

# **Veteran Car Club of W A (Inc.) Club Constitution**



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## Name and Objects

1. The name of the Club is “Veteran Car Club of W.A. (Inc). (Hereinafter referred to as VCC of WA (Inc) and/or the Club.)

### Definitions:

- VCC of WA (Inc) is the Veteran Car Club of W.A. (Inc)
- Club is the Veteran Car Club of W.A. (Inc)
- The Act is the Associations Incorporation Act 2015
- Vehicle – any form of motorised road conveyance as may be classified in accordance with Clause 3 hereunder
- Veteran – any vehicle manufactured prior to and including 31<sup>st</sup> December 1918
- Vintage – any vehicle manufactured between and including 1<sup>st</sup> January 1919 and 31<sup>st</sup> December 1930
- Post Vintage – any vehicle manufactured from and including 1<sup>st</sup> January 1931 to a date as may be considered from time to time in accordance with Clause 3 hereunder
- Section – a group of members formed relating to a particular interest or vehicle(s)
- Branch – a group of members formed in a regional area of Western Australia or elsewhere

2. The objects of the Club are:

- a) To assist in the acquisition and authentic restoration, preservation, exhibition and maintenance of veteran, vintage and post-vintage vehicles or any other historic vehicle.
- b) to obtain and maintain forms of historical and statistical records of such vehicles
- c) to promote and assist in the promotion of social and other events in which such vehicles can participate
- d) to facilitate the exchange of information among members with an interest in such vehicles
- e) to encourage the retention of such vehicles in the State of Western Australia
- f) to do or cause to be done, anything which in the opinion of the Executive Committee of the VCC of WA (Inc), may further our members' enjoyment of the vehicles, the function of the VCC of WA (Inc) and its member bodies
- g) to maintain an active affiliation with such State and Federal bodies that the Management Committee of the VCC of WA (Inc) may determine from time to time
- h) to encourage affiliation and closer relationship with other organisations with similar interests
- i) to form various Sections and Branches throughout Western Australia
- j) to encourage members to participate in activities relating to these objects and to use or allocate any or portion of funds that may be raised through such activities to organisations and institutions of a charitable nature where deemed appropriate by the executive committee.

## Vehicle Classification

3. Members' vehicles shall be classified into various classifications which will be stipulated within the By-laws of the Club, with changes being brought to the Executive Committee through the Vehicle Registrar.

## Membership

4. The VCC of WA (Inc) shall consist of Ordinary Members, Honorary Life Members, Honorary Members, Junior members (under 18) and Temporary Members.

Membership will be considered solely on the merits of the applicants and on a non-sectarian and non-political basis. No member shall use the name of the VCC of WA (Inc) to further his/her business interests or for personal advertisement.

## Application for Membership

5. All Members of the VCC of WA (Inc) except for Life Members, and Temporary Members shall be elected from time to time in the following manner:

Intending new members shall submit the completed application form to the Club with the necessary fees. Once this is received by the Membership Registrar the applicant will be known as an Ordinary Member entitled to all benefits arising therefrom, with such benefits (including voting) extended to include their primary spouse/partner.

In the event of the criteria for membership not being met, then the normal expulsion procedure can commence and fees returned to the applicant.

The Membership Registrar on behalf of the Club must comply with Section 27 of the Act by keeping and maintaining-

In an up to date condition, a register of the members of the Club and their postal or residential addresses and, upon the request of a member of the Club, shall make the register available for the inspection by the member and the member may make a copy of or take an extract from the register but shall have no right to remove the register for that purpose.

## Life Members

6. Honorary Life Membership is the highest honour the Club can bestow on a member, so any decision on awards of this type should be taken only after diligent consideration of the criteria set out in the By Laws which includes a Life Membership policy.

## Temporary Members

7. Any person who is a Member of a recognised Vehicle Club may be elected by the Executive Committee as a Temporary Member for a period not exceeding six months if his/her usual place of residence is situated outside the State of Western Australia. No Temporary Member shall have the right to vote at any meeting of the Club.

