



# Constitution of the Veteran Car Club of Australia (Victoria) Incorporated

Registration Number A0097964Y

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**CONSUMER AFFAIRS VICTORIA**  
**BASED ON THE**  
**MODEL RULES FOR AN INCORPORATED ASSOCIATION**  
**Associations Incorporation Reform Act 2012**  
**Associations Incorporation Reform Regulations 2012**

**Part 3**

**Constitution of the  
Veteran Car Club  
of Australia  
(Victoria)  
Incorporated**

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# Associations Incorporation Reform Act 2012

**Note:** The persons who from time to time are members of the Association are an incorporated association by the name given in rule 1 of these Rules. Under section 46 of the *Associations Incorporation Reform Act 2012*, these Rules are taken to constitute the terms of a contract between the Association and its members.

## PART 1—PRELIMINARY

### 1 Name

The name of the incorporated association is the "Veteran Car Club of Australia (Victoria) Incorporated".

**Note:** Under section 23 of the Act, the name of the association and its registration number must appear on all its business documents.

### 2 Purposes

The purposes of the Association are—

- (1) To encourage the restoration, acquisition, preservation, maintenance and use of veteran vehicles.
- (2) To promote rallies, tours, events and other activities in which veteran vehicles can participate.
- (3) To publish a journal regularly and distribute any other technical or motoring publications that may be of interest to Club members.
- (4) To provide a library to facilitate the exchange of information among Club members and for the preservation of records including the archiving of digital, audio media, film and all other items of historical interest.
- (5) To obtain and maintain historical and statistical records in respect of such vehicles.
- (6) To issue, for a fee to be specified by the Committee, dating certificates after scrutiny, examination and determination by a duly appointed dating subcommittee.
- (7) To subscribe to, or become a member of, any other associations or clubs whose objectives are similar, or in part similar, to the purposes of the Club.
- (8) To do, or cause to be done, anything which, in the Committee's opinion, can in any way assist in the restoration, acquisition, preservation, maintenance and use of veteran vehicles.
- (9) To accept subscriptions or donations whether of real or personal property and bequests for the purposes of applying the same to any of the purposes of the Club.
- (10) To purchase or lease a property for the benefit of Club members.
- (11) To do all such other lawful things as the Committee considers to be in the best interest of Club members.

### 3 Financial year

The financial year of the Association is each period of twelve (12) months ending on 30 June.

### 4 Definitions

In these Rules—

***absolute majority***, of the Committee, means a majority of the committee members currently holding office and entitled to vote at the time (as distinct from a majority of committee members present at a committee meeting);

**Chairperson**, of a general meeting or committee meeting, means the person chairing the meeting as required under rules 47(2) and 47(3);

**Club or 'the Association'** means the Veteran Car Club of Australia (Victoria) Incorporated;

**Club Journal** means the official journal of the Club;

**Committee** means the Committee having management of the affairs and business of the Association;

**committee meeting** means a meeting of the Committee held in accordance with these Rules;

**committee member** means a member of the Committee elected or appointed under Division 4 of Part 5;

**disciplinary appeal meeting** means a meeting of the members of the Association convened under rule 23(3);

**disciplinary meeting** means a meeting of the Committee convened for the purposes of rule 22;

**disciplinary subcommittee** means the subcommittee appointed under rule 20;

**event** means a rally, tour or other activities involving the use of veteran vehicles organised by, or under the auspices of, the Club and to satisfy the requirements of Division 4 of Part 5, rule 52(c) with respect to attendance at an event the member is required to attend;

**financial year** means the twelve (12) month period specified in rule 3;

**general meeting** means a general meeting of the members of the Association convened in accordance with Part 4 and includes an annual general meeting, a special general meeting and a disciplinary appeal meeting;

**member** means a member of the Association;

**member entitled to vote** means a member who under rule 14 (3) is entitled to vote at a general meeting;

**month** means a calendar month;

**register** means the register of members kept by the Secretary or nominee;

**special resolution** means a resolution that requires not less than three-quarters (75%) of the members voting at a general meeting, whether in person or by proxy, to vote in favour of the resolution;

**the Act** means the *Associations Incorporation Reform Act 2012* and includes any regulations made under that Act;

**the executive** of the Committee means the President, Vice-President, Secretary and Treasurer;

**the Registrar** means the Registrar of Incorporated Associations;

**veteran vehicle** means any mechanically propelled vehicle, motor car, motorcycle, truck or bus as defined by the *Victorian Road Safety (Vehicles) Regulations 2009* or as amended from time to time, the manufacture of which can be verified to have been completed before the first day of January 1919, and which is substantially in the same state with regards to the design and specification as it was when it originally left the manufacturer.

## **PART 2—POWERS OF THE ASSOCIATION**

### **5 Powers of the Association**

- (1) Subject to the Act, the Association has power to do all things incidental or conducive to achieve its purposes.
- (2) Without limiting subrule (1), the Association may—
  - (a) acquire, hold and dispose of real or personal property;
  - (b) open and operate accounts with financial institutions;
  - (c) invest its money in any security in which trust monies may lawfully be invested;
  - (d) raise and borrow money on any terms and in any manner as it thinks fit;
  - (e) secure the repayment of money raised or borrowed, or the payment of a debt or liability;
  - (f) appoint agents to transact business on its behalf;
  - (g) enter into any other contract it considers necessary or desirable.
- (3) The Association may only exercise its powers and use its income and assets (including any surplus) for its purposes.

### **6 Not for profit organisation**

- (1) The Association must not distribute any surplus, income or assets directly or indirectly to its members.
- (2) Subrule (1) does not prevent the Association from paying a member—
  - (a) reimbursement for expenses properly incurred by the member; or
  - (b) for goods or services provided by the member—

if this is done in good faith on terms no more favourable than if the member was not a member.

**Note:** Section 33 of the Act provides that an incorporated association must not secure pecuniary profit for its members. Section 4 of the Act sets out in more detail the circumstances under which an incorporated association is not taken to secure pecuniary profit for its members.

## **PART 3—MEMBERS, DISCIPLINARY PROCEDURES AND GRIEVANCES**

### **Division 1—Membership**

#### **7 Minimum number of members**

The Association must have at least 5 members.

#### **8 Who is eligible to be a member?**

Any person who supports the purposes of the Association and agrees to comply with the Rules of this Constitution and the By-laws of the Club is eligible for membership. Owning a veteran vehicle is not a pre-requisite for membership.

#### **9 Classes of members**

The Club shall consist of the following classes of members:

##### **(1) Member**

- (a) Payment by a person of his or her joining fee and annual subscription shall entitle both the applicant and their spouse or partner to be considered for membership of the Club for the cost of one joining and subscription fee.

