

Falcon GT Club of South Australia Inc.



Constitution

1. The name of the Falcon GT Club of South Australia is the **“Falcon GT Club of South Australia Inc.”**
Referred to herein as the “Falcon GT Club of South Australia”
2. In these rules unless the contrary intention appears;
“Rules” means the Constitution of the Falcon GT Club of South Australia
“Committee” means the honorary Committee of Management of the Falcon GT Club of South Australia;
“Meeting” means a general meeting of members of the Falcon GT Club of South Australia convened in accordance with these rules;
“Member” means a member of the Falcon GT Club of South Australia;
“Act” means the Associations Incorporation Act, 1985
“Special Resolution” means a special resolution as defined in the Act

3. OBJECTIVES and PURPOSES

- (1) To perpetuate the history and future preservation of the Falcon GT
- (2) To promote and encourage family/social activities within the Falcon GT Club of South Australia and with similar Clubs.
- (3) To conduct regular meetings at such times as the Committee may from time to time decide however the Committee should meet at least four times a year.
- (4) To maintain a register of Members and a Vehicle Register
- (5) To establish and distribute bulletins or regular publications to all financial members and at the discretion of the Committee, to associated Clubs or interested parties.
- (6) To take any action to increase the popularity, knowledge and membership of the Falcon GT Club of South Australia.
- (7) To appoint stewards, advisers and sub-Committees to help in the administration of the Falcon GT Club of South Australia.
- (8) To recognise and abide by the decisions of the National Association of Falcon GT Clubs (NAFGTC).

4. POWERS

The Falcon GT Club of SA will have all the powers conferred by section 25 of the Act

5. MEMBERSHIP

- (1) All membership applications for the Falcon GT Club of South Australia shall be made in writing, on the prescribed form, signed by the applicant and shall be in such form as the Committee shall prescribe from time to time. Upon the acceptance of the application by the Committee and upon payment of the first annual subscription the applicant shall be a member of the Falcon GT Club of South Australia. It shall be the responsibility of each Member to notify the Secretary of any change of address or personal details.
- (2) There shall be four forms of membership. They are;
 - (a) **Full Membership**
Full Membership shall be available to a person & their spouse/partner who are the owners of a genuine Falcon GT or Genuine South African Fairmont GT. A Full Member shall on application for membership, confirm details as required by the Club that show that the vehicle is genuine and must have a genuine ID plate. Extenuating circumstances may be considered by the Committee. Full members of more than 5 years, who currently do not possess a genuine Falcon GT, may be granted Full Membership status for a further period of 5 Years, after which time this may be reviewed by the Committee.
 - (b) **Joint Membership**
Joint Membership shall be available for the partner of a financial Member, which will entitle them to the same privileges and voting rights as their partner.
 - (c) **Associate Membership**
Associate Membership shall be available to all enthusiasts of the Falcon GT. They need not be an owner of a Falcon GT. An Associate Member will not have voting rights. An Associate Member may apply to the Committee in writing for Full Membership after a period of 5 years continuous membership. Full membership will automatically be rescinded upon lapse of continuous membership.
 - (d) **Life Membership**
Life Membership awarded to members as per section 8.
- (3) Full/Joint/Life Membership will share the same rights and club privileges. References to Full Member in this constitution include these three forms of membership.

6. TEMPORARY MEMBERS

Any person may be admitted as a Temporary Member of the Falcon GT Club of South Australia upon authorisation of the Committee for a period not exceeding fourteen days. Such Temporary Member shall have no voting power and such membership may be cancelled at any time by the Committee.

7. HONORARY MEMBERS

Honorary Membership may be awarded to any person who has provided sustained meritorious service to the Falcon GT Club of South Australia upon the recommendation of the Committee subject to the approval of the Members of the Falcon GT Club of South Australia as decided by an open vote at any general meeting. Such membership shall have no voting power and shall remain in place for an open period of time unless the Committee recommends cancellation of such membership which will be decided by Club Members by an open vote at any general meeting.