## Subscriptions

8. Annual subscriptions, shall be an amount fixed (including newsletter fees if applicable) as determined at the April General Meeting, or at a Special General Meeting called for that purpose. Where any subsequent Member of an immediate family residing at one address becomes a Member of the Club the subscription shall be the membership fee only, except in the case of a member's spouse or partner, in which case the fee shall be waived. The Executive Committee may, if it considers fit, recommend to a general meeting of the Club, the imposition of a levy for a specific purpose. Advice of such a recommendation, including the purpose of the levy and the recommended amount, is to be advertised to members by notice in the club newsletter and approved by a majority of members eligible to vote at an ordinary general meeting, following such notice.
9. The Membership Registrar will keep a current register of members.
10. Any member being in arrears in payment of their subscription by the 31<sup>st</sup> of July shall be declared un-financial and have their membership cancelled. A member so affected may re-apply to join the Club, nomination fee may be waived at the discretion of the Executive Committee.
11. The Financial Year of the Club for auditing purposes shall be from 1<sup>st</sup> of June in one year to 31<sup>st</sup> of May in the following year.
12. The membership subscription year shall be from 1<sup>st</sup> of August to the 31<sup>st</sup> of July in the following year.

## Patron

13. The Club may have a Patron whose appointment shall be made annually by the Executive Committee and shall be ratified by the Members at the Annual General Meeting.

## Executive Committee

14. The Club shall be managed by an Executive Committee, which shall consist of the Officers of the Club (see 15), five Ordinary Members, the Building and Premises Co-ordinator, the Immediate Past President, (who shall automatically be a member of the Executive Committee for a period of one year), the Vehicle/Concessional Licensing Registrar, Membership Registrar, the Events Co-ordinator; and the Parts Shed Coordinator. The five Ordinary committee members will be assigned portfolios which will include responsibilities that ensure that the unique needs of various sections and branches are regularly communicated to the Executive Committee.

## Officers

15. a) The Officers of the club shall be the President, Vice-President, Secretary and Treasurer. Nominations for any position shall be made in writing by a Life Member or Ordinary Member and delivered to the Secretary before the first day of June in each year. The Secretary shall ensure that such nominations are published at least one month prior to the Annual General Meeting.

b) The President shall hold Office for a period of two years and if re-elected will serve one additional year only. Previous holders of the Office of President may stand for re-election to the same office after a minimum lapse of two years.

16. The Vice-President, Secretary, Treasurer, Ordinary Members of the Executive Committee, the Vehicle and Concessional Licence Registrar, Membership Registrar, the Events Co-ordinator, the Parts Shed Coordinator, and the Building and Premises Co-ordinator shall be elected at the Annual General Meeting and shall hold office for a period of two years, after which they may nominate for re-election. At the Annual General Meeting every year those Members whose term of office has expired shall retire from office. Additional nominations must be submitted in writing to the Secretary before the first day of June in each year, duly proposed and seconded by Honorary Life or Ordinary Members, together with the nominee's written consent to stand for office.

## Functioning of the Executive Committee

17. The Executive Committee shall manage the affairs of the Club in accordance with the Constitution of the Club and shall have the power to do the following:
  - a) to purchase, take or lease any building or part thereof for the purpose of the Club and to sublet any building or part thereof so taken or leased upon such terms as they may think fit.
  - b) to erect, maintain, improve and alter any buildings for the purposes of the Club
  - c) to acquire and/or dispose of vehicles, parts, publications and other items as may be deemed desirable for the benefit of the members.
  - d) to borrow or invest monies for all or any purposes of the Club on mortgage, debenture or otherwise.
  - e) to open and operate accounts with any bank or financial institution, with any two of four Officers to sign/authorise, or one Officer and a person authorised by the Executive Committee for a limited and defined period of time.
  - f) to open and operate a special purpose account with any bank or financial institution with two specified signatories approved by the Executive Committee from time to time.
  - g) the Executive Committee is responsible for all legal and statutory issues. Branches and Sections have no legal status in their own right.
18. The Club President shall act as Chair at all Executive Committee Meetings. In the President's absence, the Vice-President or a separate Chair is to be appointed from those present at the Meeting.
19. Six Members of the Executive Committee including one Officer of the Club shall form a quorum. A Chairperson shall be entitled to vote in the same manner as other members, and shall have a casting vote if necessary.
20. The Executive Committee shall meet monthly at a convenient place and more often if it deems it to be necessary. The Executive Committee may, at their discretion, invite other persons to attend meetings of the Executive Committee as required to facilitate the operation of the Club. Such invitees shall not be entitled to vote at such meeting(s).
21. The Executive Committee shall ratify the nominations of Vehicle Examiners, Vehicle Scrutineers and Dating Officers, and such other honorary officials as it may be deemed desirable. Such Officials or any other Member of the Club may be requested to serve on the Executive Committee or any sub-committee without it being deemed that an infraction is caused. Such Officials or members shall not, however, be entitled to vote at meetings of the

Executive Committee, but may vote at sub-committee meetings provided that the consent of the Chair has been given.