- (b) Any person desirous of becoming a member shall make application in a form that the Committee shall from time to time prescribe and such applications shall be accompanied by the joining and subscription fee.

## **(2) Honorary Life Member**

- (a) An Honorary Life Member shall be a member of long standing who has performed outstanding and distinguished service for the Club. Any member who has met the above criteria may, on the recommendation of the Committee, be elected an Honorary Life Member by the members at a general meeting.
- (b) An Honorary Life Member is eligible, or may continue, to hold any office in the Club and subject to these Rules is entitled during his or her lifetime to enjoy all the rights, privileges and responsibilities of a member without payment of the annual subscription fee.

## **(3) Life Member**

- (a) Upon payment of a sum equivalent to twenty times the annual subscription fee, a member is then entitled to Life Membership and shall be entitled during his or her lifetime to enjoy all the rights, privileges and responsibilities of a member without payment of the annual subscription fee.
- (b) A member admitted as a paid Life Member under the previous Articles of Association of the Company (dated 1 October 1956) will continue to be recognised and entitled during his or her lifetime to enjoy all the rights, privileges and responsibilities of a member without payment of the annual subscription fee.

## **(4) Other Member**

The Committee may by resolution, from time to time, think fit to create any other classes of members.

## **10 Application for membership**

- (1) To apply to become a member of the Association, a person must submit an application for membership to the Secretary or nominee stating that the person—
  - (a) wishes to become a member of the Association; and
  - (b) supports the purposes of the Association; and
  - (c) agrees to comply with the Rules of this Constitution and the By-laws of the Club.
- (2) The application—
  - (a) must be signed and dated by the applicant; and
  - (b) must be accompanied with the joining and annual subscription fee.

**Note:** The joining and annual subscription fee is determined by the Association under rule 13(1)(a).

## **11 Consideration of application**

- (1) As soon as practicable after an application for membership is received, the Committee must decide by resolution whether to accept or reject the application.
- (2) The Committee must notify the applicant in writing of its decision as soon as practicable after the decision is made.



- (3) If the Committee rejects the application, it must return any money accompanying the application to the applicant.
- (4) The Committee may, in its absolute discretion, and without assigning any reasons, decline to accept a person as a member.

## **12 New membership**

- (1) If an application for membership is approved by the Committee—
  - (a) the resolution to accept the membership must be recorded in the minutes of the committee meeting; and
  - (b) the Secretary or nominee must, as soon as practicable, enter the name and address of the new member, the date of becoming a member, and other details pursuant to rule 18, in the register of members.
- (2) A person becomes a member of the Association and, subject to rule 14(2), is entitled to exercise his or her rights of membership from the date, whichever is the later, on which—
  - (a) the Committee approves the person's membership; or
  - (b) the person pays the joining and annual subscription fee.

## **13 Annual subscription and fee on joining**

- (1) The Association must determine at an annual general meeting or special general meeting—
  - (a) the amount of the joining and annual subscription fee for the following financial year.
- (2) The annual subscription shall, until otherwise determined by the Committee, be due and payable on the first day of July in every year.
- (3) The Association may determine that any new member who joins after the start of a financial year must, for that financial year, in addition to the joining fee pay a fee equal to—
  - (a) the full annual subscription; or
  - (b) a pro rata annual subscription based on the remaining part of the financial year; or
  - (c) a fixed amount determined from time to time by the Association.
- (4) A member who is in arrears with his or her subscription for three (3) months, unless by the express permission of the Committee, shall be deemed to have forfeited his or her membership and any Club property in his or her possession shall be returned.

## **14 General rights of members**

- (1) A member and their nominated spouse or partner are entitled to one vote each at general meetings.
- (2) A member who is entitled to vote has the right—
  - (a) to receive notice of general meetings and of proposed special resolutions in the manner and time prescribed by these Rules; and
  - (b) to submit items of business for consideration at a general meeting; and
  - (c) to attend and be heard at general meetings; and
  - (d) to vote at a general meeting; and
  - (e) to have access to the minutes of general meetings and other documents of the Association as provided under rule 81; and
  - (f) to inspect the register of members.

- (3) A member is entitled to vote if—
  - (a) he or she is a financial member of the Association; and
  - (b) the member's membership rights are not suspended or forfeited for any reason.

## **15 Rights not transferable**

The rights of a member, honorary life member or life member of the Association:

- (a) are not transferable and end when membership ceases, however
- (b) on the death of a member the widow, widower or partner of the deceased member may continue in the class of membership of the deceased member without fee for the remainder of the financial year in which the member died. Such widow, widower or partner may thereafter continue as a member upon payment of the annual subscription fee.

## **16 Ceasing membership**

- (1) The membership of a person ceases on resignation, expulsion or death.
- (2) If a person ceases to be a member of the Association, the Secretary or nominee must, as soon as practicable, enter the date the person ceased to be a member in the register of members.

## **17 Resigning as a member**

- (1) A member may resign by notice in writing given to the Association.

**Note:** Rule 80(3) sets out how notice may be given to the association. It includes by post or by handing the notice to a member of the committee.

- (2) A member is taken to have resigned if the member's annual subscription is more than three (3) months in arrears.

## **18 Register of members**

- (1) The Secretary or nominee must keep and maintain a register of members that includes—
  - (a) for each current member—
    - (i) the member's name including their spouse or partner (if recorded);
    - (ii) the postal and email addresses for notice last given by the member;
    - (iii) the date of becoming a member;
    - (iv) any other information determined by the Committee; and
  - (b) for each former member, the date of ceasing to be a member.
- (2) Any member may, at a reasonable time and free of charge, inspect the register of members.

**Note:** Under section 59 of the Act, access to the personal information of a person recorded in the register of members may be restricted in certain circumstances. Section 58 of the Act provides that it is an offence to make improper use of information about a person obtained from the Register of Members.

## **Division 2—Disciplinary action**

### **19 Grounds for taking disciplinary action**

The Association may take disciplinary action against a member in accordance with this Division if it is determined that the member—

- (a) has failed to comply with any of the Rules of this Constitution or By-laws of the Club; or
- (b) refuses to support the purposes of the Association; or
- (c) has engaged in conduct prejudicial to the Association.

### **20 Disciplinary subcommittee**

- (1) If the Committee is satisfied that there are sufficient grounds for taking disciplinary action against a member, the Committee must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the member.
- (2) The members of the disciplinary subcommittee—
  - (a) may be committee members, members of the Association or anyone else; but
  - (b) must not be biased against, or in favour of, the member concerned.

