



CONSTITUTION

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SOUTHERN PENINSULA CLASSIC & HISTORIC CAR CLUB

CONSTITUTION

21st JUNE 2019

1 NAME:

"SOUTHERN PENINSULA CLASSIC & HISTORIC CAR CLUB".

- 1.1 This Club shall be known as the "Southern Peninsula Classic & Historic Car Club", a non-profit organisation, from now on referred to as "the Club".
- 1.2 The Common Seal of "the Club" shall be consistent with that attached to the face page of the Constitution and shall be used on all official books, documents, letters and papers of "the Club". All artwork for the reproduction of the Common Seal shall be kept in safe custody by the Secretary and authorisation for its use shall be by the Committee.

2 OBJECTS:

- 2.1 The objects of "the Club" are:
 - 2.1.1 To promote and foster interest in the restoration, preservation and appreciation of all vehicles, motorcycles, tractors, stationary engines etc.
 - 2.1.2 To organise and promote activities conducive to the interests of the members of "the Club."
 - 2.1.3 To promote friendship and courtesy on the road among members of "the Club" and the public generally.
 - 2.1.4 To conduct meetings at which members may acquire knowledge and information to assist them in becoming better drivers and operators and maintaining their vehicles to a high standard of efficiency and appearance.
 - 2.1.5 To establish and maintain a library of books, journals and other literature dealing with matters of interest to Members of "the Club".
 - 2.1.6 To obtain the services of guest speakers and lecturers on matters of interest to members of "the Club".
 - 2.1.7 To participate in, or to organise exhibitions, demonstrations and displays for the benefit of members of "the Club" and the public generally.
 - 2.1.8 To compile and print an alphabetical listing of members of "the Club" and a chronological listing of members' vehicles.
 - 2.1.9 To print and publish any periodicals, books or leaflets for the promotion of the objects of "the Club".
 - 2.1.10 To provide suitable premises and locations for meetings and activities of "the Club".
 - 2.1.11 To establish By-Laws for the smooth running and operation of "the Club" so long as such By-Laws are not inconsistent with this

Constitution. All such By-Laws shall be decided by a majority vote of the members of "the Club".

- 2.1.12 The assets and income of "the Club" shall be applied exclusively to the promotion of its objects, and no portion shall be paid or distributed directly or indirectly to the members of "theClub", except as bona-fide remuneration for services rendered, or expenses incurred on behalf of "the Club".

3 OFFICE:

- 3.1 The office of "the Club" shall be in such place as the Committee shall from time to time determine.

4 MANAGEMENT AND CONDUCT OF MEETINGS:

- 4.1 The Committee
 - 4.1.1 The Executive Committee shall consist of - President, Vice -President, Secretary and Treasurer.
 - 4.1.2 The Management of "the Club" shall be vested in the Committee which shall consist of - President, Vice-President, Secretary, Treasurer, Editor, Membership Officer, Safety Officer, and at least two others, all of whom shall be elected at the Annual General Meeting.
 - 4.1.3 The Committee shall have the power to co-opt assistance from financial members of the Club, in the form of sub-committees for research, planning and general assistance to the Committee. All such sub-committees shall have representation from at least one member of the Committee and shall report directly to the Committee for final decisions on all matters. Sub-committees shall be formed and disbanded at the discretion of the Committee.
 - 4.1.4 All members of the Committee shall be current financial members of "the Club", shall be elected at each Annual General Meeting and shall hold office until the next Annual General Meeting.
 - 4.1.5 All members of the Committee shall retire at the Annual General Meeting and shall be eligible for re-election.
 - 4.1.6 Any positions becoming vacant during any term of office may be filled by a financial member chosen by the Committee, and the person chosen shall hold office until the next Annual General Meeting.
- 4.2 TERMINATION OF ELECTED OFFICERS:
 - 4.2.1 Any member of the Committee who fails to attend three consecutive Committee meetings without prior formal apology and acceptable reason shall automatically forfeit their position and office.
 - 4.2.2 Termination of the entire Committee or a member thereof can be called for by a petition signed by a minimum of twenty per cent (20%) of total "club" membership, with reasons stated in writing and supplied for publication at least twenty-one (21) days prior to an extraordinary

meeting called for that purpose, at which two-thirds (2/3) majority decision of all members present shall prevail.