22. Such Dating Officers may issue Dating Certificates relating to Members' vehicles after due scrutiny.
23. Any Member of the Executive Committee who fails to attend three consecutive meetings without a reasonable excuse, shall be liable to forfeit his/her position on the happening of which he/she shall be notified in writing by the Secretary that they no longer hold a position on the Executive Committee, and a casual vacancy shall be deemed to have occurred.
24. The Executive Committee shall be empowered to fill any vacancy occurring in their numbers during the year. Any member so appointed shall retire at the end of the year in which he/she is appointed, but shall be eligible for re-election.
25. The Executive Committee shall be entitled to appoint sub-committees or individuals for any purpose it may see fit, and to delegate such functions as may be deemed desirable.
26. Decisions of any such committees shall be effective if made in accordance with the mandate of the Executive Committee and be subject to ratification by that body.

## Meetings

27. An Annual General Meeting of the Club shall be held in July of each year. The Meeting shall be held at such place and at such time as the Executive Committee shall determine, and not less than 30 days' notice shall be given to all members, of the Annual General Meeting.
28. At the Annual General Meeting the Officers, Executive Committee Members shall be elected. An Auditor not being an Officer or an Executive Committee member having first been nominated, shall be elected for the ensuing year. Only Life Members and Ordinary Members who are financial, shall be eligible to vote whether in person or by postal or proxy vote.
29. Members wishing to have any matter placed on the Agenda of the Annual General Meeting must submit notices of motion in writing to the Secretary, before the first day of June each year. Such notices of motion will only be accepted from Life Members or Financial Ordinary Members and will be published preceding the Annual General Meeting.
30. A Special General Meeting of the Club may be convened if desired by the Executive Committee, or if demanded by notice in writing signed by not less than twenty-five Members entitled to vote who, in their application, shall state the object of the meeting. Not less than thirty days' notice shall be given to all members of Special General Meetings so called. Only



Life Members and Ordinary Members who are financial shall be eligible to vote whether in person or by postal or proxy vote.

31. A General Meeting of the Club shall be held at a convenient place, date and time of each and every month unless otherwise authorised by the Executive Committee. Only Life Members and Ordinary members who are financial shall be eligible to vote. Any ordinary resolution put to the vote shall be decided by a majority of votes cast, except as hereinafter provided.

## Affiliated Clubs

32. Any other Club whose interests are directed towards historic motor vehicles and which is complimentary with the objects of the Club shall be eligible for Affiliation provided that the nature and activities of such a Club are approved by the Executive Committee at its sole discretion. Members of Affiliated Clubs shall be deemed eligible to enter in all events of the Veteran Car Club of WA (Inc) and such Affiliation shall be made by the Executive Committee at its first meeting following the Annual General Meeting. Members of Affiliated Club unless an honorary Life or an Ordinary member of the VCC of WA (Inc), shall not be entitled to vote on any matter of the VCC of WA (Inc).
33. Where a club is admitted as an Affiliate, such affiliation shall operate from the day of acceptance by the Executive Committee, until the next Annual General Meeting. The Affiliation shall be reviewed by the Executive Committee at its first meeting following the Annual General Meeting.
34. The Executive Committee may move to expel any Affiliated Club from the main body whom it shall consider unfit to remain an Affiliate of the Club for any reason. The delegate of an Affiliated Club subject to expulsion may be invited to attend the meeting at which the proposed expulsion is to be discussed and may speak on behalf of their Club, but shall have no vote in the matter. Written notice of intention to move the expulsion of any Affiliated Club, endorsed by any three members of the Executive Committee, shall be given to the Secretary. The secretary shall notify the Affiliated Club in writing of such intention within fourteen days of receipt. The notice of intention shall then be read at the next Executive Committee meeting. The motion shall be carried by a majority of two thirds of the Committee Members present and voting. Any Affiliated Club so expelled shall forfeit all privileges of and rights against the Club.