### **21 Notice to member**

- (1) Before disciplinary action is taken against a member, the Secretary or nominee must give written notice to the member—
  - (a) stating that the Association proposes to take disciplinary action against the member; and
  - (b) stating the grounds for the proposed disciplinary action; and
  - (c) specifying the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action (the *disciplinary meeting*); and
  - (d) advising the member that he or she may do one or both of the following—
    - (i) attend the disciplinary meeting and address the disciplinary subcommittee at that meeting;
    - (ii) give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting; and
  - (e) setting out the member's appeal rights under rule 23.
- (2) The notice must be given no earlier than twenty-eight (28) days, and no later than fourteen (14) days, before the disciplinary meeting is held.

### **22 Decision of subcommittee**

- (1) At the disciplinary meeting, the disciplinary subcommittee must—
  - (a) give the member an opportunity to be heard; and
  - (b) consider any written statement submitted by the member.
- (2) After complying with subrule (1), the disciplinary subcommittee may—
  - (a) take no further action against the member; or
  - (b) subject to subrule (3)—
    - (i) reprimand the member; or

- (ii) suspend the membership rights of the member for a specified period; or
  - (iii) expel the member from the Association.
- (3) The disciplinary subcommittee may not fine the member.
- (4) The suspension of membership rights or the expulsion of a member by the disciplinary subcommittee under this rule takes effect immediately after the vote is passed.

### **23 Appeal rights**

- (1) A person whose membership rights have been suspended or who has been expelled from the Association under rule 22 may give notice to the effect that he or she wishes to appeal against the suspension or expulsion.
- (2) The notice must be in writing and given—
- (a) to the disciplinary subcommittee immediately after the vote to suspend or expel the person is taken; or
  - (b) to the Secretary not later than forty-eight (48) hours after the vote.
- (3) If a person has given notice under subrule (2), a disciplinary appeal meeting must be convened by the Committee as soon as practicable, but in any event not later than twenty-one (21) days, after the notice is received.
- (4) Notice of the disciplinary appeal meeting must be given to each member of the Association who is entitled to vote as soon as practicable and must—
- (a) specify the date, time and place of the meeting; and
  - (b) state—
    - (i) the name of the person against whom the disciplinary action has been taken; and
    - (ii) the grounds for taking that action; and
    - (iii) that at the disciplinary appeal meeting the members present must vote on whether the decision to suspend or expel the person should be upheld or revoked.

### **24 Conduct of disciplinary appeal meeting**

- (1) At a disciplinary appeal meeting—
- (a) no business other than the question of the appeal may be conducted; and
  - (b) the Committee must state the grounds for suspending or expelling the member and the reasons for taking that action; and
  - (c) the person whose membership has been suspended or who has been expelled must be given an opportunity to be heard.
- (2) After complying with subrule (1), the members present and entitled to vote at the meeting must vote by secret ballot on the question of whether the decision to suspend or expel the person should be upheld or revoked.
- (3) A member may not vote by proxy at the meeting.
- (4) The Committee's decision to suspend or expel the member is upheld if not less than three-quarters (75%) of the members voting at the meeting vote in favour of the decision.

### **Division 3—Grievance procedure**

#### **25 Application**

- (1) The grievance procedure set out in this Division applies to disputes under these Rules between—
  - (a) a member and another member;
  - (b) a member and the Committee;
  - (c) a member and the Association.
- (2) A member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.

#### **26 Parties must attempt to resolve the dispute**

The parties to a dispute must attempt to resolve the dispute between themselves within fourteen (14) days of the dispute coming to the attention of each party.

#### **27 Appointment of mediator**

- (1) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by rule 26, the parties must within ten (10) days—
  - (a) notify the Committee of the dispute; and
  - (b) agree to or request the appointment of a mediator; and
  - (c) attempt in good faith to settle the dispute by mediation.
- (2) The mediator must be—
  - (a) a person chosen by agreement between the parties; or
  - (b) in the absence of agreement—
    - (i) if the dispute is between a member and another member—a person appointed by the Committee; or
    - (ii) if the dispute is between a member and the Committee or the Association—a person appointed or employed by the Dispute Settlement Centre of Victoria.
- (3) A mediator appointed by the Committee may be a member or former member of the Association but in any case must not be a person who—
  - (a) has a personal interest in the dispute; or
  - (b) is biased in favour of or against any party.

#### **28 Mediation process**

- (1) The mediator to the dispute, in conducting the mediation, must—
  - (a) give each party every opportunity to be heard; and
  - (b) allow due consideration by all parties of any written statement submitted by any party; and
  - (c) ensure that natural justice is accorded to the parties throughout the mediation process.
- (2) The mediator must not determine the dispute.

#### **29 Failure to resolve dispute by mediation**

If the mediation process does not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

## PART 4—GENERAL MEETINGS OF THE ASSOCIATION

### 30 Annual general meetings

- (1) The Committee must convene an annual general meeting of the Association to be held within five (5) months after the end of each financial year.
- (2) Despite subrule (1), the Association may hold its first annual general meeting at any time within eighteen (18) months after its incorporation.
- (3) The Committee may determine the date, time and place of the annual general meeting.
- (4) The ordinary business of the annual general meeting is as follows—
  - (a) to confirm the minutes of the previous annual general meeting and of any special general meeting held since then;
  - (b) to receive and consider—
    - (i) the President’s annual report on the activities of the Association during the preceding financial year; and
    - (ii) the financial statements of the Association for the preceding financial year submitted by the Treasurer in accordance with Part 7 of the Act;
  - (c) Appoint and fix remuneration of the auditor(s), if applicable, pursuant to the Act;
  - (d) to elect the members of the Committee;
  - (e) to confirm or vary the amounts of the annual subscription and joining fee.
- (5) The annual general meeting may also conduct any other business of which notice has been given in accordance with these Rules.

### 31 Special general meetings

- (1) Any general meeting of the Association, other than an annual general meeting or a disciplinary appeal meeting, is a special general meeting.
- (2) The Committee may convene a special general meeting whenever it thinks fit.
- (3) No business other than that set out in the notice under rule 33 may be conducted at the meeting.

**Note:** General business may be considered at the meeting if it is included as an item for consideration in the notice under rule 33 and the majority of members at the meeting agree.

### 32 Special general meeting held at the request of members

- (1) The Committee must convene a special general meeting if a request to do so is made in accordance with subrule (2) by at least 5% of the total number of members.
- (2) A request for a special general meeting must—
  - (a) be in writing; and
  - (b) state the business to be considered at the meeting and any resolutions to be proposed; and
  - (c) include the names and signatures of the members requesting the meeting; and
  - (d) be given to the Secretary.
- (3) If the Committee does not convene a special general meeting within one (1) month after the date on which the request is made, the members making the request (or any of them) may convene the special general meeting.
- (4) A special general meeting convened by members under subrule (3)—

- (a) must be held within three (3) months after the date on which the original request was made; and
  - (b) may only consider the business stated in that request.
- (5) The Association must reimburse all reasonable expenses incurred by the members convening a special general meeting under subrule (3).

