

Austin 7 Club of S.A. Incorporated

CONSTITUTION

Amended 19 March 2012

NAME

1. The name of the Club shall be the "Austin 7 Club of S.A. Incorporated" and is hereinafter referred to as the Club.

OBJECTS

2. To arrange for the association in a Club of;

2(a) owners and persons interested in the restoration and preservation of the Austin 7 motor car;

2(b) owners and persons interested in the restoration and preservation of any historic or other vehicles;

2(c) persons interested in motor sport as a competitor, official or in general; and

2(d) for the Club to act as a medium for the exchange of technical knowledge and in bringing members together in social, technical and sporting activities.

3. To perform any act incidental to the attainment of the purpose of the preceding section; provided that nothing in the above objects shall be deemed to empower the Club to carry on trading or secure pecuniary profit, whether directly or indirectly to its members.

4. The income and property of the Club, whencesoever derived, shall be applied solely towards the promotion of the objectives of the Club, and no portion thereof shall be paid or transferred directly by way of dividends, bonus or otherwise howsoever by way of profit to the members of the Club, or relatives of members, provided that nothing herein shall prevent the payment in good faith of remuneration to any officer or servant of the Club, or to any member of the Club, in return for any services actually rendered to the Club, or reasonable and proper rental for premises let by any members of the Club.

COLOURS

5. The colours of the Club shall be light blue and bright yellow.

DEFINITION OF AN AUSTIN 7 MOTOR CAR

6(a). For the purposes of the Club, an Austin 7 Motor Car shall be defined as one having at least four of the following: a four cylinder side valve engine, commercially known as an Austin 7, with the following specifications...bore 56mm (plus oversize), stroke 76mm, with a capacity of 747.5cc (plus oversize); a gearbox, differential, front suspension, chassis or body, and all the foregoing known commercially as an Austin 7.

6(b). An Austin Big Seven shall be defined the same as the Austin 7, except the engine specification will be: bore 56.77mm (plus oversize), stroke 88.9mm, with a capacity of 900cc (plus oversize) and commercially known as an Austin Big Seven.

6(c). In the case of a dispute arising as to the eligibility of a car, the Committee shall have power to make the final decisive ruling.

MEMBERSHIP

7. The Club shall consist of all those persons who are members of the Club on the date upon which this Constitution shall be adopted and such other persons as may become eligible for Membership in accordance with the Constitution.

8. The Club shall consist of: (a) Full Members (b) Remote Members (c) Associate Members (d) Honorary Members (e) Junior Members.

9(a). Remote Members are those who normally reside over 100km by road from the Clubrooms and who have applied to the Committee to be granted Remote Membership.

9(b). Associate Membership is available to those persons whose partner is a full member of the club.

9(c). Honorary Membership. Any member or person who has rendered such services to the Club, as in the opinion of the Committee, entitles them to distinction, may be admitted as an Honorary Member, for such periods, including Life, and upon such conditions, as the Committee prescribes.

9(d). Junior Membership is available to those persons under the age of 18 at the start of the Club membership year.

10. In this Constitution, wherever the word "member" is used without qualification, it shall be deemed to include Full Members, Honorary Members and Remote Members only.

SUBSCRIPTION

11(a). The Club subscription shall be bought up for review at every Annual General Meeting, and any Special General Meeting, and be fixed by a majority of at least 2/3 of the members present and voting. Associate Members, Junior Members and Remote Members shall pay a fee as approved at every Annual General Meeting. Honorary Members shall not be required to pay any subscription. The Committee shall have the power to vary the subscription payable by individual members, in special circumstances, on written request from that member.

11(b). The membership year shall be from January 1 to December 31.

JOINING FEE

12. Persons desiring to become a member of the Club for the first time, or persons desiring to become financial again after allowing their membership to lapse, shall be required to pay, in addition to the annual subscription, a Joining Fee equivalent to half the annual subscription applicable to them. Notwithstanding the above, the committee may vary the Joining Fee if it thinks necessary.

