

The Constitution
of the

***Ford Rallye Sport Club
of WA Inc.***

As Amended
2nd August 2006

1. NAME

The name of the club is to be the “Ford Rallye Sport Club of WA Inc ”.

2. OBJECTS

To maintain and conduct a Club of a non-profit and non-political character in order to further the following objects:

- (a) To encourage and promote the interest in and restoration of Ford vehicles of a sporting nature;
- (b) To promote better driving standards;
- (c) To exchange technical advice amongst members where possible;
- (d) To promote and organise vehicle displays and events of social and sporting natures;
- (e) To affiliate with *CAMS* and recognise it’s articles of association and agree to observe and abide by the National Competition Rules of *CAMS*.

“The assets and income of the Club shall be applied solely in furtherance of its above-mentioned objects and no portion shall be distributed directly or indirectly to the members of the Club except as bona fide compensation for services rendered or expenses incurred on behalf of the Club”.

1. POWERS

The Club shall have the following powers:

- (a) To purchase, take on lease or in exchange, hire or otherwise acquire and maintain any real or personal property and any rights and privileges in relation thereto;
- (b) To open and operate bank accounts;
- (c) To invest it’s money –
- (d) in any security in which trust moneys may be invested; or
- (e) in any other manner authorised by the rules of the Club;
- (f) To borrow, raise or secure the payment of money in such a manner as the Club thinks fit.
- (g) To sell, exchange, lease, mortgage, hire, dispose of, turn to account or otherwise deal with all or any part of the real and personal property of the Club;
- (h) To appoint agents to transact any business of the Club on it’s behalf;
- (i) To enter into any other contract it considers necessary or desirable;
- (j) To amalgamate, co-operate, affiliate and enter into reciprocal arrangements with any other club or association having objects wholly or in part similar to those of the Club;
- (k) To present prizes to competitors in events conducted by the Club;
- (l) To initiate or to defend any legal action or process of law arising out of or in the course of activities of the Club either on behalf of the Club or any of it’s members;
- (m) To appoint Club patrons;
- (n) To do all such things as are incidental or conductive to the attainment of it’s objects
- (o) **CLUB ADDRESS**

The Club address shall be P.O. Box 379 Bassendean WA 6934

5. MEMBERSHIP

1. Membership of the Club is open to any person who agrees to be bound by these rules and who agrees to promote the abovementioned objects.
2. A person who wishes to become a member shall;
 - (a) apply for membership in writing;
 - i in such form as the Committee from time to time directs; and
 - ii signed by that person, that persons delegated authority or that persons parent or guardian if they are under the age of 18 years.
 - (b) pay the Treasurer any subscription due under rule 7.

1. Membership shall be available under three (3) categories;

FULL MEMBERSHIP

Full membership is offered on a twelve (12) month basis and is available to persons as;

- (a) Individual membership; or
- (a) Family membership consisting of person and spouse, or de-facto.

DAY MEMBERSHIP

Day membership is offered to non members to facilitate the entering of events organised by the Club which require membership of the Club as prerequisite for entry to the event. All Day memberships shall expire at the conclusion of the event that the Day membership was required for. Day members shall not have any voting rights nor any rights in relation to rules 13, 16 and 19.

HONORARY OR LIFE MEMBERSHIP

Honorary or Life members shall be elected at the discretion of the committee. Approval shall be given at a General Meeting to those whom the committee deem it worthwhile to be honoured with either of these positions. Honorary and Life members shall have all the rights and responsibilities of FULL members. Honorary and Life memberships shall be valid for the life of said member. No subscriptions are required to be paid by Honorary or Life Members.

1. The Committee shall be empowered to refuse the membership application of any person without offering a reason to that person.
2. Membership shall be deemed to be accepted subject to subrule 4, after fulfilment of subrule 2, paragraphs (a) and (b). Membership implies acceptance of the Club rules.

6. REGISTER OF CLUB MEMBERS

1. The Secretary or nominated Committee member shall on behalf of the Club keep and maintain the register of members in accordance with section 27 of the Act and that register shall be so kept and maintained at his or her place of residence.

