of the financial year to which the report relates.
- 34** Except as expressly authorised by resolution of the Executive Committee, or by resolution passed by a two thirds majority of all members voting at a General Meeting of the Club, no member of the Club shall have the power to contract on behalf of, or pledge the credit of, the Club or the members of the Club.

AUDITOR AND AUDIT OF ACCOUNTS

- 35**
- (1) The Auditor elected at each Annual General Meeting shall hold office until the Annual General Meeting next following and then shall be eligible for reappointment.
 - (2) The auditor may only be removed from office by special resolution.
 - (3) If an auditor is not appointed at an Annual General Meeting, or a casual vacancy occurs in the office of auditor, the Executive Committee is to appoint an auditor for the current financial year.
- 36**
- (1) The auditor is to examine the accounts of the Club for the financial year and may-
 - (a) have access to the Club's accounts, books, records, vouchers and other documents whether in written or electronic form;
 - (b) require from any member of the Executive Committee, Sub-Committee or Section Committee, and any servants of the Club, any information and explanations considered necessary for the performance of the auditor's duties; and
 - (c) employ persons to assist in auditing the accounts of the Club.
 - (2) Upon completion of the audit, the auditor is to issue to the members of the Club a written report as to whether in the auditor's opinion the annual financial report including statements of the Club's income and expenditure during the year and its financial position as at the end of that year, together with any notes thereto, fairly present the financial transactions during the year and financial position at the end of that year.
 - (3) The auditor's report may include other matters relating to the audit and shall be provided to members of the Club, together with the annual financial report for the financial year, at the next Annual General Meeting following the end of that financial year.

SECTIONS

- 37** (1) A Section is an administrative unit of the Club within a geographical area defined by the State Executive Committee for the purposes of promoting the Club, recruiting new members and to provide, where possible and appropriate –
- (a) motoring tours and social events to members in that area; and
 - (b) contact and support for local meetings of members in that area
- 38** (1) The Executive Committee may form or abolish Sections upon receiving a recommendation to that effect from the Members voting at a General Meeting of the Club.
- (2) Each Section shall be administered by a committee, which shall be called the (Geographical Area) Section Committee.
- (3) Each Section Committee shall be elected at the Section Annual General meeting and shall take office immediately upon the conclusion of the next Club Annual General Meeting subject to being ratified as provided in **Rule 26(2) (e)**
- (4) Nominations for election to a Section Committee shall be in writing, signed by the proposer and seconder (both of whom must be Full Members) and signed by the nominee and must be received by the Section Secretary at least fourteen days (14) prior to the Section Annual General Meeting.
- (5) Any casual vacancy in a Section Committee may be filled by a person nominated by the remaining members thereof and any person so nominated shall hold office until the conclusion of the Club Annual General meeting next following.
- (6) A Section Committee may co-opt such additional members as may be required for the efficient conduct of the Section but such persons shall not be eligible to vote at meetings of a Section Committee.

SECTION COMMITTEE MEETINGS

- 39** (1) Each Section Committee shall meet at least ten (10) times in each financial year at a place appointed by the relevant Section Committee or by means of a teleconference between one or more places attended by its members.
- (2) Written notice of each Section Committee meeting shall be given to members in accordance with **Rule 54** hereof.
- (3) Any member of a Section Committee who fails, without being granted leave of absence, to attend any three consecutive meetings of such committee shall automatically cease to be a member of such Committee.
- (4) Section Committees shall act in accordance with any lawful requirements of the Executive Committee.
- (5) No meeting of a Section Committee shall be convened unless:-
- (a) a quorum is present as provided for in **Rule 28(1)**, and

- (b) those in attendance include two of the following: the Club President/Section President as applicable (who shall be chairman) a Section Vice-President (who shall be chairman in the absence of the Club/Section President), the Section Secretary and the Section Treasurer.
- (6) (a) Minutes of proceedings at meetings of a Section Committee shall be taken by the Section Secretary, or by some other appointed person delegated for that purpose, and such minutes shall be recorded in the Minute Book of the Section Committee.
- (b) Sufficient copies of the recorded minutes shall be made and distributed to Section Committee members within such time as may be determined by the Section Committee
- (7) (a) Each member of a Section Committee shall, subject to this sub-rule remain in office until the conclusion of the next Club Annual General Meeting following their election.
- (b) The office of a member of a Section Committee becomes vacant if the member:-
 - (i) dies;
 - (ii) becomes bankrupt or compounds with creditors;
 - (iii) becomes of unsound mind;
 - (iv) resigns in writing addressed to the Secretary;
 - (v) ceases to be a resident in the State;
 - (vi) fails, without leave granted by the Section Committee, to attend three consecutive meetings of the Section Committee;
 - (vii) ceases to be a member of the Club;
 - (viii) is expelled or retired by a resolution of two-thirds of the Section Committee.