5 MEMBERSHIP:

- 5.1 Application for membership of "the Club" will be accepted from any person interested in observing and furthering the objects of "the Club" and shall be in writing, conforming to such requirements as the Committee shall from time to time determine. An applicant becomes a member of "the Club" when the application has been approved by a majority decision of the Committee.
- 5.2 The Committee may, without disclosing reasons, refuse to approve an application for membership. Applicants may appeal to the Committee within 30 days.
- 5.3 A financial member shall be:
 - 5.3.1 A member who has paid the membership fee as described in clause 5.5.1 for the current year.
 - 5.3.2 A life member who has been elected by a serving Committee of the Club. This membership extends for the term of the life of the elected member, and no subscription will be levied.
 - 5.3.3 The spouse or partner of any member in clauses 5.3.1. Or 5.3.2 who resides at the same address as the member. Note that the tenure of the applicability of membership under this clause is limited by the term of the membership in clauses 5.3.1 and 5.3.2
 - 5.3.4 As an incentive to young enthusiasts not attached to the Club by family members or mentors, a Junior Member shall be a person not exceeding the age of 23 years and is required to pay a subscription equal to 50% of the fee for 5.3.1 membership.
- 5.4 It shall be the responsibility of each member to notify the Membership Officer in writing of any change of address or membership details. The Membership Officer shall maintain an up to date record of the financial members of "the Club".
- 5.5.1 Each application for membership shall be accompanied by the annual membership subscription and joining fee for the current year. The amount of annual membership subscriptions shall be determined by the Committee and announced at the Annual General Meeting. The amount of dues will be enough to provide proper services for the membership but will be in keeping with "the Club's" non-profit status.
- 5.5.2 Annual membership subscriptions are due and payable each October. After six months, subscriptions are half (1/2) the yearly rate for the rest of "the Club" year.
- 5.5.3 New members may join "the Club" at any time.
- 5.5.4 Any member not paying annual membership subscriptions by January will become un-financial and receive no Club benefits. Upon receipt of

their subscription, such people shall be reinstated as a Club member and be considered in good standing,

5.5.5 No refunds of any type are applicable to "the Club".

5.6 The Committee shall have the power to expel from membership of "the Club" either permanently or for a period of its discretion, any member who, in the opinion of the Committee, has made statements or committed acts which are considered to be detrimental to the reputation of "the Club" or are at variance with the objects or By-Laws of "the Club". Such members may be reinstated as a member of "the Club" in accordance with such conditions as the Committee may impose. Any such person or persons who have been so expelled will not be allowed to attend any Club meetings or functions during the period of expulsion, and if so doing will be asked to leave by the convener or chairperson of the said function. Such members may appeal to the Committee within 30 days, and the decision may then be handed to a General Meeting.

6 MEETINGS:

6.1 General Meetings shall generally be held on the first Tuesday of the month.

6.2 Committee Meetings shall usually be held within two weeks after a general meeting.

6.3 Annual General Meetings shall be held in October of each year.

6.4 Extraordinary Meetings may be called at any time by the Committee or upon receipt by the Secretary of a written request signed by at least live (5) financial members, stating the reason for such a meeting. The meeting shall be convened within twenty-eight (28) days of such request, with at least fourteen (14) days written notice given to all members stating the date, time, location and the business of such meeting.

7 QUORUMS:

7.1 At the Annual General Meeting, General Meetings and Extraordinary Meetings, a quorum shall consist of at least eight (8) financial members.

7.2 At Committee Meetings a quorum shall consist of at least live (5) financial members.

8 NOTICE OF MOTION:

8.1 If any motion to be put to "the Club" at any meeting is considered to be of such significance to members that notice is required in advance, such notice of motion shall be delivered in writing to the Secretary for written notification to all members not less than fourteen (14) days prior to the date fixed for the meeting at which the motion is to be put.

