



CLUB CONSTITUTION

Under the Associations Incorporation Act 2009

Australian Historic Rally Group Incorporated

NSW Incorporation Number Y2691407

PO Box 987

Warners Bay

NSW 2282

Disclaimer

This publication must not be relied on as legal advice. For more information, please refer to the appropriate legislation or seek independent legal advice.

1 Contents

	History	4
	2 Preliminary	5
2.1	Definitions	5
2.2	The Act	6
2.3	Objectives of Club	6
	3 Membership	7
3.1	Membership Eligibility	7
3.2	Membership Qualifications	7
3.2.1	Patron	7
3.2.2	Life Member	7
3.2.3	Full Member	8
3.2.4	Associate Member	8
3.2.5	Family Member	8
3.2.6	Junior Member	8
3.3	Nomination for Membership	9
3.4	Discretion to Accept or Reject Application	9
3.5	Renewal of Membership	9
3.6	Cessation of Membership	10
3.7	Forfeiture of Rights	10
3.8	Membership Entitlements not Transferable	10
3.9	Resignation of Membership	10
3.10	Register of Members	10
3.11	Fees and Subscriptions	11
3.12	Members' Liabilities	11
3.13	Effect of Membership	11
3.14	Resolution of Disputes	12
3.15	Disciplining of Members	12
3.16	Right of Appeal of Disciplined Member	13
	4 The committee	14
4.1	Powers of the Committee	14
4.2	Composition and Membership of Committee	14
4.3	Election of Committee Members	15
4.4	Appointment of Committee Members	15
4.5	Secretary	16
4.6	Treasurer	16
4.7	Casual Vacancies	16

4.8	Removal of a Committee Members	17
4.9	Committee Meetings and Quorum	17
4.10	Delegation by Committee to Sub-Committee	18
4.11	Voting and decisions	18
	5 General Meetings	19
5.1	Annual General Meetings - holding of	19
5.2	Annual General Meetings - calling of and business at	19
5.3	Special General Meetings - calling of	19
5.4	Notice of a General Meeting	20
5.5	Quorum for General meetings	20
5.6	Presiding Member at a General Meeting	21
5.7	Adjournment of a General Meeting	21
5.8	Making of Decisions at a General Meeting	21
5.9	Special resolutions of a General Meeting	22
5.10	Voting at a General Meeting	22
5.11	Appointment of Proxies for a General Meeting	22
5.12	Postal ballots	22
	6 Miscellaneous	23
6.1	Status and Compliance of Association	23
6.2	Insurance	23
6.3	Funds - source	23
6.4	Funds - management	23
6.5	Change of name, objects and constitution	23
6.6	Common seal	24
6.7	Custody of books etc	24
6.8	Inspection of books	24
6.9	Service of notices	24
6.10	Financial year	25
6.11	Income Tax Concession	25
6.12	Winding Up	25
6.13	By-laws	25
	Appendix 1 – Renewal Form	27
	Appendix 2 – Voting Proxy Form	28

History

Version	Date	Summary of changes
1.0	22/10/1997	First constitution
1.1	15/1/2015	2015 review – copied to electronic version
2.0	5/4/2016	2016 updated constitution

2 Preliminary

2.1 Definitions

(1) In this constitution:

AHRG means *Australian Historic Rally Group Incorporated*.

Club means *the AHRG*.

The Association means *AHRG*

Committee refers to *the appointed office bearers of the AHRG as referred in clause 4 of this constitution*.

NSO means *the National Sporting Body as defined in clause 6 of this constitution*

SSO means *the State Sporting Organisation as defined in clause 6 of this constitution*

CAMS means *The Confederation of Australian Motor Sport Ltd*.

Commissioner means *the Commissioner of the Office of Fair Trading*.

The Act means *the Associations Incorporation Act 2009 (NSW)*.

The Regulation means *the Associations Incorporation Regulation 2010*.

Committee meeting means *a meeting of the association's committee, where all members are invited but only committee members can vote*.

General meeting means *a meeting of the association where all members are invited and all eligible members can vote*.