8. LIFE MEMBERS

Any person who has completed 15 years Full membership at the time of nomination and is in good standing who has served on the Committee for a period of no less than 5 years and rendered the Falcon GT Club of South Australia meritorious service, or a Full Member who has completed 15 years at the time of nomination who has provided a minimum of 12 years of continuous outstanding service and contribution to the Falcon GT Club of South Australia without serving on the Committee, may be nominated for consideration for Life Membership at any Annual General Meeting. Nominations will only be considered if such nomination/s are received in writing by the current Committee of the Falcon GT Club of SA prior to close of nominations, which shall be the during the General Business section of the last General Meeting of a financial year. A nomination shall be proposed by a Full Member and Seconded by at least one other Full Member. The written Nomination/s shall include proof the Nominee meets the necessary criteria and a brief history that will support the Nominees submission for Life Membership. No more than 5% of total current full membership at the time of nomination shall be Life Members, and no more than one new Life Member shall be accepted in any one financial year.

If more than one nomination is received, a secret ballot may be held at the Annual General Meeting to decide the successful nomination. Acceptance of the successfully nominated Life Member will be subject to a secret ballot and voting is strictly limited to current financial (as at the 30th June of that year) Full Members, Joint Full Members and Life Members of the Falcon GT Club of South Australia Inc. present at the Annual General Meeting. In order for the Life Membership to be accepted by the Club, a minimum of 75% of votes in favour of such nomination shall grant Life Membership to the Nominee. Counting of votes shall be conducted by the current Club President (or current Committee Member) and a current Life Member. The Nominated Life Member, the Nominator or the Seconder of the Nominee shall not be permitted to take part in the counting of the votes. Life members, so elected, shall have full financial membership privileges granted to them.

Once elected to Life Membership, that Membership shall remain indefinite subject only to Clause 11 of the Constitution of the Falcon GT Club of South Australia Incorporated. A Life Member can surrender his or her Life Membership at any time.

9. SUBSCRIPTIONS

- (1) The subscription fees for each class of membership shall be such sum as the Members shall determine from time to time at an Annual General meeting.
- (2) All membership renewals are due at the 30th June each year, and must be paid within 30 days of the Annual General Meeting to remain continuous. The Annual General Meeting is to be held no later than 30th July of each year.

10. RESIGNATION

A Member may resign from membership of the Falcon GT Club of South Australia by giving written notice thereof to the Secretary of the Falcon GT Club of South Australia. Any Member so resigning shall be liable for any outstanding subscriptions, which shall be recovered as a debt due to the Falcon GT Club of South Australia. Upon cessation of membership, there shall be no claim upon the Falcon GT Club of South Australia for any of the Club's property or assets.

11. EXPULSION OF A MEMBER

- (1) Subject to giving a Member an opportunity to be heard or to make a written submission, the Committee may resolve to expel a Member if a charge of misconduct detrimental to the interests of the Falcon GT Club of South Australia, its Members or potential Members is proven.
- (2) Particulars of the alleged mis-conduct and the proposed expulsion shall be communicated to the Member at least one calendar month before the meeting of the Committee at which the matter will be determined.
- (3) The determination of the Committee shall be communicated to the Member, and in the event of an adverse determination the member shall subject to sub-rule (4) cease to be a member 14 days after the Committee has communicated its determination to him.
- (4) It shall be open to the Member to appeal to the Falcon GT Club of South Australia in a general meeting against the expulsion. The intention to appeal shall be communicated to the Secretary of the Falcon GT Club of South Australia within 14 days after the determination of the Committee

has been communicated to a Member.

- (5) In the event of an appeal under sub-rule (4) the appellants membership of the Falcon GT Club of South Australia shall not be terminated unless the determination of the Committee to expel the Member is upheld by the Members of the Falcon GT Club of South Australia in the general meeting after the appellant has been heard, and in such event, membership will be terminated at the date of the general meeting at which the determination of the Committee is upheld.