9 **ORDER OF PROCEDURE:**

- 9.1 The President, or in his absence the Vice-President, shall chair all Committee Meetings, General Meetings and Extraordinary Meetings of "the Club". In the absence of both President and Vice-President, a member of the Committee shall be chosen to chair the meeting.
- 9.2 The Chairman for election procedures at the Annual General Meeting shall be impartial, and not eligible to vote or to accept nomination for a position. Such a person is not required to be a financial member of "the Club."
- 9.3 The Chairman of all meetings of "the Club" shall have a deliberative as well as a casting vote, except in the case of the Chairman for elections who shall not be entitled to vote at all.
- 9.4 Motions moved and seconded shall be open to discussion for two minutes maximum per person, save that the proposer of the motion shall have final right of response. The decision shall be by a majority vote of all financial members with consideration given to postal and proxy voting, save and except the following:
Motion to amend the Constitution.
Motion to dissolve the Southern Peninsula Classic & Historic Car Club.
- 9.5 Voting Rights. One vote per membership.
- 9.5.1 Any financial member of "the Club", if unable to attend a meeting may vote by forwarding a postal vote to the Secretary, or by proxy vote sent with another member of "the Club". Postal or proxy votes must be sent in writing stating the matter to be voted on, the voting decision of the member, member's name and address and signed by the member.
- 9.5.2 No member shall have the right to assign their voting rights to any other person.
- 9.6 **MEMBERS ACCESS**
- 9.6.1 Any financial member has the right to attend any Committee Meeting upon reasonable notice to the Secretary. Such member shall have the right to raise a matter for discussion and mayspeak on it but shall have no voting rights. At the Chairman's discretion, the member may be excluded while any vote is taken.
- 9.6.2 Any financial member shall have the right to free access to the official records of "the Club" so long as seven (7) days' notice is given by such member to the officer responsible for the custody of such records. An officer has the right to refuse the removal of such records from the premises of safe custody but shall give all reasonable assistance in the proper examination. The notice must be given in writing.
- 9.7 The discussion of politics, religion and racism at any meeting or social event shall be strictly prohibited.

- 9.8 The Secretary shall be responsible for maintaining a correct record of all proceedings at both Committee and General Meetings and present them at the following meetings for confirmation.

10 CONSTITUTION

- 10.1 A copy of the Constitution shall be supplied to all members upon joining "the Club" or upon reprinting of the Constitution due to alteration or amendment.
- 10.2 The Constitution of "the Club" may be amended at a General Meeting or Extra-Ordinary Meeting called for that purpose provided that written notice of such amendment is advised to all financial members at least fourteen (14) days before the meeting at which the motion to amend is to be put.
- 10.3 Any motion to amend the Constitution of "the Club" shall be moved and seconded and passed by a majority of three quarters (3/4) of the financial members present and voting with consideration given to postal and proxy voting as per clause 9.5: Voting Rights.
- 10.4 Any amendment to the Statement of Purposes of the Club shall be by a Special Resolution submitted at a General Meeting called for that purpose and passed by a majority of three quarters (3/4) of financial members present.

11 RECORDS, FUNDS AND EXPENDITURE:

- 11.1 The Treasurer shall be responsible for the safe custody and maintenance of correct records of accounts and books, detailing the financial affairs and assets of "the Club".
- 11.1A The funds of "the Club" shall be derived from the following sources:- Membership fees, fundraising activities, provided that the latter has prior approval of a majority of the Committee, and donations.
- 11.2 The funds of "the Club" shall be banked or invested in the name of "the Club", such account or investment to be decided by a majority vote of financial members and shall be operated on by two (2) of the Treasurer, President, Vice-President or Secretary.
- 11.3 The Treasurer shall present a current statement of receipts and expenditure at all Committee and General Meetings.
- 11.4 Accounts for payment or proposed expenditure to be incurred shall be presented to the General Meeting for authorisation by a majority of members present, except as in clause 11.5.
- 11.4A Cheques drawn on behalf of "the Club" shall be signed by any two of the following: - President, Vice-President, Secretary, Treasurer and Public Officer.

- 11.5 The Committee shall have the power to expend the sum of ten times (10x) the current membership subscription fee in any one instance in the course of club business after receiving approval of a majority vote of the Committee members present.
- 11.6 All funds and property of "the Club" shall be applied solely towards the promotion and objects of "the Club". No member of any Committee of "the Club" shall be appointed to a salaried Office or office of profit in "the Club" and no remuneration or other benefit in money or money's worth shall be given by "the Club" to any member, excepting the reimbursement of out of pocket expenses, interest on money lent (at current bank borrowing rates) or reasonable and proper rent for property lent to "the Club". All such reimbursements shall be authorised by a majority vote of members at any General Meeting so long as this is consistent with clause 11.5.
- 11.7 Neither "the Club" nor "the Club's" name shall be used by any member for private gain or reward.
- 11.8 Neither "the Club" nor "the Club's" name shall be used by any non-member or organisation without prior approval of the Committee.
- 11.9 The Secretary shall have sole custody and use of the Common Seal of the Club unless otherwise agreed by a majority of three quarters (3/4) of the members of the Committee.

12 AUDIT:

- 12.1 The Committee shall be responsible for arranging an annual audit of the financial transactions of "the Club", and it shall be the Auditor's responsibility to examine all accounts, books, vouchers, documents and papers and furnish a written report thereon for presentation to the Annual General Meeting.
- 12.2 The Auditor shall not be a member of any current Committee of "the Club".