Special general meeting means *a general meeting of the association other than an annual general meeting*.

(2) In this constitution:

(a) a reference to a function includes a reference to a power, authority and duty, and

(b) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

(3) The provisions of the *Interpretation Act 1987* apply to and in respect of this constitution in the same manner as those provisions would so apply if this constitution were an instrument made under the Act.

2.2 The Act

Except where the contrary intention appears, in this constitution, an expression that deals with a matter under the Act has the same meaning as that of the Act. Rules under the Act are expressly displaced by this constitution.

2.3 Objectives of Club

The objectives of the AHRG are:

- (1) To promote and further the interests of motoring in particular to the ownership, restoration, and rallying of historic vehicles.
- (2) To foster friendship and social interaction with fellow enthusiast's.
- (3) To organise and attend motoring events to further the use and enjoyment of historic vehicles.
- (4) To operate a not for profit club that incomes sufficient funds to further the objectives of the club whilst no portion of that income shall be distributed directly or indirectly to the members of the club except as bona fide compensation for services or expenses incurred on behalf of the club.

3 Membership

3.1 Membership Eligibility

A person is eligible to be a member of the association if, but only if

- (a) the person is a natural person;
 - (i) who has been nominated for membership of the association as provided by the relevant clauses of clause 3, and
 - (ii) who has been approved for membership of the association by the committee of the association.

3.2 Membership Qualifications

The classes of membership of the AHRG shall be:

3.2.1 Patron

A member who is subject to this constitution shall have the right to receive notice of general Meetings, and to be present, debate, and vote at General Meetings.

- a. Appointment of Patron is at the acceptance of an invitation by the committee.
- b. The committee shall nominate an appropriate person or persons to be invited to the role of honorary Patron.
- c. Proposals for Patron shall be made in writing to the committee by an eligible full member of the club.
- d. On acceptance of the role of Patron, the Patron shall become a permanent full member without payment of any club fees.

3.2.2 Life Member

A member who is subject to this constitution shall have the right to receive notice of general Meetings, and to be present, debate, and vote at General Meetings.

- a. Appointment of Life Membership is at the discretion of the committee.
- b. Proposals for Life Membership shall be made in writing to the committee by an eligible full member of the club. Such nominations will detail the reason for the proposal and the contributions the nominee has made towards the objectives of the club.
- c. On being appointed a Life Member of the AHRG, that member shall become a permanent full member without further payment of any club fees.
- d. Life members are subject to all other rules and objectives of the club.

3.2.3 Full Member

A member who is subject to this constitution shall have the right to receive notice of general Meetings, and to be present, debate, and vote at General Meetings.

- a. Such persons must be approved by the committee as a full member of the AHRG
- b. Such members must be a financial member as at 30th November of the preceding year.
- c. Shall be aged 18 years or older.

3.2.4 Associate Member

A member who is subject to this constitution shall have the right to receive notice of general Meetings, and to be present, to debate, but not eligible to vote at General Meetings.

- a. Such persons must be approved by the committee as an associate member of the AHRG
- b. Such members must be a financial member as at 30th November of the preceding year.
- c. Shall be aged 18 years or older.

3.2.5 Family Member

Members who are subject to this constitution shall have the right to receive notice of general Meetings, and to be present, debate, and pursuant to clauses 3.2.5(c) and 3.2.5(d) may be eligible to vote at General Meetings.

- a. Such persons, members of the immediate family, living at the same address must be approved by the committee as an family member of the AHRG
- b. Such members must be a financial member as at 30th November of the preceding year.
- c. Family members aged 18 years or older shall be considered full members for voting purposes.
- d. Family members under 18 years shall be considered junior members and are not eligible to vote at General Meetings.
- e. Junior members are persons who will not attain 18 years of age at 30th November of the current year.

3.2.6 Junior Member

A member who is subject to this constitution shall have the right to receive notice of general Meetings, and to be present, to debate, but not eligible to vote at General Meetings.

- a. Junior members are persons who will not attain 18 years of age at 30th November of the current year.