## Sections and Branches

35. The Executive Committee may consent to the formation within the framework of the Club and of this Constitution, of vehicle or interest based Sections and regional Branches, composed of not less than twenty members of the Club, which until such time as any rules of the

Section or Branch are approved, shall be governed by the direction of the Executive Committee as to area or conditions and the following conditions:

- a) the Section or Branch shall be managed by a sub-committee consisting of a Chairperson, an Honorary Secretary/Treasurer and from three to nine members of the Branch or Section who will be subject to annual election.
- b) Each Section or Branch shall hold an Annual Branch or Section Meeting at least twenty-eight days before the Club's Annual General Meeting which shall be open to all financial members of the Section or Branch, who shall be entitled to vote at the Meeting. Not less than twenty-eight days' notice shall be given of such Meeting to all Section or Branch members and to the Executive Committee. The Agenda shall contain provision for the election of:
  - i) A Chair of the Section or Branch
  - ii) Honorary Secretary/Treasurer
  - iii) Honorary Auditor

Nominations for the above positions shall be submitted in writing to the Section or Branch secretary before the first day of May in each year, duly proposed and seconded by voting Members of the Section or Branch, together with the nominee's written consent to stand for office.

36. The rules of, and the area covered by any such Section or Branch and any subsequent alteration or amendment, will be drawn up and submitted to the Executive Committee for final approval. The Executive Committee shall at any time have the power to suspend or disband any Section or Branch if, in the opinion of the Executive Committee it is in the interests of the Club to do so, but a body of not less than five members of such Section or Branch shall have the right of appeal to a Special or Annual General Meeting of the Club, provided that such five or more members have previously agreed to act as a new Committee of the Section or Branch and have been appointed by not less than seven other members of the Section or Branch so concerned.
37. All assets and liabilities of a Section or Branch as consented by the Executive Committee are assets and liabilities of the Club and in the event of disbandment of the Section or Branch, the management of such assets and liabilities shall revert to the Executive Committee.
38. Members of any Section or Branch shall not be liable to pay any additional annual subscription over and above the subscription to the Club, provided however that the Section or Branch Committee shall have the power to call upon members of that Section or Branch to pay a levy from time to time of such an amount as it may think fit to meet its requirements. The Executive Committee may refund to Branches an agreed amount (not including the amount paid for the Club newsletter) paid by respective Branch members. The Executive Committee may grant to the Branch or Section, financial assistance for a specific purpose.

39. Membership of a Section or Branch is open to any member of the VCC of WA (Inc) who has an interest in the aims of the Section or Branch. No rule of any Section or Branch may prohibit any such member from joining any such Section or Branch. Members wishing to join a Branch must be resident within the postcode groupings of that Branch, as determined by the Executive Committee.
40. All Section or Branch financial matters shall be controlled by the Section or Branch sub-committee. Separate accounts shall be kept and audited annually and financial statements submitted to the Executive Committee no less than thirty (30) days prior to the Annual General Meeting of the Club.
41. A Section or Branch sub-committee shall nominate a member or members as vehicle scrutineers and/or dating officers for the inspection of vehicles within that section or Branch as approved by the Executive Committee and shall at all times be under its control.
42. A Section or Branch may nominate a Vehicle Registrar for concessional licencing of vehicles within that Section or Branch. Such Section or Branch Scrutineers shall at all times be under the supervision of the Vehicle and Concessional Licencing Registrar of the VCC of WA (Inc).

## Membership Expulsion/Appeals

43. The following procedure is to be adopted in the event of a proposed expulsion:
  - a) If the Executive Committee considers that a member should be expelled from membership of the VCC of WA (Inc) because of any conduct, detrimental to the interests of the VCC of WA (Inc), the Executive Committee shall communicate the following in writing, to the member not less than 30 (thirty) days before the date of the Executive Committee meeting outlining:
    - i) notice of the proposed expulsion and of the time, date and place of the Committee meeting at which the question of that expulsion will be decided; and
    - ii) particulars of that conduct,
  - b) At the Executive Committee referred to above, the Executive Committee may, having afforded the member concerned a reasonable opportunity to be heard by, or to make representations in writing to, the Executive Committee, expel or decline to expel that member from membership of the VCC of WA (Inc) and shall, forthwith after deciding whether or not so to expel that member, communicate that decision in writing to that member within seven days of such decision.
  - c) A member who is expelled from membership of the VCC of WA (Inc) ceases to be a member 14 days after the day on which the decision so to expel him or her, is communicated to him or her.
  - d) A member who is expelled from membership of the VCC of WA (Inc) shall, if he or she wishes to appeal against that expulsion, give notice to the Secretary of his or her

intention to do so within the period of 14 (fourteen) days of the decision of the Executive Committee.