### **33 Notice of general meetings**

- (1) The Secretary (or, in the case of a special general meeting convened under rule 32(3), the members convening the meeting) must give to each member of the Association—
- (a) at least twenty-one (21) days' notice of a general meeting if a special resolution is to be proposed at the meeting; or
  - (b) at least fourteen (14) days' notice of a general meeting in any other case.
- (2) The notice must—
- (a) specify the date, time and place of the meeting; and
  - (b) indicate the general nature of each item of business to be considered at the meeting; and
  - (c) if a special resolution is to be proposed—
    - (i) state in full the proposed resolution; and
    - (ii) state the intention to propose the resolution as a special resolution; and
  - (d) comply with rule 34(5).
- (3) This rule does not apply to a disciplinary appeal meeting.

**Note:** Rule 23(4) sets out the requirements for notice of a disciplinary appeal meeting.

### **34 Proxies**

- (1) A member may appoint another member as his or her proxy to vote and speak on his or her behalf at a general meeting other than at a disciplinary appeal meeting.
- (2) The appointment of a proxy must be in writing and signed by the member making the appointment.
- (3) The member appointing the proxy may give specific directions as to how the proxy is to vote on his or her behalf, otherwise the proxy may vote on behalf of the member in any matter as he or she sees fit.
- (4) If the Committee has approved a form for the appointment of a proxy, the member may still use any other form provided that it clearly identifies the person appointed as the member's proxy and has been signed by the member.
- (5) Notice of a general meeting given to a member under rule 33 must—
- (a) state that the member may appoint another member as a proxy for the meeting; and
  - (b) indicate that upon request to the Secretary (personally, by phone or email), a copy of a form the Committee has approved for the appointment of a proxy will be sent to that member. The proxy form, refer to Appendix 1, shall be updated as required.
- (6) A form appointing a proxy may be given to the Chairperson of the meeting before or at the commencement of the meeting.
- (7) A form appointing a proxy sent by post or electronically is of no effect unless it is received by the Secretary no later than 24 hours before the commencement of the meeting.

### 35 Use of technology

- (1) A member not physically present at a general meeting may be permitted to participate in the meeting by the use of technology that allows that member and the members present at the meeting to clearly and simultaneously communicate with each other.
- (2) For the purposes of this Part, a member participating in a general meeting as permitted under subrule (1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

### 36 Quorum at general meetings

- (1) No business may be conducted at a general meeting unless a quorum of members is present.
- (2) The quorum for a general meeting is the presence (physically, by proxy or as allowed under rule 35) of 5% of the members entitled to vote.
- (3) If a quorum is not present within 30 minutes after the notified commencement time of a general meeting—
  - (a) in the case of a meeting convened by, or at the request of, members under rule 32—  
the meeting must be dissolved;  

**Note:** If a meeting convened by, or at the request of, members is dissolved under this subrule, the business that was to have been considered at the meeting is taken to have been dealt with. If members wish to have the business reconsidered at another special meeting, the members must make a new request under rule 32.
  - (b) in any other case—
    - (i) the meeting must be adjourned to a date not more than twenty-one (21) days after the adjournment; and
    - (ii) notice of the date, time and place to which the meeting is adjourned must be given at the meeting and confirmed by written notice given to all members as soon as practicable after the meeting.
- (5) If a quorum is not present within 30 minutes after the time to which a general meeting has been adjourned under subrule (3)(b), the members present at the meeting (if not fewer than 3) may proceed with the business of the meeting as if a quorum were present.

### 37 Adjournment of general meeting

- (1) The Chairperson of a general meeting at which a quorum is present may, with the consent of a majority of members present at the meeting, adjourn the meeting to another time at the same place or at another place.
- (2) Without limiting subrule (1), a meeting may be adjourned—
  - (a) if there is insufficient time to deal with the business at hand; or
  - (b) to give the members more time to consider an item of business.

**Example:** The members may wish to have more time to examine the financial statements submitted by the Treasurer at an annual general meeting.
- (3) No business may be conducted on the resumption of an adjourned meeting other than the business that remained unfinished when the meeting was adjourned.
- (4) Notice of the adjournment of a meeting under this rule is not required unless the meeting is adjourned for fourteen (14) days or more, in which case notice of the meeting must be given in accordance with rule 33.



### **38 Voting at general meeting**

- (1) On any question arising at a general meeting—
  - (a) subject to subrule (3), a member and their nominated spouse or partner, who are entitled to vote, has one vote each; and
  - (b) members may vote personally, by proxy or as allowed under rule 35; and
  - (c) except in the case of a special resolution, the question must be decided by a majority of votes.
- (2) If votes are divided equally on a question, the Chairperson of the meeting has a second or casting vote.
- (3) If the question is whether or not to confirm the minutes of a previous meeting, only members who were present at that meeting may vote.
- (4) This rule does not apply to a vote at a disciplinary appeal meeting conducted under rule 24.

### **39 Special resolutions**

A special resolution is passed if not less than three-quarters (75%) of the members voting at a general meeting (whether in person or by proxy) vote in favour of the resolution.

**Note:** In addition to certain matters specified in the Act, a special resolution is required—

- (a) to remove a committee member from office;
- (b) to alter these Rules, including changing the name or any of the purposes of the Association.

### **40 Determining whether a resolution is carried**

- (1) Subject to subrule (2), the Chairperson of a general meeting may, on the basis of a show of hands, declare that a resolution has been—
  - (a) carried; or
  - (b) carried unanimously; or
  - (c) carried by a particular majority; or
  - (d) lost—and an entry to that effect in the minutes of the meeting is conclusive proof of that fact.
- (2) If a poll (where votes are cast in writing) is demanded by three or more members on any question—
  - (a) the poll must be taken at the meeting in the manner determined by the Chairperson of the meeting; and
  - (b) the Chairperson must declare the result of the resolution on the basis of the poll.
- (3) A poll demanded on the election of the Chairperson or on a question of an adjournment must be taken immediately.
- (4) A poll demanded on any other question must be taken before the close of the meeting at a time determined by the Chairperson.

### **41 Minutes of general meetings**

- (1) The Committee must ensure that minutes are taken and kept of each general meeting.
- (2) The minutes must record the business considered at the meeting, any resolution on which a vote is taken and the result of the vote.