3.3 Nomination for Membership

- (1) A nomination of a person for membership of the association:
 - a. must be made and seconded by eligible members of the association, both of whom have personally known the nominee, in writing in the form set out in Appendix 1 to this constitution, and
 - b. must be lodged with the secretary of the association.
- (2) As soon as practicable after receiving a nomination for membership, the secretary must refer the nomination to the committee which is to determine whether to approve or to reject the nomination.
- (3) The election of candidates for membership will be dealt with by the committee at the next duly constituted committee meeting.
- (4) As soon as practicable after the committee makes that determination, the secretary must:
 - a. notify the nominee, in writing, that the committee approved or rejected the nomination (whichever is applicable), and
 - b. if the committee approved the nomination, request the nominee to pay (within the period of 28 days after receipt by the nominee of the notification) the sum payable under this constitution by a member as entrance fee and annual subscription.
- (5) The membership secretary must, on payment by the nominee of the amounts referred to in clause 3.11 within the period referred to in that provision, enter or cause to be entered the nominee's name in the register of members and, on the name being so entered, the nominee becomes a member of the association.
- (6) The membership secretary of the club may accept candidates as temporary members pending their election by the committee.
- (7) Temporary members will be extended the rights and obligations of full membership with the exception of:
 - a. Voting rights.
 - b. Nominations for positions of the association's committee

3.4 Discretion to Accept or Reject Application

- (1) The election of candidates for membership shall be dealt with by the committee provided always that the committee may in its absolute discretion, and without being obliged to give reason, decline to admit any candidate for membership.
- (2) Where the committee accepts an application, and upon election, membership shall be deemed to have commenced on the date on which the application for membership was received by the membership secretary.

3.5 Renewal of Membership

Members (with the exception of Patron and Life members) must renew their membership annually in accordance with the procedures defined in clause 3.11

3.6 Cessation of Membership

- (1) A person ceases to be a member of the association if the person:
 - a. is deceased
 - b. resigns membership
 - c. is expelled from the association by order of the committee
 - d. is non-financial for a period of 3 months
- (2) Membership which has ceased may be re-instated at the discretion of the committee, with conditions as it deems appropriate.

3.7 Forfeiture of Rights

- (1) A member who ceases to be a member, for whatever reason, shall forfeit all rights in, and claims upon, the club and its property including intellectual property.
- (2) Any club property, documents, or records in their possession, custody, or control of that member shall be returned to the club immediately, and in any case, no later than 14 days after cessation of membership.

3.8 Membership Entitlements not Transferable

A right, privilege or obligation which a person has by reason of being a member of the association:

- (1) Is not capable of being transferred or transmitted to another person, and
- (2) Terminates on cessation of the person's membership.

3.9 Resignation of Membership

A member of the association is not entitled to resign that membership except in accordance with this rule.

- (1) A member of the association who has paid all amounts payable by the member to the association in respect of the members membership may resign from membership of the association by first giving to the secretary written notice of at least one month (or such other period as the committee may determine) of the members intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
- (2) If a member of the association ceases to be a member under clause 3.9(1), and in every other case where a member ceases to hold membership, the secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

3.10 Register of Members

- (1) The public officer of the association must establish and maintain a register of members of the association specifying the name and address of each person who is a member of the association together with the date on which the person became a member.
- (2) The register of members must be kept at the principal place of administration of the association and must be open for inspection, free of charge, by any member of the association at any reasonable hour by agreement.

- (3) A member of the association may obtain a copy of any part of the register on payment of a fee of \$1 for each page copied or, if some other amount is determined by the committee, that other amount.
- 5) If a member requests that any information contained on the register about the member (other than the member's name) not be available for inspection that information must not be made available for inspection.
- (6) A member must not use information about a person obtained from the register to contact or send material to the person, other than for:
 - a. the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the association or other material relating to the association, or
 - b. any other purpose necessary to comply with a requirement of the Act or the Regulation.

