

CONSTITUTION of
THE FIAT-Lancia CAR CLUB of SOUTH AUSTRALIA INC



Rev: 2009

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1 NAME

The club shall be called FIAT-Lancia Car Club of SA Incorporated, hereinafter called the Club.

2 OBJECTIVES

The objects of the Club shall be:-

- 2.1 The encouragement of interest in and the preservation and restoration of vehicles defined as FIAT and Lancia.
- 2.2 To co-operate with clubs having similar objects throughout the world and exchange of technical knowledge, and to bring members together in social and sporting activities.
- 2.3 The Club shall be a non-profit organisation.
- 2.4 To do all such things as are conducive or incidental to the attainment of the above objectives or any of them.

3 DEFINITIONS

- 3.1 FIAT and Lancia are terms used to define motor vehicles manufactured or built or embodying a majority of components in the production of FIAT or Lancia cars and their derivatives of any FIAT or Lancia design. The terms may be extended to include certain specific specials and home built cars at the Committee's pleasure, provided that they conform to the broad specifications outlined above.
- 3.2 The term Present Owner shall mean ownership, or part ownership (up to a maximum of four owners for any one vehicle), at the commencement of the Club year.
- 3.3 Built means finished ready for delivery ex-works in the form in which the manufacturer normally sells the vehicle to the dealer or customer.
- 3.4 Student means a person holding a current valid student card
- 3.5 "The Act" means the Associations Incorporation Act 1985

4 MEMBERSHIP

Membership shall be open to all persons or incorporated bodies subscribing to the objects of the Club. The Committee shall have the right to refuse membership to any one person or body corporate without assigning a reason therefore. The classes of membership shall be:-

4.1 Full Member

4.1.1 Present owner of a FIAT or Lancia vehicle.

4.1.2 Past owners previously eligible under clause 4.1.1 provided that the number of past owners shall not at any time exceed 49% of the total number of Full Members.

4.2 Associate Member

Enthusiast who is not eligible to be a Full Member.

4.3 Interstate or Overseas Member

Enthusiast nor resident in South Australia and who may be a Full Member.

4.4 Country Member

Enthusiast not resident within a radius of 80 Kilometres of Adelaide and who may be a Full Member.

4.5 Family Membership

Family membership shall be open to the partner of a Full Member , all dependant children and or students domiciled at the same address. The Family member(s) must be nominated by the Full Member.

4.6 Honorary Member

A visitor may be admitted by the Committee of the Club as an Honorary Member for a period not exceeding three months, during which time they shall enjoy all the privileges of Club membership except voting at meetings and eligibililty to apply for Conditional Historic Vehicle registration through the club.

4.7 Honorary Life Member

A member may on the agreement of at least three quarters of all Members present at an Annual General Meeting, or Special General Meeting, be elected as an Honorary Life Member with Full Member privileges, without fees or subscription.

4.7.1 The Committee may recommend to the Annual General Meeting, or Special General Meeting, that a member be admitted for Honorary Life Membership to the Club who in their opinion has given ten years outstanding and continuous service to the Club.

4.8 Admission to Membership

The Committee shall admit to membership, a person or body corporate, eligible under the provision of clauses 4.1 to 4.6 upon receipt of an entrance fee and annual subscription, subject to the following conditions:-

- 4.8.1 That such person's or body corporate's membership is approved by the Committee.
- 4.8.2 That such person or body corporate has submitted an Application for Membership Form and has been proposed by two Full Members of the Club.
- 4.8.3 That such person or body corporate has attended three meetings or events of the Club as a visitor. Except that the Committee may waive this requirement.
- 4.8.4 That such person or body corporate, if applying for Full Membership, has submitted a Register Form for Motor Vehicle as defined in Clause 3.

4.9 Expulsion and Suspension

In the case where the conduct of any member shall, in the opinion of the Committee, be 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 twelve months, at the discretion of the Committee. Providing that such a member shall have the right of appeal against the decision to a Special General Meeting. The appeal must be lodged within fourteen days of receipt of such notice of expulsion. The meeting shall be called within 21 days of the receipt of such appeal being received. Voting on this issue both in Committee and in General Meeting shall be by secret ballot.

4.10 Resignation

Any member may resign from membership by giving notice in writing to the Secretary. Such member shall return all Club property held. Upon cessation of membership there shall be no claim upon the Club nor upon any of its property.

4.11 Fees

- 4.11.1 An entrance fee shall be paid by any person or body corporate joining the Club.
- 4.11.2 The annual membership fee for each class of membership shall be decided by the Committee prior to the first January each year.
- 4.11.3 Any person or body corporate admitted to membership after the 1st July shall pay an entrance fee and half the annual membership fee.
- 4.11.4 The membership fee shall be due on 1st January in each year and subsequent renewals shall be on the prescribed form. No new member shall be entitled to take part in the Club, nor be entitled to any of its privileges until the subscription has been paid.

4.12 Arrears of Membership Fees

Membership will cease if the membership fee remains unpaid sixty days after the due date. The Committee may re-admit the person upon payment of a further entrance fee and the membership fee.

4.13 Rights and Privileges

- 4.13.1 Every Full Member present at a meeting, including the Chairman, shall be entitled to cast a vote on each and every matter which is subject to a vote in General and Special Meetings.
- 4.13.2 Every Full Member shall be entitled to be present at all and every General and Special meeting of the Club and shall be entitled to contribute to the discussion of matters in hand subject to Standing Orders.
- 4.13.3 Family Members are not entitled to cast a vote .
- 4.13.4 Every Full Member shall be entitled to receive a copy of each Club magazine upon publication.
- 4.13.5 Every Member shall have the right to participate in all the events organised by the Club for Club members, subject to the rules of the event.
- 4.13.6 Every Member shall be entitled to have access to and use the Club's facilities.