CESSATION OF MEMBERSHIP

13. A member of any membership category shall cease to be a member, if he:

(a) tenders his resignation in writing, or

(b) allows his subscription to fall into arrears for a period of two calendar months. Provided that no member shall be deprived of his membership pursuant to this subsection unless the Secretary shall first have sent him one calendar month's notice of the Club's intention to cancel his membership and he fails to pay his subscription, together with all arrears thereof, within the said period of one month, or

(c) conducts himself in a manner, which, in the opinion of the committee, is prejudicial to the good order and conduct of the Club, provided that any member or associate whose membership is determined pursuant to this subsection, shall have the right to appeal to the next succeeding General Meeting.

14. An entry in the 'Register of Members', that a member has ceased to be such, except in the case of manifest error, shall be final and conclusive evidence of cessation of his membership.

MANAGEMENT

15. Subject to this Constitution, and to any direction from time to time given by a General Meeting of members, the control and management of the Club shall be in the hands of a Committee, which shall be elected at the Annual General Meeting of the Club as herein-after set forth.

16. The Committee shall consist of 8-12 members as required, including the President, Vice President, Secretary and Treasurer.

17. The Committee shall meet when called upon by the President and shall carry out such duties as are from time to time delegated to it by a General Meeting of members. The Secretary shall call a meeting of the Committee at any time if requested by four committee members to do so.

18. The committee shall have power to make such payments from the funds of the Club as are from time to time authorized by the members at a General Meeting. For the purpose of this section, the Committee shall make such payments as appear to it from time to time, found desirable.

19(a) The members at any General Meeting or the Club Committee, may form such sub-committee as are from time to time, found desirable.

19(b) Any sub-committee formed shall be under the direction and control of the Committee, but shall be responsible to the members of the Club at a General Meeting.

19(c) The President, Secretary and Treasurer shall be ex-officio members of any sub-committee formed, but shall not be considered as such in order to constitute a quorum.

20(a) The Secretary of the Club shall also be the Public Officer.

20(b) The Club shall have a Common Seal, which shall be used from time to time as the Committee shall direct, and it shall be affixed in the presence of any two members of the Committee, and they shall sign any instrument to which the Seal is so affixed in their presence.

QUORUM

21. A quorum for the following meetings shall be:

- (a) General, Annual General, or Special General - ten members personally present
- (b) Committee - five members personally present
- (c) Sub-Committee - majority of the members of such sub-committee personally present.

CASUAL VACANCY

22. Any casual vacancy in the Committee or sub-committee shall be filled by the co-option of a member and he shall hold office until the next succeeding Annual General Meeting.

OFFICE BEARERS

23(a) The Club shall, at each Annual General Meeting, elect the following Office Bearers: President, Secretary, Treasurer, Competition Secretary, Assistant Secretary and 3-7 committee members as required.

23(b) The Vice-President to be elected from the committee members at the first committee meeting after each Annual General Meeting.

23(c) Office Bearers so elected shall hold office for the ensuing year, but the Club may, with the approval of a General Meeting, terminate any such appointments and from time to time appoint other members as Office Bearers.

23(d) The office of President must be filled by a person who has had at least twelve months service on the Committee of the Club.

23(e) The Committee as it sees fit, may appoint a Club Patron.

24. The President shall be Chairman at all meetings of the Club, Committee or Sub-Committee. In his absence, the Vice-President shall act as Chairman. If neither President nor Vice-President are present within ten minutes of the time set for the meeting to commence, the members then present shall elect a Chairman. The Chairman of the meeting shall not have a casting vote.

SECRETARY

25. The Secretary shall keep, or cause to be kept, a "Register of Members", and the Minutes of each Club meeting held during the year.