3.11 Fees and Subscriptions

- (1) A member of the association must, pay to the association an annual membership fee of an amount as determined by the committee.
 - a. before 30th November in each calendar year, or
 - b. if the member becomes a member on or after 1st October in any calendar year - on becoming a member and before 30th November in each succeeding calendar year
- (2) If the subscription of any member shall have become more than one calendar month in arrears, the member shall not be entitled, until payment thereof, to exercise any of the rights of membership, and if such subscriptions shall become more than three calendar months in arrears, the member shall cease to be a member.
- (3) Membership fees or subscriptions paid by a discontinued member will not be refunded to the member at cessation of membership.

3.12 Members' Liabilities

The liability of a member of the association to contribute towards the payment of the debts and liabilities of the association or the costs, charges and expenses of the winding up of the association is limited to the amount, if any, unpaid by the member in respect of membership of the association as required by clause 3.11

3.13 Effect of Membership

Members acknowledge and agree that:

- (1) This constitution forms a contract between each member and the Association and that they are bound by this Constitution and the Association By-laws.
- (2) They will comply and observe this Constitution and the Association By-laws and any determination, resolution or policy which may be made or passed by the committee or other entity with delegated authority.
- (3) By submitting to this Constitution and Regulations they are subject to the jurisdiction of the Association, NSO, and SSO as defined in clause 6.1.

- (4) They are entitled to all benefits, advantages, privileges and services of Association membership.

3.14 Resolution of Disputes

Where a dispute between members occurs the following procedure is to be followed

- (1) The grievance procedure set out in this rule applies to disputes between a Member and;
 - a. another Member, or
 - b. the Association
- (2) In the first instance the parties to the dispute will meet and attempt to resolve the matter in dispute without formal mediation.
- (3) If initial consultation is unsuccessful in resolving the matter, the committee is to refer the dispute to a community justice centre for mediation under the *Community Justice Centres Act 1983*.
- (4) If a dispute is not resolved by mediation within 3 months of the referral to a community justice centre, the dispute is to be referred to arbitration.
- (5) The *Commercial Arbitration Act 1984* applies to any such dispute referred to arbitration.

3.15 Disciplining of Members

- (1) A complaint may be made to the committee by any member, that another member of the association:
 - a. is alleged to have persistently refused or neglected to comply with a provision or provisions of this constitution, or
 - b. is alleged to have persistently and wilfully acted in a manner prejudicial to the interests of the association.
- (2) The committee, in its absolute discretion, and without being obliged to give reason, may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
- (3) On receiving such a complaint unless rejected as per clause 3.15(2), the committee:
 - a. must cause notice of the complaint to be served on the member concerned, and
 - b. must give the member at least 14 days from the time the notice is served within which to make submissions to the committee in connection with the complaint, and
 - c. must take into consideration any submissions made by the member in connection with the complaint.
- (4) The committee may, by resolution, expel, suspend, or penalise, the member if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion, suspension or penalty is warranted in the circumstances.
- (5) If the committee expels or suspends a member, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the committee for having taken that action and of the member's right of appeal under clause 3.16.

- (6) The expulsion or suspension does not take effect:
 - a. until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
 - b. if within that period the member exercises the right of appeal, unless and until the association confirms the resolution under clause 3.16(5), whichever is the later.

3.16 Right of Appeal of Disciplined Member

- (1) A member may appeal to the association in general meeting against a resolution of the committee under clauses 3.6(1)(a) and 3.15, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
- (2) The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
- (3) On receipt of a notice from a member under clause 3.16(1), the secretary must notify the committee which is to convene a general meeting of the association to be held within 28 days after the date on which the secretary received the notice.
- (4) At a general meeting of the association convened under clause 3.16(3):
 - a. no business other than the question of the appeal is to be transacted, and
 - b. the committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
 - c. the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- (5) If at the general meeting the association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

4 The committee

4.1 Powers of the Committee

The committee is to be called the committee of management of the association and, subject to the Act, the Regulation and this constitution and to any resolution passed by the association in general meeting, the committee:

- a. is to control and manage the affairs of the association, and
- b. may exercise all such functions as may be exercised by the association, other than those functions that are required by this constitution to be exercised by a general meeting of members of the association, and
- c. has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the association.