5 MANAGEMENT

- 5.1 The management of the Club shall be vested in the Committee drawn from Full Members of the Club and shall consist of the President, Vice President, Secretary, Treasurer and any other positions as may be determined by the Committee provided a minimum number of members on the Committee is six.
- 5.2 The Committee shall act as Trustees of the Club and shall have the property and current funds of the Club in their care.
- 5.3 The Public Officer of the Club shall be appointed by the Committee from the Full Members, but shall not be the Auditor. The Public Officer must be a resident of South Australia.

6 ELECTION OF COMMITTEE

- 6.1 Members of the Committee drawn from Full Members of the Club shall be elected at the Annual General Meeting. Committee Members shall hold office for a period of one year at the termination of which they shall be eligible for re-election.
- 6.2 No Committee Member shall hold office for a period exceeding two consecutive years unless otherwise approved by a two thirds majority of Full Members present at an Annual General Meeting and even then at no time shall hold more than two positions on the Committee. Any such approval shall be for one year only and will require further qualification each year.
- 6.3 In the event of positions not being filled or resignations taking place throughout the year the Committee may appoint a replacement until the next Annual General Meeting.

7 VOTING

- 7.1 Each Full Member and Honorary Life Member present at a meeting shall be entitled to vote. In the event of an equality of voting it shall be resolved to preserve the status quo. The Chairman shall not be entitled to a casting vote.
- 7.2 Proxy or postal voting shall not be allowed.

8 MEETINGS

8.1 General Meetings

General Meetings shall be held once each calendar month. A quorum shall consist of 15 Full Members of the Club.

8.2 Extraordinary General Meetings

Extraordinary General Meetings shall be called by the Secretary of the request in writing signed by one third of the Full Members of the Club. The meeting shall be called within 21 days of the receipt of such a request at a time to be mutually agreed upon, but in any case not later than 14 days after the date of the notice of the meeting.

8.3 Annual General Meeting

The Annual General Meeting of the Club shall be held in November. The Report and Financial Statement for the past year shall be presented at this meeting, and the election of Committee Members and appointment of office bearers for the succeeding year shall be held. At the Annual General Meeting the outgoing President shall call upon any Life or Honorary Life Members or other responsible person present to chair the meeting for elections.

8.4 Committee Meetings

8.4.1 Committee Meetings shall be held at least 10 per calendar year. A quorum shall consist of one half plus one of the total Committee Members.

8.4.2 In the event of any Committee Meeting not having a quorum, the business remaining shall be dealt with at the next Committee Meeting.

8.4.3 A copy of the Committee Meeting minutes shall be available for Committee Members.

9 FINANCE

9.1 Financial Year

The Financial Year shall commence on the 1st January each year.

9.2 Funds

The funds of the Club shall be deposited in the name of the Club and the accounts shall be operated on by any two of the Committee provided they are not related.

9.3 Reserve Fund

9.3.1 The Committee may from time to time by a resolution carried by a majority attending a Committee Meeting make a call or calls upon members of the Club of such sum or sums, not exceeding in all, one third of the Annual Membership Fee per member in any one financial year.

9.3.2 All call moneys, and such other moneys as may be decided, shall be paid into a Reserve Fund which shall be controlled by the Seal Holders and Treasurer of the Club for the time being as the Committee may decide.

9.3.3 The Reserve Fund shall pay all call moneys received by it into a special account or accounts and such money shall not be withdrawn unless the Committee by a

resolution carried by a majority of not less than two thirds of all Committee Members shall so direct.

10 AUDIT

An auditor or auditors shall be appointed at each Annual General Meeting and it shall be the auditor/s responsibility to examine all accounts, vouchers, receipt books, and furnish a report thereon at the Annual General Meeting. Audits shall be conducted prior to the Annual general meeting or lesser intervals if the occasion demands.

11 SEAL HOLDERS

There shall be two Seal Holders drawn from the Full Members of the Club who may be appointed at any General meeting and whose appointment shall be reviewed at each Annual general meeting. Seal Holders may not be Officers of the Club.

12 COMMON SEAL

There shall be a common seal of the Club which shall bear the name of the Club. The Common Seal shall be held in the custody of the Seal Holders appointed in accordance with Clause 11. The persons authorised to use the Common Seal are the two Seal Holders in the presence of some other person who shall be a member of the Committee, provided that the Common Seal shall be used pursuant to a resolution of the Committee.

13 POWERS

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

14 MAGAZINE

- 14.1 The Club may publish a periodical
- 14.2 The cost of each magazine shall be determined annually by the Committee and included in the Annual General Membership Fee.

15 AMENDMENT OF THE CONSTITUTION

- 15.1 This constitution may be amended at a General meeting or an Extraordinary General Meeting of the Club convened for that purpose.
- 15.2 Proposals to amend the Constitution shall be given in writing, signed by five Full Members, at a General Meeting of the Club.

Notice of such proposals shall be given to all Full Members at least 14 days prior to the subsequent General Meeting or Extraordinary General Meeting convened for that purpose.

- 15.3 Amendments must be accepted by a majority of two thirds of Full Members present at the meeting.

16 DISSOLUTION

- 16.1 The Club shall be dissolved on the vote of a three quarters majority of Full Members present at an Extraordinary General Meeting convened to consider such a question In the event of the Club being dissolved, the amount which remains after such dissolution and the satisfaction of all debts and liabilities shall be paid and applied by the Committee in accordance with their powers to any fund, institution or authority which is a non-profit organisation.
- 16.2 The Club may, after payment of all expenses and liabilities, be dissolved in a manner provided for in the Association Incorporation Act 1985.

Dated Tuesday 10th November 2009

Passed at the Annual General Meeting
At the Price Albert Hotel