2. The Secretary or nominated Committee member shall cause the name of a person who dies or ceases to be a member under rule 8, sub rule 1 or rule 9, sub rule 3 to be deleted from the register of members referred to in sub rule 1.

6. SUBSCRIPTIONS

1. The members shall from time to time at a general meeting determine the amount of the subscription to be paid by each member.
2. The amount of the subscription for each category of membership as laid out in rule 5, subrule 3 shall be published in a document entitled 'Membership Fees' and held by the Secretary or nominated Committee member.

8. RESIGNATION OF CLUB MEMBERS

1. A member who delivers notice in writing of his or her resignation from the Club to the Secretary or another Committee member ceases on that delivery to be a member.
2. A person who ceases to be a member under sub rule 1 remains liable to pay to the Club any monies due and payable by that person to the Club but unpaid at the date of that cessation.

9. DISCIPLINE

1. The Committee shall have the power to impose a penalty upon any member who is proved to have committed an act or offence deemed to be detrimental to the interest of the Club. The penalty to be applied shall be determined after hearing all the evidence relating to the act or offence.
2. Any member, who is alleged to have committed an act or offence under sub rule 1, shall be invited to attend the Meeting(s) at which the matter is being dealt with.
3. If the Committee considers that a member should be expelled from membership of the Club because of his or hers conduct detrimental to the interests of the Club, the Committee shall communicate in writing to the member;
 - (a) notice of the proposed expulsion and the time, date and place of the General meeting at which the question of that expulsion will be decided; and
 - (b) particulars of that conduct,

not less than fourteen (14) days before the date of the General meeting referred to in paragraph (a).

1. At the General meeting referred to in a notice communicated under subrule 3, the membership shall, having afforded the member concerned a reasonable opportunity to be heard by, or to make representation in writing to the Club, via a secret ballot, expel or decline to expel that member from membership of the Club and shall, forthwith after deciding whether or not to expel that member, communicate that decision in writing to that member.

2. A member who is expelled under subrule 4 from membership of the Club ceases to be a member on the day on which the decision so to expel him or her is communicated to him or her under subrule 4.

10. COMMITTEE

1. The affairs of the Club shall be managed exclusively by a Committee consisting of;

- (a) a President;
- (b) a Vice President;
- (c) a Secretary;
- (d) a Treasurer;
- (e) two (2) other general Committee Members

all of whom shall be members of the Club and elected to membership of that Committee at an Annual General meeting or appointed under sub rule 9.

No Club member may hold more than two (2) positions on the Committee.

1. The Committee shall hold office until the 31st of July of each calendar year. For the purpose of electing committee members at an Annual General meeting, all positions on the Committee shall be deemed vacant. All current Committee members shall be eligible for re-election to membership of the Committee. The newly elected Committee members shall take office as of August 1st in the same calendar year.
2. Subject to sub rule 4, a person is not eligible for election to membership of the Committee unless a member has nominated him for election by delivering notice in writing of that nomination, signed by;
 - (a) the nominator; and
 - (b) the nominee to signify his or her willingness to stand for election,to the Secretary by the commencement of the Annual General meeting concerned.
4. Sub rules 3 and 6 do not apply to or in relation to a person who is eligible for re-election under sub rule 2.
5. A person who is eligible for election or re-election under sub rule 4, may at the Annual General meeting concerned ;
 - (a) propose or second himself or herself for election or re-election; and
 - (b) vote for himself or herself
6. The Secretary shall ensure that notice of all persons seeking election to membership of the Committee is provided to all members present at the commencement of the Annual General Meeting at which that election is to be held.
7. If there is not more than one (1) nomination for each of the Committee positions received at the commencement of the Annual General meeting;
 - (a) the Secretary shall report accordingly to; and