4.2 Composition and Membership of Committee

- (1) Subject in the case of the first members of the committee to part 4 of the Act, the committee is to consist of:
 - a. the office-bearers of the association, who will be known as the Executive Committee, and
 - b. up to 9 ordinary members each of whom is to be elected at the annual general meeting of the association under clause 4.3.
- (2) The Executive Committee of the association are as follows:
 - a. President,
 - b. Vice-President,
 - c. Treasurer,
 - d. Club Secretary.
- (3) The General Committee of the association are as follows;
 - a. Club Registrar
 - a. Membership Secretary
 - b. Club Captain
 - c. Eligibility Officer
 - d. Public Officer
 - e. Cams Delegate
 - f. Editor
 - g. General (2)
- (4) A committee member may hold up to 2 offices concurrently (other than the positions of President and Vice-President).
- (5) Each member of the committee is, subject to this constitution, to hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election, there is no maximum period in office specified.
- (6) In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the association to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the conclusion of the annual general meeting next following the date of the appointment.

4.3 Election of Committee Members

- (1) The election of the committee will be conducted annually at the Annual General Meeting.
- (2) Nominations of candidates for election as office-bearers of the association or as ordinary committee members:
 - a. must be made in writing, signed by 2 eligible members of the association and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and
 - b. must be delivered to the secretary of the association at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
 - c. Any one member of the association will be restricted to nominating and/or seconding for two committee positions in any one election.
- (3) If the number of nominations received is equal to the number of vacancies to be filled (one nomination per vacancy), the persons nominated are taken to be elected.
- (4) If insufficient nominations are received to fill all vacancies on the committee, the candidates nominated are taken to be elected and further nominations are to be received at the annual general meeting for vacant positions.
- (5) If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies.
- (6) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- (7) The ballot for the election of office-bearers and ordinary committee members of the committee is to be conducted at the annual general meeting in such usual and proper manner as the committee may direct.

4.4 Appointment of Committee Members

- (1) In the event of a casual vacancy or vacancies of office bearer on the committee, the remaining office bearers may act. However, if the number of remaining committee members is not sufficient to constitute a quorum at a meeting of the committee as per clause 4.9(5), they may only act for the purpose of increasing the number of office bearers on the committee.
- (2) The elected committee may appoint non-member office bearers where:
 - a. The committee position requires specific skills that cannot be fulfilled by current office bearers
 - b. In the event of a casual vacancy if, there is a need to fill the vacancy and no current member has accepted the position.

4.5 Secretary

- (1) The secretary of the association must, as soon as practicable after being appointed as secretary, lodge notice with the association of his or her address.
- (2) It is the duty of the secretary to keep minutes of:
 - a. all appointments of office-bearers and members of the committee, and
 - b. the names of members of the committee present at a committee meeting or a general meeting, and
 - c. all proceedings at committee meetings and general meetings.
- (3) Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next succeeding meeting.

4.6 Treasurer

It is the duty of the treasurer of the association to ensure:

- (1) that all money due to the association is collected and received and that all payments authorised by the association are made, and
- (2) that correct books and accounts are kept showing the financial affairs of the association, including full details of all receipts and expenditure connected with the activities of the association.

4.7 Casual Vacancies

- (1) In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the association to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the conclusion of the annual general meeting next following the date of the appointment.
- (2) For the purposes of this constitution, a casual vacancy in the office of a member of the committee occurs if the member:
 - a. dies, or
 - b. ceases to be a member of the association, or
 - c. becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
 - d. resigns office by notice in writing given to the secretary, or
 - e. is removed from office under clause 4.8, or
 - f. becomes a mentally incapacitated person, or
 - g. is absent without the consent of the committee from all meetings of the committee held during a period of 6 months.