- (3) In addition, the minutes of each annual general meeting must include—
- (a) the names of members who indicated they were unable to attend the meeting (apologies); and
  - (b) proxy forms given to the Chairperson of the meeting under rule 34(6) and 34(7); and
  - (c) the financial statements submitted to the members in accordance with rule 30(4)(b)(ii); and
  - (d) the certificate signed by two committee members certifying that the financial statements give a true and fair view of the financial position and performance of the Association; and
  - (e) any audited accounts and auditor's report or report of a review accompanying the financial statements that are required under the Act.

## **PART 5—COMMITTEE**

### **Division 1—Powers of the Committee**

#### **42 Role and powers**

- (1) The business of the Association must be managed by or under the direction of a Committee.
- (2) The Committee may, subject to the Rules of this Constitution and the Act, regulate its own proceedings and make, rescind, alter and revoke By-laws.
- (3) The Committee may exercise all the powers of the Association except those powers that the Rules of this Constitution or the Act require to be exercised by general meetings of the members of the Association.
- (4) The Committee may—
  - (a) appoint and remove staff;
  - (b) establish subcommittees consisting of members or anyone else with terms of reference it considers appropriate.

#### **43 Delegation**

- (1) The Committee may delegate to a member of the Committee, a subcommittee or staff, any of its powers and functions other than—
  - (a) this power of delegation; or
  - (b) a duty imposed on the Committee by the Act or any other law.
- (2) The delegation must be in writing and may be subject to the conditions and limitations the Committee considers appropriate.
- (3) The Committee may, in writing, revoke a delegation wholly or in part.

### **Division 2—Composition of the Committee and duties of members**

#### **44 Composition of the Committee**

- (1) The Committee consists of—
  - (a) a President; and
  - (b) a Vice-President; and

- (c) a Secretary; and
  - (d) a Treasurer; and
  - (e) the immediate Past President; and
  - (f) general committee members elected under rule 57.
- (2) The number of general committee members shall be not less than three (3) and must not exceed nine (9). Prior to the annual general meeting, the outgoing Committee must decide by resolution the number of general committee members to hold office for the next year. As far as practical, the election of general committee members should be scheduled to ensure their tenure is staggered.
- (3) The executive office bearers of the Committee comprise the President, Vice-President, Secretary and Treasurer.

#### **45 General duties**

- (1) As soon as practicable after being elected or appointed to the Committee, each committee member must become familiar with the Rules of this Constitution, the Act and the By-laws of the Club.
- (2) The Committee is collectively responsible for ensuring that the Association complies with the Act and that individual members of the Committee comply with these Rules.
- (3) Committee members must exercise their powers and discharge their duties with reasonable care and diligence.
- (4) Committee members must exercise their powers and discharge their duties—
- (a) in good faith in the best interests of the Association; and
  - (b) for a proper purpose.
- (5) Committee members and former committee members must not make improper use of—
- (a) their position; or
  - (b) information acquired by virtue of holding their position—
- so as to gain an advantage for themselves or any other person or to cause detriment to the Association.
- Note:** See also Division 3 of Part 6 of the Act which sets out the general duties of the office holders of an incorporated association.
- (6) In addition to any duties imposed by these Rules, a committee member must perform any other duties imposed from time to time by resolution at a general meeting.

#### **46 Duties of the executive office bearers**

##### **47 President**

- (1) The President is responsible for the overall conduct of the Association and ensuring that the Club's purposes are achieved.
- (2) Subject to subrule (3), the President or, in the President's absence, the Vice-President is the Chairperson for any general meetings and for any committee meetings.
- (3) If the President and the Vice-President are both absent, or are unable to preside, the Chairperson of a general or committee meeting must be a committee member elected by the other committee members present.

##### **48 Vice-President**

- (1) The Vice-President shall deputise for the President whenever necessary.
- (2) The Vice-President shall be the Club Captain unless the Committee has appointed by resolution another committee member to this role. Duties of the Club Captain shall be:

- (a) To chair or appoint a nominee to chair the events subcommittee.
  - (b) To be responsible to the Committee for ensuring that all rally or event directors perform their duties adequately and in the spirit of the Club and according to the Rules of this Constitution and any relevant By-laws.
- (3) Perform such other duties as may be required by the Rules of this Constitution or by the Committee.

#### **49 Secretary**

- (1) The Secretary must perform any duty or function required under the Act to be performed by the secretary of an incorporated association.

**Example:** Under the Act, the Secretary of an incorporated association is responsible for lodging documents of the association with the Registrar.

- (2) The Secretary must—
- (a) ensure that a register of members is maintained in accordance with rule 18; and
  - (b) keep custody of the common seal of the Association and, except for the financial records referred to in rule 74(3), all books, documents and securities of the Association in accordance with rules 78 and 81; and
  - (c) subject to the Act and the Rules of this Constitution, provide members with access to the register of members, the minutes of general meetings and other books and documents; and
  - (d) prepare an agenda for all Committee and general meetings of the Association; and
  - (e) prepare minutes of the proceedings of all Committee and general meetings; and
  - (f) ensure that all correspondence is received, answered and placed before the Committee for consideration; and
  - (g) perform such other duties as may be required by the Rules of this Constitution or by the Committee.
- (3) The Secretary must give to the Registrar notice of his or her appointment within fourteen (14) days after the appointment.

#### **50 Treasurer**

- (1) The Treasurer must—
- (a) receive all moneys paid to or received by the Association and issue receipts (when requested) for those moneys in the name of the Association; and
  - (b) ensure that all moneys received are paid into the account of the Association within five (5) working days after receipt; and
  - (c) make any payments authorised by the Committee or by a general meeting of the Association from the Association's funds; and
  - (d) ensure that statements of the Association's financial position are prepared and presented on a regular basis for approval of the Committee.
  - (e) ensure cheques are signed or electronically approved by at least two (2) committee members who are authorised signatories.
- (2) The Treasurer must—
- (a) ensure that the financial records of the Association are kept in accordance with the Act; and

- (b) coordinate the preparation of the financial statements of the Association and their certification by the Committee prior to their submission to the annual general meeting of the Association; and
  - (c) perform such other duties as may be required by the Rules of this Constitution or by the Committee.
- (3) The Treasurer must ensure that at least one other committee member has access to the accounts and financial records of the Association.

