



CONSTITUTION

THE SUNBEAM CAR OWNERS CLUB OF SOUTH AUSTRALIA INCORPORATED

1. NAME

- 1.1 The Club shall be called **THE SUNBEAM CAR OWNERS CLUB OF SOUTH AUSTRALIA INCORPORATED**. Herein after called the Club.

2. OBJECTS

- 2.1 To assist, promote and foster the ownership, interest in and enjoyment of Sunbeam cars and their predecessor and/or other vehicles at committee discretion including social activities.
- 2.2 To provide information and advice on matters pertaining to Sunbeam cars and/or other vehicles at committee discretion
- 2.3 To conduct meetings and classes to enable Members to obtain knowledge, thereby assisting Members to maintain and restore their vehicles to a high standard.
- 2.4 To become acquainted with and affiliated to the Federation of Historic Motor Vehicles Inc.

3. POWERS OF THE CLUB

- 3.1 The Club shall have all the powers conferred by Section 25 of the Associations Incorporation Act.

4. CLUB STRUCTURE

- 4.1 The Club shall consist of Ordinary, Honorary, Associate and Life Members.
- 4.2 The Executive Committee shall comprise of President, Vice President, Treasurer, Secretary and Assistant Secretary.
- 4.3 The Members of the Executive Committee shall be elected at the Annual General Meeting.
- 4.4 Executive Committee Members shall hold office for a period of one year, at the termination of which they are eligible for re-election.

5. MEMBERSHIP

5.1 Ordinary Members

Full Membership is available only to owners of a Sunbeam car and/or other vehicles at committee discretion. Each Member is entitled to one (1) vote. The Member may be elected to the Executive Committee. The Committee can reject a membership application on any grounds it sees fit.

- a) Country Membership will only be applicable to a Member who is a resident beyond 80km of the Adelaide GPO and owns a Sunbeam car and/or other vehicles at committee discretion at the time of becoming a Member or membership renewal. The Member shall have the same voting rights and privileges as a Full Member. The Executive Committee can reject a membership application on any grounds it sees fit.
- b) Pensioner Membership will only be applicable to a Member who owns a Sunbeam vehicle and/or other vehicles at committee discretion and who can produce his/her pensioner's card at the time of becoming a Member or membership renewal. The Member shall have the same voting rights and privileges as a Full Member. The Executive Committee can reject a membership application on any grounds it sees fit.
- c) The partner of an ordinary financial Member is considered a Full Financial Member with the same voting rights and privileges as a Full Member.
(Definition of partner: two persons living together in an ongoing relationship).

5.2 Honorary Members

The Executive Committee may propose Honorary Membership for any person, who, in its opinion, deserves it. Such a proposal must be ratified by a General Meeting by majority vote. The Honorary Member shall have the same voting rights and privileges as a Full Member.

5.3 Associate Members

Associate membership is available to interested non-owners of a Sunbeam car. The Member is entitled to one (1) vote. The number of Associate Members in the club cannot exceed the number of Ordinary Members. The Executive Committee can reject a membership application on any grounds it sees fit.

5.4 Life Members

The Executive Committee may propose Life Membership for any person who has rendered services to the Club and in its opinion, deserves it. Such a proposal, must be ratified at an Annual General Meeting by secret ballot and majority vote. The Life Member shall have the same voting rights and privileges as a Full Member.

6. NEW MEMBERSHIP

Application for new membership shall be considered by the Executive Committee for approval.

7. EXPULSION AND SUSPENSION

7.1 When the conduct of any Member of the Club, in the opinion of the Executive Committee, is injurious to the character or interests of the Club or its Members, the Member may be expelled or suspended from Membership for a period not exceeding 12 months, at the discretion of the Executive Committee.

The Member has a right of appeal (i) initially to the Executive Committee, (ii) then to the full membership of the club at a general meeting. A majority vote of financial Members present at that Meeting is required to over turn the Executive Committee decision to expel or suspend the member.

8. RESIGNATION

8.1 Any Member may resign from the Club by giving notice in writing to the Secretary.

8.2 A member who resigns from the Club will return all club property held, and pay any fees or fines that are outstanding. Upon cessation of membership there will be no claim upon the club for any reason nor upon any of its property.

9. FEES

9.1 Any alteration to the fee structure of entrance or annual subscriptions shall be decided at the May General Meeting. The Treasurer shall provide a recommendation for the levels of such fees for consideration at the meeting and details of the recommendation shall be provided to members at least 7 days prior to the meeting.

9.2 After 30 December the membership fee shall be halved for new members but if entrance fees apply, these shall be paid in full.

10. ARREARS OF MEMBERSHIP FEES

10.1 Membership will cease if the membership fee is unpaid after 1st September.

10.2 The Executive Committee may re-admit a financially delinquent Member to the club upon payment of membership fee, entrance fee and any outstanding monies.

11. MANAGEMENT

11.1 The management of the Club shall be vested in the Executive Committee.

11.2 The Executive Committee shall have the power to make and publish any by - law, for the better management and control of the club. Any by-law must be consistent with the Constitution and must be ratified by a General Meeting.

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- 11.3 The Executive Committee has the power to invite any other person to attend Committee Meetings who may be of assistance to the Committee.
- 11.4 The office of an Executive Committee Member shall be vacated if he/she:
- a. ceases to be a financial Member of the Club;
 - b. absents himself/herself from Executive Committee Meeting for three consecutive meetings, without special leave of absence and the Committee resolves that his/her office become vacant;
 - c. resigns his/her office by notice in writing to the Club;
 - d. is requested in writing to resign by the Executive Committee, following a vote of no-confidence by the Members of the Committee;
 - e. is disqualified by the provisions of the Associations Incorporation Act;
 - f. is expelled under the Operating Rules & Procedures of the Club.
- 11.5 All Members of the Executive Committee shall serve in an honorary capacity.