4.8 Removal of a Committee Members

- (1) The association in general meeting may by resolution remove any member of the committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- (2) If a member of the committee to whom a proposed resolution referred to in clause 4.8(1) relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations be notified to the members of the association, the secretary or the president may send a copy of the representations to each member of the association or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

4.9 Committee Meetings and Quorum

- (1) The committee must meet at least 4 times in each period of 12 months at such place and time as the committee may determine.
- (2) Additional meetings of the committee other than those 4.9(1), may be convened by the Executive Committee or by any four members of the committee.
- (3) Oral or written notice of a meeting of the committee must be given by the secretary to each member of the committee at least 48 hours (or such other period as may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under clause 4.9(3) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.
- (5) Any 50% +1 of the elected committee constitute a quorum for the transaction of the business of a meeting of the committee.
- (6) No business is to be transacted by the committee unless a quorum is present and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week.
- (7) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- (8) At a meeting of the committee:
 - a. the president or, in the president's absence, the vice-president is to preside, or
 - b. if the president and the vice-president are absent or unwilling to act, such one of the remaining members of the committee as may be chosen by the members present at the meeting is to preside.

4.10 Delegation by Committee to Sub-Committee

- (1) The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the association as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, other than:
 - a. this power of delegation, and
 - b. a function which is a duty imposed on the committee by the Act or by any other law.
- (2) A function the exercise of which has been delegated to a sub-committee under this clause may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (3) A delegation under this clause may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.
- (4) Despite any delegation under this clause, the committee may continue to exercise any function delegated.
- (5) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the committee.
- (6) The committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.
- (7) A sub-committee may meet and adjourn as it thinks proper.

4.11 Voting and decisions

- (1) Questions arising at a meeting of the committee or of any sub-committee appointed by the committee are to be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.
- (2) Each member present at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (3) Subject to clause 4.9(5), the committee may act despite any vacancy on the committee.
- (4) Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

5 General Meetings

5.1 Annual General Meetings - holding of

- (1) With the exception of the first annual general meeting of the association, the association must, at least once in each calendar year, convene an annual general meeting of its members.
- (2) The association must hold its annual general meetings:
 - a. within 6 months after the close of the association's financial year, or
 - b. within such later time as may be allowed by the Director-General or prescribed by the Regulation.
- (3) Clauses 5.1(1) and 5.1(2) have effect subject to any extension or permission granted by the Commissioner under section part 5 of the Act.

5.2 Annual General Meetings - calling of and business at

- (1) The annual general meeting of the association is, subject to the Act and to clause 5.1(2), to be convened on such date and at such place and time as the committee thinks fit.
- (2) In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
 - a. to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,
 - b. to receive from the committee reports on the activities of the association during the last preceding financial year,
 - c. to elect office-bearers of the association and ordinary committee members,
 - d. to receive and consider the statement which is required to be submitted to members under part 5 of the Act.
- (3) An annual general meeting must be specified as such in the notice convening it.

5.3 Special General Meetings - calling of

- (1) The committee may, whenever it thinks fit, convene a special general meeting of the association.
- (2) The committee must, on the requisition in writing and delivery to the association Secretary, of at least 5 per cent of the total number of eligible members, convene a special general meeting of the association.
- (3) A requisition of members for a special general meeting:
 - a. must state the purpose or purposes of the meeting, and
 - b. must be signed by the members making the requisition, and
 - c. must be lodged with the secretary, and
 - d. may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (4) If the committee fails to convene a special general meeting to be held within 1 month after that date on which a requisition of members for the meeting is

lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.

- (5) A special general meeting convened by a member or members as referred to in clause 5.3(4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee and any member who consequently incurs expenses is entitled to be reimbursed by the association for any expense so incurred.

5.4 Notice of a General Meeting

- (1) Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
- (2) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under clause 5.4(1), the intention to propose the resolution as a special resolution.
- (3) No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under clause 5.2.
- (4) A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

5.5 Quorum for General meetings

- (1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.
- (2) Fifteen members present (being members entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (3) If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
 - a. if convened on the requisition of members, is to be dissolved, and
 - b. in any other case, is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.

- (4) If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least ten) are to constitute a quorum.