### **Division 3—Subcommittees and Appointments**

#### **51 Establishment of subcommittees and appointments to other roles**

- (1) The Committee may establish subcommittees from time to time. A subcommittee must have among its members at least one member of the Committee who shall convene and chair every meeting. The Chairperson must ensure that minutes of the meetings are prepared and tabled at the next Committee meeting.
- (2) No resolution of the subcommittee shall be binding on the Association or its members until ratified by the Committee.
- (3) The term of appointment of members of all subcommittees shall be deemed to continue until the first subcommittee meeting following the annual general meeting.
- (4) The subcommittees, which may be added to or reduced by the Committee, are Events, Dating, Judging and Library.
- (5) The Committee may from time to time appoint committee members or members to the roles of Club Registrar, Journal Editor, Club Captain, Club Permit Officer, Webmaster, Club Stock, Membership Officer, Publicity Officer, Safety Scrutineers, Club Delegates to the Association of Motoring Clubs (AOMC), Federation of Veteran, Vintage & Classic Car Clubs, Association of Veteran Car Clubs in Australia (AVCCA), and other motoring associations/organisations, or to any other role that the Committee thinks fit.

### **Division 4—Election of committee members and tenure of office**

#### **52 Who is eligible to be a committee member?**

A member is eligible to be elected or appointed as a committee member if the member—

- (a) is eighteen (18) years or over; and
- (b) is entitled to vote at a general meeting; and
- (c) has attended at least three (3) events and/or general meetings organised by the Club during the twelve (12) months prior to the annual general meeting unless the Committee considers this requirement unnecessary.

**Note:** A committee member may not hold the office of Secretary if they do not reside in Australia.

#### **53 Positions to be declared vacant**

- (1) This Rule applies to—
  - (a) the first annual general meeting of the Association after its incorporation; or
  - (b) any subsequent annual general meeting of the Association, after the annual report and financial statements of the Association have been received.
- (2) The Chairperson of the meeting must declare what positions on the Committee are vacant and hold elections for those positions in accordance with rules 54 to 58.

## **54 Nominations**

- (1) The Committee shall ascertain and determine which Committee positions will become vacant at the next annual general meeting, and shall formally invite nominations from the membership (by way of notice to members in the Club Journal) for the vacancies.
- (2) A nomination form shall be updated as required (refer to Appendix 2) and made available to members, upon request to the Secretary (personally, by phone or email), two (2) months preceding the month in which the annual general meeting is to be held. All vacant Committee positions shall be identified on the form prescribed by the Committee.
- (3) A nomination for a vacant Committee position must be signed by the nominee, a proposer and a seconder (all of whom must be financial members of the Club) and given to the Secretary (by hand, post or email) no later than twenty-eight (28) days prior to the annual general meeting.
- (4) Details of positions vacant and candidates for those positions, together with the names of each proposer and seconder shall be advised to all members (by way of notice in the Club Journal) not less than seven (7) days before the date of the annual general meeting.

## **55 Election of executive office bearers**

- (1) The election of the executive office bearers shall be conducted by the immediate Past President or nominee.
- (2) At the annual general meeting, separate elections must be held for each executive position of the Committee, namely—
  - (a) President;
  - (b) Vice-President;
  - (c) Secretary; and
  - (d) Treasurer.
- (3) If only one member is nominated for the position, the Chairperson of the meeting must declare the member elected to the position.
- (4) If more than one member is nominated, a ballot must be held in accordance with rule 58.
- (5) On his or her election, the new President may take over as Chairperson of the meeting.

## **56 Immediate Past President**

The retiring President shall hold the office of immediate Past President and shall be a voting member of the Committee for a period of twelve (12) months. Thereafter, while the member retains the office of immediate Past President that member may, if so requested by the Committee, remain a voting member of the Committee for such period as the Committee may determine.

## **57 Election of general committee members**

- (1) The election of the general committee members shall be conducted by the immediate Past President or nominee.
- (2) A single election may be held to fill all of those positions.
- (3) If the number of members nominated for the position of general committee member is less than or equal to the number to be elected, the Chairperson of the meeting must declare each of those members to be elected to the position.
- (4) If the number of members nominated exceeds the number to be elected, a ballot must be held in accordance with rule 58.

## 58 Ballot

- (1) If a ballot is required for the election for a position, the Chairperson of the meeting must appoint a member to act as returning officer to conduct the ballot.
- (2) The returning officer must not be a member nominated for the position.
- (3) Before the ballot is taken, each candidate may make a short speech in support of his or her election.
- (4) The election must be by secret ballot.
- (5) The returning officer must give a blank piece of paper to—
  - (a) each member present in person; and
  - (b) each proxy appointed by a member.

**Example:** If a member has been appointed the proxy of two (2) other members, the member must be given three (3) ballot papers—one for the member and one each for the other members.

- (6) If the ballot is for a single position, the voter must write on the ballot paper the name of the candidate for whom they wish to vote.
- (7) If the ballot is for more than one position—
  - (a) the voter must write on the ballot paper the name of each candidate for whom they wish to vote;
  - (b) the voter must not write the names of more candidates than the number to be elected.
- (8) Ballot papers that do not comply with subrule (7)(b) are not to be counted.
- (9) Each ballot paper on which the name of a candidate has been written counts as one vote for that candidate.
- (10) The returning officer must declare elected the candidate or, in the case of an election for more than one position, the candidates who received the most votes.
- (11) If the returning officer is unable to declare the result of an election under subrule (10) because two (2) or more candidates received the same number of votes, the returning officer must—
  - (a) conduct a further election for the position in accordance with subrules (4) to (10) to decide which of those candidates is to be elected; or
  - (b) with the agreement of those candidates, decide by lot which of them is to be elected.

**Examples:** The choice of candidate may be decided by the toss of a coin, drawing straws or drawing a name out of a hat.

## 59 Term of office

- (1) The executive office bearers (President, Vice-President, Secretary and Treasurer) who are elected at the annual general meeting shall hold the office until the next annual general meeting when they will retire and are eligible for re-election. No one member may hold the positions of President, Vice-President, Secretary or Treasurer for more than five (5) successive terms but is eligible for election to another position on the executive.
- (2) All general committee members who are elected at the annual general meeting shall hold the office until the annual general meeting in the third year after their election, when they will retire and be eligible for re-election.
- (3) A general meeting of the Association may—

- (a) by special resolution remove a committee member from office; and
  - (b) elect an eligible member of the Association to fill the vacant position in accordance with this Division.
- (4) A member who is the subject of a proposed special resolution under subrule (3)(a) may make representations in writing to the Secretary or President of the Association (not exceeding a reasonable length) and may request that the representations be provided to the members of the Association.
- (5) The Secretary or the President may give a copy of the representations to each member of the Association or, if they are not so given, the member may require that they be read out at the meeting at which the special resolution is to be proposed.

## **60 Vacation of office**

- (1) A committee member may resign from the Committee by written notice addressed to the Committee.
- (2) A person ceases to be a committee member if he or she—
- (a) ceases to be a member of the Association; or
  - (b) fails to attend 3 consecutive committee meetings (other than special or urgent committee meetings) without leave of absence under rule 71; or
  - (c) otherwise ceases to be a committee member by operation of section 78 of the Act.