- (b) the President shall declare those persons to be duly elected as members of the Committee
8. If there is more than one (1) nomination for a Committee position, an election, by method of blind ballot, shall be held. Should the ballot result in a tied vote, the method of breaking the tie shall be decided by the members present.
 9. When a casual vacancy within the meaning of sub rule 11 occurs in the membership of the Committee;
 - (a) the Committee may appoint a member to fill that vacancy; and
 - (b) the member appointed under this sub rule shall be eligible for election to membership of the Committee at the next Annual General meeting.
 10. The Committee shall publish and maintain a document entitled 'Duties of Committee Members' which outlines the roles and responsibilities of members holding Committee positions.
 11. A casual vacancy occurs in the office of a Committee member and that office becomes vacant if the Committee member;
 - (a) dies;
 - (b) resigns by notice in writing delivered to the President or if the Committee member is the President, to the Vice President.
 - (c) is convicted of an offence under the Act;
 - (d) permanently incapacitated by mental or physical ill health;
 - (e) is absent from more than three consecutive General meetings; or three General meetings within the same year, of which he or she has received notice without tendering an apology to the person presiding at each of those General meetings; or
 - (f) ceases to be a member of the Club.

11. COMMITTEE MEETINGS

1. The Committee shall meet together for the dispatch of business prior to each General meeting and the President may at anytime convene a meeting of the Committee.
2. Each Committee member has a deliberative vote but can only lodge one (1) vote should they hold more than one (1) committee office.
 1. A question arising at a Committee meeting shall be decided by a majority of votes, but, if there is a equality of votes, the person presiding at the Committee meeting shall have a casting vote in addition to his or her deliberative vote.
 2. At a Committee meeting four (4) Committee members constitute a quorum.
 3. Subject to these rules, the procedure and order of business to be followed at a Committee meeting shall be determined by the Committee members present at the Committee meeting.

4. A committee member having any direct or indirect pecuniary interest referred to in section 21 or 22 of the Act shall comply with that section.

12. GENERAL MEETINGS

1. A General meeting shall be held on the first Wednesday of each calendar month except;
 - (a) when notification is given at the preceding General meeting of an alteration of date or cancellation of a General meeting.
 - (b) there will be no General meeting held in the month of January.
 - (c) the General meeting held in the month of July shall be an Annual General Meeting.
2. The Chairman of a General meeting shall be;
 - (a) the President; or
 - (b) the Vice President; or
 - (c) any other Club member decided via a poll in accordance with subrule 11.
3. The quorum for a General meeting shall be no less than 10% of the Club membership. In the event of there being no quorum present for any General meeting fifteen (15) minutes after the scheduled commencement of the General meeting the meeting may be;
 - (a) abandoned; or
 - (b) re-convened to the same day, time and venue in the following week;
 - (c) re-scheduled to a different day or time or venue within that calendar month.A quorum shall not be required at a meeting convened under sub rule 3, paragraph (b) or (c).
4. The Chairman may, with the consent of a General meeting at which a quorum is present, and shall, if so directed by such a General meeting, adjourn that General meeting from time to time and from place to place.
5. There shall not be transacted at an adjourned General meeting any business other than business left unfinished or on the agenda at the time when the General meeting was adjourned.
6. When a General meeting is adjourned for a period of fourteen (14) days or more, business left untransacted at the adjourned General meeting shall be transferred to the next General meeting scheduled under subrule 1.
7. At a General meeting;
 - (a) an ordinary resolution put to the vote shall be decided by a majority of votes cast on a show of hands; and
 - (b) a special resolution put to the vote shall be decided in accordance with section 24 of the Act.

If there is an equality of votes, the person presiding at the General meeting shall have a casting vote in addition to his or her deliberative vote.

8. A declaration by the Chairman at a General meeting that a resolution has been passed as an ordinary resolution

thereat shall be evidence of that fact unless, during the General meeting at which the resolution is submitted, a poll is demanded in accordance with subrule 9.

9. At a General meeting, a poll may be demanded by the Chairperson at the General meeting or by three or more members present in person and, if so demanded shall be taken in such manner as the Chairperson directs.
10. If a poll is demanded and taken under subrule 9 in respect of an ordinary resolution, a declaration by the Chairperson of the result of the poll is evidence of the matter so declared.
11. A poll demanded under subrule 9 on the election of a person to preside over a General meeting or on the question of an adjournment shall be taken forthwith on that demand being made.
12. The Secretary shall give to all members not less than fourteen (14) days notice of a General meeting at which a special resolution is to be proposed.
13. The Secretary may give notice under subrule 12 by;
 - (a) serving it on a member personally; or
 - (b) sending it by post to a member at the address of the member appearing in the register of members kept and maintained under section 27 of the Act.
14. When a notice is sent by post under subrule 13, paragraph (b), sending of the notice shall be deemed to be properly effected if the notice is sufficiently addressed and posted to the member concerned by ordinary prepaid mail.