13 INDEMNITY AND INSURANCE:

- 13.1 The Committee and all members thereof shall be indemnified by the members of "the Club" against all costs, expenses and liabilities incurred by the Committee or any members thereof in the course of "the Club's" business and activities as authorised by this Constitution or by motion or Motion passed at a General Meeting of "the Club", and the Committee shall pay and make good from the funds of "the Club" all such losses, expenses and liabilities as aforesaid.
- 13.2 It shall be the duty of the Committee to arrange and maintain insurance cover for such risks and liabilities incurred by "the Club" and the members severally as may from time to time be considered prudent.

14 DISSOLUTION:

- 14.1 "The Club" shall be dissolved in the event of membership being less than eight (8) persons, or upon the vote of a majority of three quarters (3/4) of financial members on a Special Resolution put before an Extraordinary General Meeting called for that purpose.
- 14.2 Upon dissolution of "the Club", the amount which remains after such dissolution and the satisfaction of all debts and liabilities shall be paid and applied by "the Club" in accordance with a resolution passed by a three quarter (3/4) majority of financial members present, to any organisation which has similar objects, and which has rules prohibiting the distribution of assets and income to its members.

15 INTERPRETATION:

- 15.1 All cases of dispute regarding the interpretation of any section of the Constitution shall be decided by the Committee whose decision on such matters shall be final.

SOUTHERN PENINSULA CLASSIC & HISTORIC CAR CLUB

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- 1) The Club Safety Officer, or person authorised by the Committee, shall keep a record of all Club vehicle safety inspections.
- 2a) The club may nominate a members vehicle of Classic, Historical or other special significance, for the Club Permit Scheme. There will be a thirty (30) year rolling cut-off from the year of manufacture.
- 2b) Applications received from Club members for the Club Permit Scheme that meet the aboverequirements, may be granted a permit at the discretion of the Club Permit Officer.
- 2c) The Club Committee has the discretion to approve vehicles of Classic, Historic or other significance, for the Club Permit Scheme, that are less than thirty (30) years old but within the statutory twenty-five (25) years rolling cut-off.
- 3a) Club members who are intending to apply for a new Vic Roads Club Permit shall approach the Club Permit Officer to obtain the appropriate Club forms required to be completed.
- 3b) On obtaining a Vic Roads Club Permit, the member is to supply the following details within 14 days to the Club Permit Officer. The Permit expiry date, plus five (5) colour photographs of the vehicle that shall include, a legible Club Permit Plate attached to the vehicle and vehicle identifying features such as make and type, including rear view and a side view, with the driver's door open.
- 4) The club shall compile and maintain a register of Club members and their vehicles operating under the Club name using the Club Permit Scheme as per the statutory regulations
- 5a) All Club members not paying annual membership subscriptions within 14 days of the Annual General Meeting will become un-financial and receive no Club benefits.
- 5b) The club shall notify VicRoads within 14 days of the member(s) being declared un-financialwho operate their vehicles under the VicRoads Club Permit Scheme and whose membership has expired.
- 5c) To be reinstated as a Club member, each application for membership shall be accompanied by the annual membership subscription and joining fee for the current year, at the discretion of the Committee. The applicant becomes a member of the Club when the application has been approved by a majority decision of the Committee.

- 6a) Newmembers applying for nomination for a Club Permit, must have completed twelve (12) months as a financial member.
- 6b) Newfinancial members with vehicles currently using the VicRoads ClubPermit Scheme nominated by another club may apply to this club to be the nominating Club, when membership and subscriptions have been accepted. This shall be at the Committee's discretion.
- 7a) Transfer of ownership. The surviving partner of a deceased financial member, shall be deemed to be a financial member of this Club.
- 7b) Transfer of ownership of a Club nominated VicRoads Club Permit vehicle, shall be in accordance with current VicRoads regulations.
- 8a) Club President. The tenure for the position of "Club President" shall be for two (2) years.
- 8b) The Committee may, in the interest and well-being of the Club, appoint an outgoing President for a further period beyond two (2) years. The period of tenure to be decided upon by a majority decision of the Committee.
- 8c) The Committee shall have the power to appoint a financial member to a position on the Committee or Officer without an election, and shall hold office until the next Annual Generalmeeting.
- 9) The Club year shall be the twelve (12) month period between Annual General Meetings, held on the first Tuesday of October each year.
- 10) The Club Treasurer shall be responsible for the Annual Audit of all financial transactions of the Club, and furnish a written report to the Annual Genera] Meeting.

The above By Laws are in accordance with VicRoads Statutory Rule SR No. 116/2010 15, and Department of Justice and Consumer Affairs rules for Incorporated Organisations.