e) When notice is given above –

i) The VCC of WA (Inc) in a general meeting may, after having afforded the member who gave that notice a reasonable opportunity to be heard by, or to make representations in writing to, the VCC of WA (Inc) in the general meeting, confirm or set aside the decision of the Executive Committee to expel that member;

and

ii) the member who gave that Notice does not cease to be a member unless and until the decision of the Executive Committee to expel him or her is confirmed under this Clause.

## Finances

44. Accounts shall be kept and audited annually for all Club funds and reported at the Annual General Meeting. All monies received by any member on behalf of the Club, shall be paid to the Treasurer, the Membership Registrar or his/her authorised agent or the Section or Branch Treasurer of the Member so concerned.

The Treasurer has the following duties —

- (a) ensuring that any amounts payable to the Club are collected and issuing receipts for those amounts in the Club's name;
- (b) ensuring that any amounts paid to the Club are credited to the appropriate account of the Club, as directed by the Executive Committee;
- (c) ensuring that any payments to be made by the Club that have been authorised by the Executive Committee or at a general meeting are made on time;
- (d) ensuring that the Club complies with the relevant requirements of Part 5 of the Act;
- (e) ensuring the safe custody of the Club's financial records, financial statements and financial reports, as applicable to the Club;
- (f) coordinate the preparation of the Club's financial statements before their submission to the Club's annual general meeting;
- (g) providing any assistance required by an auditor or reviewer conducting an audit or review of the Club's financial statements or financial report under Part 5 Division 5 of the Act;
- (h) carrying out any other duty given to the treasurer under these rules or by the Executive Committee.

## By-Laws

45. The Executive Committee shall have the power to frame by-laws. Such by-laws shall be binding on the members until rescinded or amended by the Executive Committee. The Executive Committee shall have full power to alter, amend or rescind such by-laws as the

occasion may require, and such by-laws shall be equally binding as, but shall not be opposed to, this Constitution.

## Various

46. The Executive Committee shall have the power to decide all matters not provided for in this Constitution subject to an appeal to an Annual or a Special General Meeting called for that purpose.
47. A current register of Members shall be kept as required by the Associations Incorporations Act, 2015.
48. No alterations or additions shall be made to this Constitution except by a three quarters majority of Financial Members present at, or who vote by postal or proxy ballot at an Annual General Meeting or, at a Special General Meeting convened for that purpose, for which the specified period of notice has been given.
49. In this Constitution, where the context so admits, the singular shall include the plural and vice versa; and the masculine shall include the feminine and vice versa.

## Non-Profit Character of the Club

50. The Income and profit of the Club shall be applied solely towards the promotion of the foregoing objects and no portion shall be paid or transferred directly or indirectly by way of dividend bonus or otherwise by way of profit to Members of the Club. Nothing shall prevent the payment in good faith of remuneration to any Officer or Member of the Club in return for any service actually rendered to the Club or for goods supplied in the ordinary or usual course of business or reimbursement of expenses necessarily incurred by any Member, nor prevent the payment of interest on money borrowed from any Member of the Club or reasonable and proper rent for premises, let by any Member of the Club.
51. If upon the winding up or dissolution of the Club there remains after satisfaction of all its debts and liabilities any property whatsoever, the same must not be paid to or distributed among the members, or former members. The surplus property must be given or transferred to another association incorporated under the Act which has similar objects and which is not carried out for the purposes of profit or gain to its individual members, and which association shall be determined by resolution of the members.

## Dissolution

52. The Club may be wound up voluntarily whenever a resolution, of which at least thirty-two (32) days notice has been given to all Members of the Club, has been duly passed by a three

quarters majority of Members entitled to be present at a Special Meeting of all Members of the Club for the time being.

## Common Seal

53. The Club shall have a common seal, which shall remain in the custody of the Secretary. The seal shall be affixed to such deeds and documents as are required to be under seal by the authority of the Executive Committee and by and in the presence of at least two Officers of the club.
54. If any question as to the interpretation of the Constitution of the Club the same shall be determined by the President, subject to right of appeal to the Executive Committee.