13. SPECIAL GENERAL MEETINGS

1. The Committee;
 - (a) may at any time convene a Special General meeting;
 - (b) shall within thirty (30) days of receiving a request in writing to do so from not less than five (5) members, convene a Special General meeting for the purpose specified in that request.
2. The members making a request referred to in subrule 1, paragraph (b) shall;
 - (a) state in that request the purpose for which the Special General meeting concerned is required; and
 - (b) sign that request.
3. If a Special General meeting is not convened within the relevant period of thirty (30) days referred to in sub rule 1, paragraph (b), the members who made the request concerned may themselves convene a Special General meeting as if they were the Committee.
4. When a Special General meeting is convened under subrule 3;
 - (a) the Committee shall ensure that the members convening the Special General meeting are supplied free of charge with the particulars of all members; and

- (b) the Club shall pay the reasonable expenses of convening and holding the Special General meeting.
5. When a Special General meeting is convened under sub rule 1 or sub rule 3, the Special General meeting shall be conducted in accordance with rule 12, save for sub rule 1.

14. ANNUAL GENERAL MEETINGS

1. An Annual General Meeting shall be held on the first Wednesday of July each year.
2. The end of the Club's financial year shall be the 30th of June of each year.
3. The order in which business is to be transacted at an Annual General meeting shall be;
 - (a) first, the consideration of the accounts and reports of the Committee;
 - (b) second, any business requiring consideration by the Club in a general meeting; and
 - (c) third, the election of Committee members to replace outgoing Committee members.

14. MINUTES OF MEETINGS

1. The Secretary shall cause proper minutes of all proceedings of all General meetings and Committee meetings to be taken and then entered within thirty (30) days after the holding of each General meeting or Committee meeting, as the case requires, in a minute book kept for that purpose.
2. The Chairperson shall ensure that the minutes taken of a General meeting or Committee meeting under sub rule 1 are checked and signed as correct by the Chairperson of the of the General meeting or Committee meeting to which those minutes relate or of the next succeeding General meeting or Committee meeting, as the case requires.
3. When minutes have been entered and signed as correct under this rule, they shall, until the contrary is proved, be evidence that;
 - (a) the General meeting or Committee meeting to which they relate (in this sub rule called "the meeting") was duly convened and held;
 - (b) all proceedings recorded as having taken place at the meeting did in fact take place thereat; and
 - (c) all appointments or elections purporting to have been made at the meeting have been validly made.

14. VOTING RIGHTS

Each member present in person at a General meeting is entitled to a deliberative vote.

15. ALTERATION OF THE CONSTITUTION

The Club may alter or rescind these rules, or make rules additional to these rules, in accordance with the procedure set out in sections 17, 18, and 19 of the Act.

16. COMMON SEAL

1. The Club shall have a common seal on which its corporate name shall appear in legible characters.
2. The common seal of the Club shall not be used without the express authority of the Committee and every use of that common seal shall be recorded in the minute book referred to in rule 15.
3. The affixing of the common seal of the Club shall be witnessed by any two of the President, the Secretary and the Treasurer.
4. The common seal of the Club shall be kept in the custody of the Secretary or of such other person as the Committee from time to time decides.

19. INSPECTION OF RECORDS

A member may at any reasonable time inspect without charge the books, documents, records and securities of the Club.

20. WINDING UP

1. If upon the winding up or dissolution of the association there remains after satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among the members but shall be given or transferred;
 - (a) to another association or associations incorporated under the Act with similar objects to the Ford Rallye Sport Club of WA Inc; or
 - (b) for charitable purposes

which incorporated association or purposes, as the case requires shall be determined by the resolution of the members when authorising and directing the Committee under section 33(3) of the Act to prepare a distribution plan of the surplus property of the Club.

2. In the event of the winding up or dissolution of the Club, the Commissioner of Taxation shall be advised of the date of dissolution within 30 days of the dissolution.

End of Constitution