SECTION GENERAL MEETINGS

- 40 (1) A reference to “**Section General Meeting**” includes the Section Annual General Meeting.
- (2) No Section General Meeting shall be held unless two of the following are present, that is to say, Club /Section President as applicable; Section Vice President; Section Secretary; Section Treasurer; and a quorum as is provided in **Rule 28 (1)** above.
- (3) The provisions of **Rule 25 (3) and (4)**; shall, as near as is practicable, apply to Section General Meetings.
- (4) Members of the Club may attend and speak at a Section General Meeting but only Full Members who are recorded as being within that Section may vote at a Section General Meeting.
- (5) The Club / Section President as applicable, or in the absence of the Club / Section President, a Section Vice President, shall preside as Chairman at every Section General Meeting. If neither Club / Section President, nor a Section Vice President is present at the time of holding of the meeting the members present may choose one of their members to chair such meeting.
- (6) Written notice of Section General Meetings of the Club shall be given to members in accordance with **Rule 54** hereof.

SECTION ANNUAL GENERAL MEETING

- 41** (1) Each Section must hold a Section Annual General Meeting prior to the Club Annual General Meeting and no later than the 5th June in each year at a time and place as fixed by each Section Committee.
- (2) The ordinary business of a Section Annual General Meeting is:
- (a) to receive from the Section Committee an Annual Report, Balance Sheet and Statement for the preceding year.
 - (b) to transact such business and to resolve any matters which may be brought before the meeting.
 - (c) to elect office bearers for the ensuing year in the following manner:
 - (i) if at the Annual General Meeting of the Section from which is to be elected the President for the ensuing year, a Section Committee consisting of the following officers:-

Section Vice-President
Section Secretary
Section Treasurer
Section Technical Officer
Section Editor
and five Committee Persons
 - (ii) if at the Annual General Meeting of the remaining Sections, a Section Committee consisting of the following officers:-

Section President
Section Vice-President
Section Secretary
Section Treasurer
Section Technical Officer
Section Editor
and five Committee Persons
- (3) The Section Secretary shall provide to the Executive Secretary a list of the names and roles of all elected members of each Section Committee for ratification at the Club Annual General Meeting.
- 42** (1) All members who reside in an area administered by a Section are members of that Section, and members who do not reside within such an area are members of the Section chosen at the time of nomination for membership.
- (2) Membership of a Section shall not prejudice in any way an individual's rights as a member of the Club.

SECTION SPECIAL GENERAL MEETINGS

- 43 (1) A Section Committee may, whenever it thinks fit, convene a Special General Meeting of the Section.
- (2) A Section Committee must upon, the requisition in writing of not less than ten (10) of its full members, convene a Special General Meeting of the Section, provided that such requisition states the objects of the meeting, is signed by each requisitionist and is delivered to the Section Secretary; and
- (3) If the Section Committee does not cause a Special General Meeting to be held within twenty-one (21) days from the date of such delivery the requisitionists or any of them may convene a meeting but any meeting so convened must not be held more than three months from the date of such delivery.
- (4) The Section President shall preside as Chairman at every Special General Meeting of the Section. In the absence of the Section President, a Chairman of such meeting shall be elected by those present
- (5) Members of the Club who are not members of the Section at which is convened a Section Special General Meeting may attend and speak at such a meeting but may not vote thereat.
- (6) Written notice of Section Special General Meetings shall be given to members in accordance with **Rule 54** hereof.