12. THE COMMITTEE

- (1) The affairs of the Falcon GT Club of South Australia shall be managed and controlled exclusively by a Committee, which in addition to any powers and authorities conferred by these rules, may exercise all such powers and do all such things as are within the objectives of the Falcon GT Club of South Australia, and are not by these rules required to be done by the Falcon GT Club of South Australia in general meeting.
- (2) The Committee shall have the power to appoint such officers and employees as are required to carry out the objectives of the Falcon GT Club of South Australia, and may discuss or delegate any of its powers to such officers and employees.
- (3) The Committee shall be comprised of a President, up to two Vice-Presidents, Secretary, Treasurer.
- (4) Full members only are eligible for Committee positions. Nominees for Club President must have held Full membership for a minimum of **two full years** prior to nominating. Nominees for other Committee positions should have held Full membership for a minimum of **two full years** prior to nominating.
- (5) The Committee may appoint a neutral person to fill a casual vacancy, and such a Committee Member shall hold office until the next annual general meeting or special general meeting of the Falcon GT Club of South Australia and shall be eligible for re-election.
- (6) If more than one nomination occurs for a given position then that position is to be voted on.
- (7) Notice of all persons seeking election to the Committee shall be given to all Members of the Falcon GT Club of South Australia with the notice calling the meeting at which the election is to take place.
- (8) All nominees be proposed and seconded by unrelated Full financial Members on the nomination form prior to the closing date of nominations. If only the required number of persons are nominated to fill the existing vacancies the Chairperson shall declare such persons duly elected as Committee Members
- (9) A person elected to the position as President may hold office for not more than three (3) consecutive terms and shall not seek re-election for a fourth consecutive term. In the event that a President is not elected to fill the vacancy, a Vice President shall hold and maintain the office of President until the position is filled.
- (10) The Committee may appoint any person(s) who is/are NOT a Member of the Falcon GT Club of South Australia for any special purpose deemed necessary.

13. DUTIES OF OFFICERS

The **PRESIDENT** shall act as Committee chairperson and control the direction, through the Falcon GT Club of South Australia's and Member's requirements of the Falcon GT Club of South Australia. The President will hold the deciding vote if a decision is divided. The President will represent the Falcon GT Club of South Australia or nominate person/s as required at Falcon GT Club of South Australia outings.

The **VICE-PRESIDENTS** will assist the President, and when necessary, take on the President's responsibility.

The **SECRETARY** shall assist in the collection of subscriptions and all other moneys due or payable to the Falcon GT Club of South Australia, and hand same to the Treasurer within 14 days of receipt thereof. He/she shall convene all meetings. He/she shall record the minutes of all properly convened meetings (which minutes shall be submitted to the next meeting for confirmation). He/she shall keep a complete list of the Members, together with their addresses and conduct the correspondence of the Falcon GT Club of South Australia. He/she shall act under the supervision and direction of the Committee and shall prepare a report of the previous year's transactions for presentation at the Annual General Meeting.

The **TREASURER** shall collect all subscriptions and other moneys due or payable to the Falcon GT Club of South Australia.

- (1) He/She shall immediately give an official receipt thereof, and within 14 days pay the money into such bank or banks or building societies as may be decided by the Committee and in the name and to the credit of the Falcon GT Club of South Australia.
- (2) He/She shall keep a complete list of Members and their addresses, and shall also keep a record of the amount of subscriptions due by each member from time to time, showing also the date of subsequent payment.
- (3) He/She shall keep correct account books showing the on-going financial affairs of the Falcon GT Club of South Australia, and shall submit same to the Committee when required, and shall prepare and submit to the Annual General Meeting a financial statement.
- (4) Following each Annual General Meeting the Treasurer shall arrange an independent Audit of the Clubs total Financial Records for the preceding Financial Year. This audit is to be conducted prior to the end of the Calendar Year, with the Audit Report being presented to the Committee as soon as it is completed. The Falcon GT Club of SA will fund the subject report.
- (5) At each general meeting, He/She shall report the Club's financial position, also stating the income received and the payments made since the preceding general meeting.
- (6) All cheques drawn shall be marked "Not Negotiable", signed by two Committee Members and shall be drawn to the order of the person in whose favour the cheque is made.

14. FINANCIAL YEAR

The financial year of the Falcon GT Club of South Australia shall be the period commencing on the 1st of July, and thereafter a period of 12 months ending on the 30th of June in each year.