12. OPERATING RULES & PROCEDURES MANUAL

- 12.1 The Secretary shall keep an Operating Rules & Procedures Manual that describes the responsibilities and privileges of the Committee and Members of the Club.
- 12.2 The Operating Rules & Procedures Manual shall contain:
- a. copy of all forms used for the efficient running of the Club, plus the Club's Constitution;
 - b. election procedures, duties and powers of the Executive Committee;
 - c. guide to running events;
 - d. other matters pertaining to efficient running of the Club.
- 12.3 The Operating Rules & Procedures Manual can be altered at any Annual General Meeting, Ordinary General or Extraordinary General Meeting by majority vote.

13. CONDUCT OF THE CLUB

- 13.1 The Executive Committee shall be responsible for the conduct of the Club.

14. GENERAL MEETINGS

- 14.1 General Meetings shall be held at least 10 times a year. Members may bring visitors to General Meetings provided that such persons have not been expelled or refused membership of the Club.
- 14.2 General Meetings of the Club shall be called by notice in the Magazine.
- 14.3 Procedure at the meetings shall be in accordance with the Operating Rules & Procedures Manual.
- 14.4 A quorum shall be 10% of the members of the Club.

15. ANNUAL GENERAL MEETING

- 15.1 The Annual General Meeting shall be held on the same date and immediately prior to the August general meeting.
- 15.2 At least 14 days clear notice of intention including an Agenda, to convene an Annual General Meeting shall be given by the Secretary to all Members.
- 15.3 At least 21 days notice in writing shall be given to all Members of intention to amend the Constitution at an Annual General Meeting giving full details of proposed amendment/s.
- 15.4 A quorum shall be 10% of the members of the Club.

- 15.5 Amendments to the Constitution and the Operating Rules & Procedures Manual may be made at the Annual General Meeting.
- 15.6 An attendance book of those present at Annual General Meetings is to be signed as a record of attendance and to be kept by the Secretary.
 - 15.7 Procedure at the Annual General Meeting shall be in accordance with the Operating Rules & Procedures Manual.

16. EXTRAORDINARY GENERAL MEETING

- 16.1 An Extraordinary General Meeting shall be called by the Secretary on request in writing, signed by at least 10% of the Members of the Club. The request shall state the purpose of the meeting.
- 16.2 The meeting shall be called by the Secretary within 21 days of receiving the request and an agenda shall be included with the notice of the meeting.
- 16.3 The date of the meeting shall be no later than 14 days from the date of the notice.
- 16.4 A quorum for the meeting shall be 10% of the total Membership of the Club plus three (3) members of the Executive Committee.
- 16.5 Amendments to the Constitution and the Operating Rules & Procedures Manual may be dealt with at an Extraordinary General Meeting.

17. EXECUTIVE COMMITTEE MEETINGS

- 17.1 An Executive Committee Member may request a meeting of all Executive Committee Members by giving sufficient notice to all Committee Members.
- 17.2 A quorum for an Executive Committee Meeting shall be three (3) of the Executive Committee.

18. FUNDS

- 18.1 The funds of the Club shall be deposited in a bank or credit union in the name of the Club.
- 18.2 The account shall be jointly operated by any two Members of the Executive Committee providing they are not related or partners.
- 18.3 The Clubs funds shall be used exclusively for the furtherance of the Club's objectives.
- 18.4 Petty cash shall be available to the Treasurer. The amount of petty cash shall be set by the Executive Committee and may be varied to facilitate Club requirements. A proper record shall be kept of the use of petty cash.
 - 18.5 The Funds and other property of the Club shall be under the control of the Treasurer.
- 18.6 The financial year shall start on the 1st of July each year.

19. FINANCIAL RECORDS

- 19.1 Accurate financial records are to be kept by the Treasurer.
- 19.2 A full financial report shall be presented at every meeting by the Treasurer or Proxy.
- 19.3 All accounts for payment shall be presented to the next General Meeting for ratification.
- 19.4 All accounts approved for payment must appear in the Minutes of that General Meeting.

20. AUDIT

- 20.1 As per legal requirements, an Auditor shall be appointed at each Annual General Meeting. A complete audit shall be conducted at regular intervals of 12 months and prior to the date of the Annual General Meeting. A written report shall be provided at that meeting.

21. COMMON SEAL

21.1 There will be a Common Seal of the club that shall bear the name of the club. The Common Seal shall be held in the custody of Seal Holder appointed in Clause 22.1.

21.2 The person authorised to use the Common Seal is the Seal Holder in the presence of another person who shall be a Member of the Executive Committee, provided that the Common Seal shall be used pursuant to a resolution of the Executive Committee.

22. SEAL HOLDERS

22.1 The Seal Holder shall be a Full Member of the Club and shall be appointed at any meeting of the Club.

22.2 The Seal Holder must be a resident of South Australia.

22.3 The Seal Holder shall not be an Executive Committee Member of the Club.

22.4 The Seal Holder shall be recorded at the Annual General Meeting.

23. DISSOLUTION

23.1 The Club shall be dissolved on the vote of a three-quarter majority of Members present at an Extraordinary General Meeting convened to consider such question.

23.2 The Club may, after payment of all expenses and liabilities, be dissolved in a manner provided in the Associations Incorporation Act 1985.

Dated day of 2016