## **61 Filling casual vacancies**

- (1) The Committee may appoint an eligible member of the Association to fill a position on the Committee that—
- (a) has become vacant under rule 60; or
  - (b) was not filled by election at the last annual general meeting.
- (2) In the event of a casual vacancy on the Committee, the Committee may appoint a member to complete the term of the committee member from whom the vacancy arises until the next succeeding annual general meeting and shall be eligible for re-election. Completion of a casual vacancy term shall not be included in the maximum length of term on Committee as set out in rules 59(1) and 59(2).
- (3) If the position of Secretary becomes vacant, the Committee must appoint a member to the position within fourteen (14) days after the vacancy arises.
- (4) The Committee may continue to act despite any vacancy in its membership.

## **Division 5—Meetings of the Committee**

### **62 Meetings of the Committee**

- (1) The Committee must meet at least four (4) times in each year at the dates, times and places determined by the Committee.
- (2) The date, time and place of the first committee meeting must be determined by the members of the Committee as soon as practicable after the annual general meeting of the Association at which the members of the Committee were elected.
- (3) Special committee meetings may be convened by the President or by any four (4) members of the Committee.

### **63 Notice of meetings**

- (1) Notice of each committee meeting must be given to each committee member no later than seven (7) days before the date of the meeting.



- (2) Notice may be given of more than one committee meeting at the same time.
- (3) The notice must state the date, time and place of the meeting.
- (4) If a special committee meeting is convened, the notice must include the general nature of the business to be conducted.
- (5) The only business that may be conducted at the meeting is the business for which the meeting is convened.

#### **64 Urgent meetings**

- (1) In cases of urgency, a meeting can be held without notice being given in accordance with rule 63 provided that as much notice as practicable is given to each committee member by the quickest means practicable.
- (2) Any resolution made at the meeting must be passed by an absolute majority of the Committee.
- (3) The only business that may be conducted at an urgent meeting is the business for which the meeting is convened.
- (4) The Committee may, without the need of having a formal meeting, use a circular resolution for non-contentious and routine matters that need to be passed between Committee meetings where voting shall be conducted by electronic means such as email, text message or verbal consent received by telephone. The resolution is passed when the last committee member indicates by electronic means that they are in favour of the resolution.

#### **65 Procedure and order of business**

- (1) The procedure to be followed at a meeting of a Committee must be determined from time to time by the Committee.
- (2) The order of business may be determined by the committee members present at the meeting.

#### **66 Use of technology**

- (1) A committee member who is not physically present at a committee meeting may participate in the meeting by the use of technology that allows that committee member and the committee members present at the meeting to clearly and simultaneously communicate with each other.
- (2) For the purposes of this Part, a committee member participating in a committee meeting as permitted under subrule (1) is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

#### **67 Quorum**

- (1) No business may be conducted at a Committee meeting unless a quorum is present.
- (2) The quorum for a committee meeting is the presence (in person or as allowed under rule 66) of a majority of the committee members holding office.
- (3) If a quorum is not present within 30 minutes after the notified commencement time of a committee meeting—
  - (a) in the case of a special meeting—the meeting lapses;
  - (b) in any other case—the meeting must be adjourned to a date no later than fourteen (14) days after the adjournment and notice of the time, date and place to which the meeting is adjourned must be given in accordance with rule 63.

#### **68 Voting**

- (1) On any question arising at a committee meeting, each committee member present at the meeting has one vote.
- (2) A motion is carried if a majority of committee members present at the meeting vote in favour of the motion.

- (3) Subrule (2) does not apply to any motion or question which is required by these Rules to be passed by an absolute majority of the Committee.
- (4) If votes are divided equally on a question, the Chairperson of the meeting has a second or casting vote.
- (5) Voting by proxy is not permitted.

## **69 Conflict of interest**

- (1) A committee member who has a material personal interest in a matter being considered at a committee meeting must disclose the nature and extent of that interest to the Committee.
- (2) The member—
  - (a) must not be present while the matter is being considered at the meeting; and
  - (b) must not vote on the matter.

**Note:** Under section 81(3) of the Act, if there are insufficient committee members to form a quorum because a member who has a material personal interest is disqualified from voting on a matter, a general meeting may be called to deal with the matter.

- (3) This rule does not apply to a material personal interest—
  - (a) that exists only because the member belongs to a class of persons for whose benefit the Association is established; or
  - (b) that the member has in common with all, or a substantial proportion of, the members of the Association.

## **70 Minutes of meeting**

- (1) The Committee must ensure that minutes are taken and kept of each committee meeting.
- (2) The minutes must record the following—
  - (a) the names of the members in attendance at the meeting;
  - (b) the business considered at the meeting;
  - (c) any resolution on which a vote is taken and the result of the vote;
  - (d) any material personal interest disclosed under rule 69.

## **71 Leave of absence**

- (1) The Committee may grant a committee member leave of absence from committee meetings for a period not exceeding three (3) months.
- (2) The Committee must not grant leave of absence retrospectively unless it is satisfied that it was not feasible for the committee member to seek the leave in advance.

## **PART 6—FINANCIAL MATTERS**

### **72 Source of funds**

The funds of the Association may be derived from joining fees, annual subscriptions, donations, fund-raising activities, grants, interest and any other sources approved by the Committee.

### **73 Management of funds**

- (1) The Association must open an account (or accounts) with a financial institution from which all expenditure of the Association is made and into which all of the Association's revenue is deposited.

- (2) Subject to any restrictions imposed by a general meeting of the Association, the Committee may approve expenditure on behalf of the Association.
- (3) The Committee may authorise the Treasurer to expend funds on behalf of the Association (including by electronic funds transfer) up to a specified limit without requiring approval from the Committee for each item on which the funds are expended.
- (4) The Committee may authorise the Treasurer, as and when required, to transfer funds between financial accounts to maximise the interest earned by the Association.
- (5) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two (2) committee members who are authorised signatories.
- (6) All funds of the Association must be deposited into the financial account of the Association no later than five (5) working days after receipt.
- (7) With the approval of the Committee, the Treasurer may maintain a cash float provided that all money paid from or paid into the float is accurately recorded at the time of the transaction.

#### **74 Financial records**

- (1) The Association must keep financial records that—
  - (a) correctly record and explain its transactions, financial position and performance; and
  - (b) enable financial statements to be prepared as required by the Act.
- (2) The Association must retain the financial records for seven (7) years after the transactions covered by the records are completed.
- (3) The Treasurer must keep in his or her custody, or under his or her control—
  - (a) the financial records for the current financial year; and
  - (b) any other financial records as authorised by the Committee.