SECTION FINANCE AND ACCOUNTS

- 44 (1) If required to meet the purposes for which a Section is established, the Executive Committee may cause to be opened a bank account in accordance with **Rule 32** and such bank account shall be operated subject to that Rule.
- (2) Any payments made out of a bank account referred to in the preceding sub-rule which would total more than \$5,000 in a calendar month, shall be subject first to approval by the Executive Treasurer.
- 45 A Section may set aside funds by way of a deposit in a separate account opened in accordance with **Rule 32** above. for the purposes of –
- (a) establishing a Section Building Fund for the purchase, building, or otherwise acquiring, equipping and maintaining of clubrooms or facilities in the area administered by the Section for the use and benefit of all members of the Club, or
 - (b) if recommended by the relevant Section Committee, for such other purpose upon the recommendation by the Section and approval by the Executive Committee.
- 46 Sections may receive an annual grant from the Club together with advice as to the conditions, if any, as to the purpose of the grant.
- 47 Each Section Committee shall provide to the Executive Committee at its request a report including a financial report where appropriate on the activities of the Section.
- 48 All Section books, records, accounts and other such records shall be forwarded to the Executive Treasurer upon demand, and shall be forwarded to the Executive Treasurer immediately at the end of each financial year for the purpose of auditing thereof.

SEAL OF CLUB

- 49** (1) The seal of the Club is to be in the form of a rubber stamp, inscribed with the name of the Club encircling the word "Seal".
- (2) The seal of the Club is not to be affixed to any instrument except by the authority of the Executive Committee.
- (3) The Affixing of the seal is to be attested by the signatures of -
- (a) the Club President and the Executive Secretary; or
 - (b) two members of the Executive Committee; or
 - (c) one member of the Executive Committee and any other person the Executive Committee may appoint for that purpose.

PATRON

- 50** (1) There may be a Patron of the Club who may be elected at the Annual General Meeting in each year as the Patron for the ensuing year.
- (2) Nothing in **Sub-rule (1)** shall be interpreted to mean that a person may not be elected as a Life Patron of the Club.

WINDING UP

- 51** The Club shall be wound up voluntarily whenever a special resolution requiring the Club to be so wound up is passed at a Special General Meeting of the Club called for such purpose.

INDEMNITY

- 52** Subject to the provisions of the Constitution of the Club the Executive Committee and all its members thereof and their respective heirs, executors and administrators, shall be indemnified by the Club against all proper costs, losses, expenses and liabilities incurred by them or any of them in the due course of the business of the Club and it shall be the duty of the Executive Committee, out of the funds of the Club to pay and satisfy all such proper costs, losses, expenses and liabilities incurred as aforesaid.

BYLAWS

- 53** (1) The Executive Committee may from time to time make, alter or repeal such bylaws and regulations as it shall think expedient.
- (2) A General Meeting of the Club may from time to time make or alter all such by-laws and regulations as it shall think expedient.

NOTICE OF MEETINGS AND COMMUNICATION WITH MEMBERS

- 54** (1) Where written notice is required to be given to members of the Club or to members of Committees in respect of meetings, such notice shall set forth the date and place and time of each such meeting, together with an Agenda, if any, and be provided to the relevant members at least fourteen (14) days prior to the date of the holding of such meeting.
- (2) Such notice may be given as provided for in sub-rule 3 hereof.
- (3) A member is deemed to have sufficient notice of a document which is given to the member personally, or forwarded to the member by pre-paid mail, or sent electronically by facsimile or by e-mail, in each case in accordance with such details relevant to the member as are recorded in the register of members, and the document is deemed to have been received by the member on the second business day next following the day of posting or electronic sending, respectively.
- 55** (1) Any member participating in, viewing, or assisting in the organisation of, any motoring event or tour shall do so at the member's own risk, and the member shall indemnify the Club against all actions, claims, costs and demands in respect of any damage to the member's vehicles and injuries to the member's person.
- (2) Such undertakings by each Club member shall be implied in the application for membership as forming part of the offer of membership to the Club by each prospective member or applicant.
- 56** The Executive Committee may present, or invite any other person to present, a trophy or trophies for any purpose connected with the Club
- 57** The method of scoring points for any award or trophy may be decided by the Executive Committee.

AMENDMENT OF CONSTITUTION

- 58** (1) This Constitution may be amended by special resolution.
- (2) A Resolution is a Special Resolution if it is passed by a majority of not less than three-quarters of such members entitled under these Rules to vote as may be present in person at a General Meeting of which notice specifying the intention to propose the resolution as a Special Resolution was given in the same manner as notice of such meeting.