TREASURER

26. The Treasurer shall cause true and correct accounts to be kept of the sums of money received and expended by the Club and shall cause the issue of receipts for all monies received on behalf of the Club, and cause same to be deposited in a financial institution within a reasonable time, to the credit of the Club.

27. An account will be kept with a financial institution approved by the Committee, and any withdrawal of money on behalf of the Club, shall be attested by two committee members, one of which must be the Treasurer, President, Vice-President or Secretary.

28. The Treasurer shall be permitted to keep an amount of cash in hand not exceeding \$500.00, for the payment of expenses less than this amount.

29. The financial year of the Club shall end on June 30. The Treasurer shall present to each General Meeting of the Club, a statement of accounts as at the end of the preceding month. At the Annual General Meeting, he shall present a Balance Sheet and a report on the accounts for the year, showing clearly the net surplus or deficit and the financial position of the Club.

30. The books and accounts of the Club shall be audited as at June 30 each year by a qualified accountant as elected at the Annual General Meeting. A Balance Sheet shall be presented by the Treasurer to the Club as soon as practicable there after.

MEETINGS

31. The Annual General Meeting shall be held during September of each year, at a time, date and place decided by the Committee. The AGM may replace a General Meeting.

32. A General Meeting of the Club shall be held at least once a month, unless determined otherwise by the committee.

33. A Special General Meeting shall be called by the Secretary within twenty-one (21) days of receiving a written request to that effect signed by not less than ten per cent (10%) of the current members or by authority of the Committee, setting out the objects of such a meeting. All members shall be given at least fourteen (14) days' notice in writing of the meeting, specifying the date, place and hour of the meeting and the nature of the subject business. No business other than that for which the meeting has been called shall be discussed at such

meeting. Accidental omission to give any notice to any member shall not invalidate any resolution passed at such meeting.

34. Members shall be given at least seven days notice, in writing, of any General Meeting of the Club.

VOTING

35(a) Each member, personally present, shall be entitled to one vote on a show of hands or poll.

35(b) For the purpose of elections of office bearers at the AGM, voting shall be by secret ballot.

35(c) No member shall be entitled to vote on any question personally, or at any meeting or poll or be reckoned in a quorum, if his subscription is more than two months overdue.

BY-LAWS

36. The Committee shall, from time to time, make, repeal and amend all such By-laws not consistent with this Constitution, as they shall think expedient for the internal management and well-being of the Club. A breach of such By-laws may be cause for expulsion of a member, on the grounds set out in Section 13c of this Constitution.

INTERPRETATION and DEFINITION OF CONSTITUTION

37. The Committee is the sole authority for the interpretation of this Constitution, the By-laws made there-under, and the decision of the Committee, upon any matter of interpretation or upon any matter affecting the Club and not provided for by this Constitution or by the By-laws made there-under, shall be final and binding on the members.

38. In this Constitution, wherever the male form of personal pronouns appears (he, his, himself), it shall also be read as the female form (she, her, herself).

39. All members as promulgated in clause 8 of this Constitution, are deemed to be Financial Members of the Club.

ALTERATION OF THE CONSTITUTION

40. This Constitution may be added to, repealed or amended by the resolution of a Special Meeting, provided that no such resolution shall be deemed to have passed unless it be carried by a majority of at least 2/3 of the members voting thereon in person. For the purpose of this section, a Special Meeting may be held concurrently with a General Meeting.

41. All financial members of the Club must receive a copy of this Constitution and a copy shall be displayed on the Club noticeboard.

WINDING UP

42. If the Club shall, by special Resolution at a Special General Meeting, decide that its affairs be wound up, then the Committee shall realise all its assets and pay all outstanding liabilities and dispose of any surplus in accordance with law.

CLUB MAGAZINE

43. If the Committee causes a magazine to be published, it will be known as "Austin 7 Journals". Issues will be made at least quarterly and distributed to members.

POWERS

44. The Club shall have all the powers conferred by Section 25 of the Act.