15. DISQUALIFICATION OF COMMITTEE MEMBERS

The office of Committee Member shall become vacant if a Committee Member is;

- (1) expelled by the Club;
- (2) permanently incapacitated by ill health;
- (3) absent without apology from more than three consecutive Committee meetings, or more than four Committee meetings in a financial year;

16. PROCEEDINGS OF COMMITTEE

- (1) The Committee shall convene a Meeting for the dispatch of business at least four times a year.
- (2) Questions arising at any meeting shall be decided by a majority of votes, and in the event of equality of votes the Chairperson shall have a casting vote in addition to a deliberating vote.
- (3) A quorum for a meeting of the Committee shall be three Members.
- (4) A member of the Committee having a pecuniary interest in a contract with the Falcon GT Club of South Australia must disclose that interest to the Committee as required by the Act, and shall not vote with respect to that issue.

17. RULES

- (1) Subject to approval by resolution of the Members of the Falcon GT Club of South Australia, these rules may be altered (including an alteration to name), or be rescinded and replaced by substituted rules at a properly convened Special General meeting or the Annual General Meeting. Any variation to the Rules must be submitted in writing to the Club during the General Business section of the general meeting prior to the Special General Meeting or the Annual General Meeting. Any such written submission/s shall contain the proposed Rule change and reasons for such change or changes.
- (2) These rules shall bind every member to the same extent as if they had respectively signed and sealed them, and agreed to be bound by all of the provisions thereof. On acceptance by the Falcon GT Club of South Australia of a Membership application, new Members will be entitled to a copy the Constitution of the Falcon GT Club of South Australia.

18. MEETINGS

- (1) At least seven days' notice of any general meeting shall be given to Members. The notice shall set out where and when the meeting will be held, and particulars of the nature and order of the business to be transacted at the meeting. In the case of an Annual General Meeting, the order of business at the meeting shall be the consideration of the accounts and reports of the Committee and the auditors, the appointment of auditors and Committee Members (if required), and any other business requiring consideration in general meeting.
- (2) A notice may be given by the Falcon GT Club of South Australia to any member by serving the Member with the notice personally, or by sending it by post to the address appearing in the register of Members.
- (3) Where notice is sent by post or email, service of the notice shall be deemed to be effected if it is properly addressed and sent to the Member either by ordinary prepaid mail, or to the email address provided on their membership form.
- (4) Notice of meeting at which a Special Resolution is to be proposed shall be given at least 21 days prior to the date of the meeting.
- (5) The Committee may call a Special General Meeting and shall call an Annual General Meeting of the Falcon GT Club of South Australia giving not less than 21 days notice.
- (6) Upon a request in writing of not less than ten Full members of the Falcon GT Club of South Australia, the Committee shall within one month of the receipt of the request, convene a Special General Meeting for the purpose specified in the request.
- (7) Every request for a Special General Meeting shall be signed by the Members making the same and shall state the purpose of the meeting
- (8) If a Special General Meeting is not convened within one month as required by sub-rule (3) the requisitioners may convene a special meeting. Such a meeting shall be convened in the same manner as a meeting convened by the Committee, and for this purpose the Committee shall ensure that the requisitioners are supplied free of charge with particulars of the members entitled to receive a notice of meeting. The reasonable expenses of convening and conducting such a meeting shall be borne by the Falcon GT Club of South Australia.
- (9) All correspondence to be on time. No late acceptances will be recognised for any reason whatsoever.
- (10) Amendments to the constitution can only be made at an Annual General Meeting or a Special General Meeting.