5.6 Presiding Member at a General Meeting

- (1) The president or, in the president's absence, the vice-president, is to preside as chairperson at each general meeting of the association.
- (2) If the president and the vice-president are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

5.7 Adjournment of a General Meeting

- (1) The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) If a general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to each member of the association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided in clauses 5.7(1) and 5.7(2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

5.8 Making of Decisions at a General Meeting

- (1) A question arising at a general meeting of the association is to be determined on:
 - a. a show of hands or
 - b. if on the motion of the chairperson or if 5 or more members present at the meeting decide that the question should be determined by a written ballot—a written ballot.
- (2) if the question is determined by the show of hands, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (3) If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

5.9 Special resolutions of a General Meeting

A special resolution may only be passed by the association in accordance with part 4 of the Act.

5.10 Voting at a General Meeting

- (1) On any question arising at a general meeting of the association an eligible member has one vote only.
- (2) All votes must be given personally or by proxy but no member may hold more than 5 proxies.
- (3) In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
- (4) A member or proxy is not entitled to vote at any general meeting of the association unless all money due and payable by the member or proxy to the association has been paid, other than the amount of the annual subscription payable in respect of the then current year.

5.11 Appointment of Proxies for a General Meeting

- (1) Each member is to be entitled to appoint another member as proxy by notice given to the secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- (2) The notice appointing the proxy is to be in the form set out in Appendix 2 to this constitution.

5.12 Postal ballots

- (1) The association may hold a postal ballot to determine any issue or proposal other than an appeal under clause 3.16.
- (2) A postal ballot is to be conducted in accordance with part 4 of the Act.

6 Miscellaneous

6.1 Status and Compliance of Association

- (1) The Association's NSO is the Confederation of Australian Motor Sport Limited.
- (2) The Association's SSO is the New South Wales State Council of CAMS.
- (3) The association and its members are subject to the jurisdiction of the NSO and must comply with and observe the NSO Constitution and any determination or resolution passed by the NSO.
- (4) The Association may not resign, disaffiliate, or otherwise seek to withdraw its affiliation with the NSO or SSO without approval by resolution at a General Meeting.

6.2 Insurance

The association may effect and maintain insurance.

6.3 Funds - source

- (1) The funds of the association are to be derived from entrance fees and annual subscriptions of members, donations and, subject to any resolution passed by the association in general meeting, such other sources as the committee determines.
- (2) All money received by the association must be deposited as soon as practicable and without deduction to the credit of the association's bank or other authorised deposit-taking institution account.
- (3) The association must, as soon as practicable after receiving any money, issue an appropriate receipt.

6.4 Funds - management

- (1) Subject to any resolution passed by the association in general meeting, the funds of the association are to be used in pursuance of the objects of the association in such manner as the committee determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 members of the committee or employees of the association, being members or employees authorised to do so by the committee.

6.5 Change of name, objects and constitution

The statement of objects and this constitution may be altered, rescinded or added to only by a special resolution of the association, with the exceptions of;

- a. grammar corrections
- b. changes required by legislation
- c. changes to forms attached as appendices

6.6 Common seal

- (1) The common seal of the association must be kept in the custody of the public officer.
- (2) The common seal must not be affixed to any instrument except by authority of the committee and the affixing of the common seal must be attested by the signatures either of 2 members of the committee or by 1 member of the committee and of the public officer.

6.7 Custody of books etc

Except as otherwise provided by this constitution, the public officer must keep in his or her custody or under his or her control all records, books and other documents relating to the association.

6.8 Inspection of books

- (2) The records, books and other documents of the associate must be open to inspection, free of charge, by a member of the association at any reasonable hour, by agreement
 - a. records, books and other financial documents of the association,
 - b. this constitution,
 - c. minutes of all committee meetings and general meetings of the association.
- (3) A member of the association may obtain a copy of any of the documents referred to in subclause 6.8(1) on payment of a fee of not more than \$1 for each page copied.