#### **75 Financial statements**

- (1) For each financial year, the Committee must ensure that the requirements under the Act relating to the financial statements of the Association are met.
- (2) Without limiting subrule (1), those requirements include—
  - (a) the preparation of the financial statements;
  - (b) if required, the review or auditing of the financial statements;
  - (c) the certification of the financial statements by the Committee;
  - (d) the submission of the financial statements to the annual general meeting of the Association;
  - (e) the lodgement with the Registrar of the financial statements and accompanying reports, certificates, statements and fee.

### **PART 7— MISCELLANEOUS AND GENERAL MATTERS**

#### **76 Patron**

The Association may appoint as many patrons as desired, who need not be a member of the Club, determined from time to time by resolution of the Committee.

#### **77 Insurance**

The Association shall effect and maintain appropriate insurance cover.

#### **78 Common seal**

- (1) The Association may have a common seal.

- (2) If the Association has a common seal—
  - (a) name of the Association and must appear in legible characters on the common seal;
  - (b) documents may only be sealed with the common seal by the authority of the Committee;
  - (c) the common seal must be kept in the custody of the Secretary or nominee.

## **79 Registered address**

- (1) The registered address of the Association is—
  - (a) the address determined from time to time by resolution of the Committee; or
  - (b) if the Committee has not determined an address to be the registered address—the postal address of the Secretary.

## **80 Notice requirements**

- (1) Any notice required to be given to a member or a committee member under these Rules may be given—
  - (a) by handing the notice to the member personally; or
  - (b) by sending it by post to the member at the address recorded for the member on the register of members; or
  - (c) by email or facsimile transmission.
- (2) The accidental omission to give notice of a meeting to, or the non-receipt of a notice of a meeting by any member, shall not invalidate the proceedings of any meeting.
- (3) Subrule (1) does not apply to notice given under rule 64.
- (4) Any notice required to be given to the Association or the Committee may be given—
  - (a) by handing the notice to a member of the Committee; or
  - (b) by sending the notice by post to the registered address; or
  - (c) by leaving the notice at the registered address; or
  - (d) if the Committee determines that it is appropriate in the circumstances—
    - (i) by email to the email address of the Association or the Secretary; or
    - (ii) by facsimile transmission to the facsimile number of the Association.

## **81 Custody and inspection of books and records**

- (1) Members may on request inspect free of charge—
  - (a) the register of members;
  - (b) the minutes of general meetings;
  - (c) subject to subrule (2), the financial records, books, securities and any other relevant document of the Association, including minutes of Committee meetings.

**Note:** See note following rule 18 for details of access to the register of members.

- (2) The Committee may refuse to permit a member to inspect records of the Association that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Association.
- (3) The Committee must on request make available copies of these Rules and the By-laws of the Club to members and applicants for membership free of charge.

- (4) Subject to subrule (2), a member may make a copy of any of the other records of the Association referred to in this rule and the Association may charge a reasonable fee for provision of a copy of such a record.
- (5) For purposes of this rule—
- relevant documents* means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Association and includes the following—
- (a) its membership records;
  - (b) its financial statements;
  - (c) its financial records;
  - (d) records and documents relating to transactions, dealings, business or property of the Association.

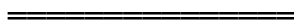
## **82 Winding up and cancellation**

- (1) The Association may be wound up voluntarily by special resolution.
- (2) In the event of the winding up or the cancellation of the incorporation of the Association, the surplus assets of the Association must not be distributed to any members or former members of the Association.
- (3) Subject to the Act and any court order made under section 133 of the Act, the surplus assets must be given to a body that has similar purposes to the Association and which is not carried on for the profit or gain of its individual members.
- (4) The body to which the surplus assets are to be given must be decided by special resolution.

## **83 Alteration of Rules**

These Rules may only be altered by special resolution of a general meeting of the Association.

**Note:** An alteration of these Rules does not take effect unless or until it is approved by the Registrar.



**Appendix 1**



**Veteran Car Club of Australia (Victoria) Inc.**

Registration Number A0097964Y

**DRAFT PROXY FORM  
ANNUAL/SPECIAL GENERAL MEETING  
DATE, TIME AND PLACE**

**To the Chairperson of the Annual/Special General Meeting**

I, .....

being a financial member of the above named Club, hereby appoint the

Chairperson

or

..... of .....

who is a financial member of the Club, as my proxy to vote for me on my behalf and to vote in accordance to my wishes circled below at the Annual/Special General Meeting of the Club to be held on

\_\_\_\_\_ 20\_\_.

**Resolution:** (insert details)

**Please circle intended vote:**

**FOR/AGAINST/ABSTAIN**

Signed ..... this ..... day of ..... 20\_\_.

**Please Note**

Rule 34(6) of the Club’s Constitution states that a form appointing a proxy may be given to the Chairperson before or at the commencement of the meeting. Rule 34(7) states that a form appointing a proxy sent by post or electronically is of no effect unless it is received by the Secretary no later than 24 hours before the commencement of the meeting. Mail the completed form to:

The Secretary

Veteran Car Club of Australia (Victoria) Inc.

P.O. Box 2300

Mount Waverley Vic 3149

and please allow at least 5 days for delivery. Alternatively, scan and email the completed form to [secretary@veterancarclub.org.au](mailto:secretary@veterancarclub.org.au).

**Appendix 2**



**Veteran Car Club of Australia (Victoria) Inc.**

Registration Number A0097964Y

**DRAFT NOMINATION FORM FOR THE EXECUTIVE AND COMMITTEE  
ANNUAL GENERAL MEETING  
DATE, TIME AND PLACE**

**POSITIONS TO BE ELECTED**

President, Vice-President, Secretary, Treasurer and \_\_\_\_\_ Committee Members.

**Nomination for the position of:**

.....

**Name of Nominee** (Please print first name and surname):

.....

**Signature of Nominee accepting nomination:**

.....

**Proposed by** (Please print first name and surname):

.....

**Signature of Proposer:**

.....

**Seconded by** (Please print first name and surname):

.....

**Signature of Seconder:**

.....

**Closing Date for Nominations**

Rule 54(3) of the Club’s Constitution requires nomination forms to be received no later than 28 days prior to the annual general meeting. Therefore, the completed nomination form must reach the Secretary (by hand, post or email) no later than \_\_\_\_\_ 20\_\_\_. Mail the completed form to:

The Secretary  
Veteran Car Club of Australia (Victoria) Inc.  
P.O. Box 2300  
Mount Waverley Vic 3149

and please allow at least 5 days for delivery. Alternatively, scan and email the completed form to [secretary@veterancarclub.org.au](mailto:secretary@veterancarclub.org.au).

**Elections**

If the number of nominations received exceeds the number of vacancies to be filled, a secret ballot will be held at the annual general meeting.