19. PROCEEDINGS AT MEETINGS

- (1) Seven Full Members present personally or by proxy shall constitute a quorum at any meeting.
- (2) If within thirty minutes after the time appointed for the meeting a quorum of members is not present, a meeting convened upon the requisition of Members shall lapse. In any other case, the meeting shall stand adjourned to the same day in the next week, at the same time and place, and if at such adjourned meeting a quorum is not present within 30 minutes of the time appointed for the meeting, the Members present shall form a quorum.
- (3) The Chairperson of the Committee, or if there shall be no Chairperson the vice Chairperson of the Committee or in their absence, or on their declining to take, or retiring from the chair, one of the Committee Members chosen by the meeting, shall preside as Chairperson at every general meeting of the Falcon GT Club of South Australia.
- (4) If there is no such Chairperson or vice-Chairperson present within ten minutes after the time appointed for holding the meeting, the Members present may choose one of their number to be Chairperson.
- (5) The chairperson may, with the consent of any Meeting at which a quorum is present, and shall if so directed by the meeting, adjourn from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place.
- (6) When a meeting is adjourned for 30 days or more, notice of the adjourned meeting shall be given as if that meeting were an original meeting of Members.
- (7) At any general meeting, items of business requiring a decision to be made on an outcome shall be deemed to have adequate discussion when a motion confirming the outcome is moved and seconded by two Members at the meeting and carried by a majority vote of all Members present.
- (8) A declaration shall be made by the Chairperson of the meeting that a resolution has been carried or lost, unless a poll is demanded by conclusive evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, the resolution.
- (9) If a poll is demanded by the Chairperson of the meeting or by three or more Members present personally or by proxy, it shall be taken in such a manner as the Chairperson directs. The result of such poll shall be the resolution of the meeting, except that in the case of a Special Resolution a majority of not less than three quarters of the Members who being entitled to do so vote personally or by proxy at the meeting is required.
- (10) A poll demanded on the election of a Chairperson of a meeting or on any question of an adjournment shall be taken at the meeting and without adjournment.

20. MINUTES

- (1) Proper minutes of all proceedings of meetings of the Falcon GT Club of South Australia and of meetings of the Committee, shall be entered within one month after the relevant meeting in the monthly newsletter issued to all financial Members.
- (2) The minutes kept pursuant to this rule shall be deemed true and correct signified by such a motion being moved and seconded at the next general meeting.
- (3) Where minutes entered are moved and seconded they shall unless the contrary is proved, be evidence that the meeting was convened and duly held, that all proceedings held at the meeting shall be deemed to have been duly held, and that all appointments made at a meeting shall be deemed to be valid.

21. VOTING RIGHTS

Only Full Members, who are financial, shall have the right to vote in annual elections or on any other matter which involves Falcon GT Club of South Australia policy or direction.

22. ACCOUNTS

The Treasurer of the Falcon GT Club of South Australia shall keep such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the Falcon GT Club of South Australia.

23. WINDING UP

The Falcon GT Club of South Australia may be wound up in accordance with the Act, or by Special Resolution, upon the majority vote of not less than three quarters of all Full Members of the Falcon GT Club of SA, by voting either in person or by proxy at a Special General Meeting convened to consider such question.

24. APPLICATION OF SURPLUS ASSETS

In the event of the Falcon GT Club of South Australia being dissolved, the amounts which remain after such dissolution and satisfaction of debts and liabilities shall be transferred to any other organisation with similar objectives and which is free from income tax or to a charitable organisation which is approved by the Commissioner of Taxation as a public benevolent institution for the purposes of any Commonwealth Taxation Act.

25. HISTORICAL REGISTRATION

The Falcon GT Club of South Australia will abide by the requirements for Historic Registration as determined by the Department of Transport of South Australia. Fees will be as determined by the Committee and charged annually per vehicle.

26. ACCESS TO COPIES OF THE CONSTITUTION

The Falcon GT Club of South Australia Inc constitution will be available to all members via the club website. Alternatively, members may, upon request, receive a copy from the club as requested.

27. DONATIONS TO APPROVED CHARITIES

Donations to approved Charity/Charities shall occur once annually at the end of each Financial Year. The amount of donation will be limited up to 25% (maximum) of the Annual Surplus Amount advised by the Treasurer at the AGM.

The Charity/Charities to receive the donation will be chosen at the AGM each year by members who can nominate a recipient/recipients on the night. If more than one Charity is nominated, a vote will be held on which single or multiple charities will receive the donation/s.

28. GT NATIONALS CLUB DELEGATES

Prior to each GT Nationals, two suitable Club Delegates are to be chosen and approved by the Committee to represent our Club at that event. The Club will provide funding to allow them to attend the pre event Delegates meeting. It is expected the Delegates will attend the Nationals Event at their own cost and also attend the post Nationals Meeting. The Club is to be kept informed with updates and information about the event prior to and post the event. In the event a Delegate cannot attend the National Event, pre or post meetings, then a Club Member who is present at the event will be nominated to attend as a Club Representative.