6.9 Service of notices

- (1) For the purpose of this constitution, a notice may be served on or given to a person:
 - a. by delivering it to the person personally, or
 - b. by sending it by pre-paid post to the address of the person, or
 - c. by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice.
- (2) For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:
 - a. in the case of a notice given or served personally, on the date on which it is received by the addressee, and
 - b. in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and

- c. in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

6.10 Financial year

The financial year of the association is:

- (1) the period of time commencing on the date of incorporation of the association and ending on the following 31 December, and
- (2) each period of 12 months after the expiration of the previous financial year of the association, commencing on 1 January and ending on the following 31 December.

6.11 Income Tax Concession

The assets and income of the association shall be applied solely in the furtherance of its above objectives and no portion shall be distributed directly or indirectly to the members of the association except as bona fide compensation for services rendered or expenses incurred on behalf of the association

6.12 Winding Up

- (1) In the event of the association being dissolved, any monies, assets or property, which remains after such dissolution and at the satisfaction of all debts and liabilities, shall be transferred to any incorporated association which has similar objectives and which is exempt from income tax.
- (2) The receiving association is to be determined by the members at a general meeting at or before the time of dissolution.
- (3) The receiving association must prohibit the distribution of any monies, assets or property amongst its members at least to the same extent as this constitution
- (4) No monies, asset or property is to be distributed or retained by any member of the association.

6.13 By-laws

A register of Association By-laws will define those Club rules that require the flexibility to be set on an ongoing basis without the requirement to be added to the Constitution and presented to a full meeting of the Club's membership for approval.

- (1) By-laws as determined by the Association Committee are adopted under the authority of, and are intended to be complementary to, this Constitution and they shall be construed accordingly.
- (2) In the event of a conflict between any By-Law, and any provision or requirement of this Constitution, the Constitution shall prevail.
- (3) By-laws of the Association shall be determined by majority vote of a Committee Meeting
- (4) By-laws of the Association may only be altered by majority vote of a Committee Meeting

Appendix 1 – Renewal Form

Email:
membership.ahrg@gmail.com



PO Box 987
WARNERS BAY
NSW 2282

APPLICATION / RENEWAL OF MEMBERSHIP

(Voting rights (AGM only), Committee eligibility, CAMS Licence validity, Newsletter)

APPLICATION / RENEWAL OF ASSOCIATE MEMBERSHIP (Newsletter)

I (Full Name of Applicant)

Of: (Address & Postcode)

Home Ph: Mob Ph:

Email:

Please print clearly (do not use if you don't want to receive club emails)

I Desire to become/renew as a Member/Associate Member. (Cross out non-applicable words) In the event of my admission as a Full Member, I agree to be bound by the Rules of the Australian Historic Rally Group Inc.

/ /

.....
(Signature of applicant)

(Date)

Direct Deposit details: **BSB: 182-222**
Account Number: 120660865
Please email receipt of transfer to : membership.ahrg@gmail.com

Single Membership: \$35
Family Membership: \$55
Associate Membership: \$10

Cheques Made Payable to: **THE AUSTRALIAN HISTORIC RALLY GROUP**

CAMS Licence No:

Competition:

Official:

Do you have a vehicle(s) with Historic Rego? Y / N

Facilitated by AHRG? Y / N

Details(s)	Year	Make	Model	Capacity	Rego
.....
.....

Newsletter, indicate preference: **Hardcopy** **Email** **Tick your preference**

Nominator:

I, is a member of the AHRG, Nominate the applicant, who is personally known to me, for membership of the AHRG

(Signature) Date: / /

Secondor:

I, is a member of the AHRG, Nominate the applicant, who is personally known to me, for membership of the AHRG

(Signature) Date: / /

Appendix 2 – Voting Proxy Form

Return to:

The Secretary
AHRG
PO Box 987
WARNERS BAY
NSW 2282

secretary.ahrg@gmail.com



Appointment of Proxy

MEMBER:

I, *being an eligible member of the AHRG,*
name

HEREBY APPOINT:

..... *being an eligible member of the AHRG,*
name

as my proxy to vote on my behalf at the Annual General Meeting for the purpose of the election of officers

held on
date

.....
Member signature

.....
Proxy signature

Appointment of proxy to be received by the club secretary no later than 24 hours before the Annual General Meeting.