



## CORVETTES OF WESTERN AUSTRALIA (INC) CONSITUTION 2019

### 1. NAME:

- (1) The name of the club shall be CORVETTES OF WESTERN AUSTRALIA (INC)

### 2. OBJECTIVES:

- (1) The objectives of the club shall be to promote the interests of Corvette enthusiasts and the preservation, promotion, use and enjoyment of the Corvette.

### 3. JURISDICTION:

- (1) The constitution shall be binding on all members.

### 4. COMMITTEE:

- (1) There shall be a General Committee herein after called "The Committee" consisting of the President, Vice President, Honorary Secretary, Honorary Treasurer and two additional committee members.

### 5. ELECTION OF THE COMMITTEE:

- (1) The Committee shall be elected annually at the Annual General Meeting and should any office become vacant the committee may elect a member to fill such vacancy until the following Annual General Meeting.
- (2) Any office bearer ceasing to be a member of the club shall cease to be an office bearer of the club.
- (3) Any committee members can be removed from office by three quarters of the votes of those members present at a Special General Meeting. Notice of motion is to be posted at least fourteen (14) days beforehand.
- (4) The time a committee member can serve on the committee in the same position, is unlimited.



**6. PRESIDENT:**

- (1) It is the duty of the President to consult with the secretary regarding the business to be conducted at each committee meeting and general meetings and to advertise and organise the meeting place and time.
- (2) The President has the powers and duties relating to convening and presiding at committee meetings and presiding at general meetings provided for in this Constitution.

**7. VICE PRESIDENT:**

- (1) It is the duty of the Vice President to assist committee members and in the case of absence or vacancy of the position of President to fill the role of Acting President until the committee appoints a new president or a new president is elected at an annual general meeting.

**8. SECRETARY:**

- (1) It is the duty of the Secretary to deal with and / or direct correspondence to the appropriate committee person.
- (2) The Secretary consults with the President regarding the business to be conducted at each committee meeting and general meeting.
- (3) The Secretary records minutes of committee meetings and general meetings.

**9. TREASURER:**

- (1) The Treasurer is responsible for the receipt of all monies paid or received on behalf of the club, shall issue receipts in the name of the club and is responsible to carry out the following duties:
  - a. Pay and record all monies received by the club into the accounts of the club.
  - b. Make payments from the funds of the club with the authority of the President, the committee or of the general meeting and in so doing ensure that all cheques and other payments are authorised and recorded.
  - c. Reimburse and record expenses incurred by committee members delegated by the committee to make purchases on behalf of the club for its function or for the fulfilment of club objectives.



#### 10. MEMBERSHIP:

- (1) It is the duty of the membership committee person to maintain on behalf of the club the register of members, and record in the registry any changes in the membership, as required under section 53(1) of the Act.
- (2) The register shall record, as a minimum, all members full names, names of nominated partners, postal address, telephone, and email addresses of such members if available.
- (3) The membership committee person must keep a record of the following for at least one year after a person ceases to be a member:
  - a. The name and the date on which the person ceased to be a member.
  - b. The reason, if known, why the person ceased to be a member.

#### 11. NOMINATION FOR OFFICE:

- (1) Nominations for candidates shall be in writing on the proxy form provided, to the secretary prior to the Annual General Meeting or from the floor at the Annual General Meeting.

#### 12. ELIGIBILITY TO BE ELECTED TO COMMITTEE:

- (1) To be eligible to hold an elected position on the committee any such nominated member must sign "eligibility to be on committee" document stating as follows that they:
  - a. Are not bankrupt and their affairs are not under insolvency laws.
  - b. Have not been convicted of an indictable offense in relation to the formation or management of a body corporate in the last five (5) years.
  - c. Have not been convicted of an offense involving fraud or dishonesty punishable by at least three (3) months imprisonment in the last five (5) years.
  - d. Have not been convicted of an offence under the Act, where a person has allowed an association to operate whilst insolvent in the last five (5) years.
  - e. Any member nominated for committee and being subject to the above- mentioned provisions may seek an exemption to sit on committee by seeking special approval by the Commissioner for Consumer Protection.



### **13. POWERS OF THE COMMITTEE:**

(1) The committee shall:

- a. Carry out the management of the general affairs of the club and incidental matters except expulsion of members.
- b. Reserve the right to elect any subcommittee if so desired.
- c. Make decisions relating to affiliation on behalf of the club and liaise with such bodies for the club.
- d. Members of the committee shall in any discussion or determination of any committee decision, where a conflict of interest arises, declare any such conflict of interest to the meeting. Conflicts of interest include financial and non- financial interest or any material personal interests. Where applicable any such interest shall be recorded in the minutes of the meeting and disclosed at the club's next general meeting.
- e. Records of committee meetings shall be made and kept by an attending committee member appointed by the president.

### **14. ANNUAL GENERAL MEETING:**

- (1) The Annual General Meeting of the club shall be held within six (6) months of the end of the financial year not later than 31 December each year.
- (2) At an Annual General Meeting the committee shall provide an annual financial report that provides a true and fair view of the club financial position and performance. The content of this report shall meet the requirements of the current legislation.
- (3) The subscription payable for membership to the club for each financial year shall be determined at each Annual General Meeting.

### **15. SPECIAL GENERAL MEETINGS:**

- (1) A Special General Meeting may be called at any time by the order of the committee or on a requisition signed by at least 15% of the members which states the object thereof.

### **16. GENERAL MEETINGS:**

- (1) General Meetings shall be held bi-monthly or at such time and place as the committee may appoint.



**17. COMMITTEE MEETING:**

- (1) The committee shall meet bi-monthly or whenever two (2) or more members of the committee deem it necessary or when called by the President or the Secretary.

**18. NOTICE OF MEETINGS:**

- (1) Fourteen (14) day notice of an Annual General Meeting, General meeting, or Special Meeting shall be given to the members by circular, email, or other form of notification from time to time approved by committee, stating the object and business of such meeting.
- (2) At any General meeting, a member providing fourteen (14) days prior notice to the President, may request to inspect the clubs accounts.

**19. QUORUM:**

- (1) The lesser of 20% of the total membership or ten (10) members shall form a quorum at all Annual, Special and General Meetings.
- (2) Four (4) members shall form a quorum at all committee meetings and the decision of a majority of the vote recorded shall be binding.
- (3) No business is to be conducted at a committee meeting unless a quorum is present.

**20. METHOD OF VOTING:**

- (1) When a ballot is not expressly provided for by these rules all questions shall be decided by a show of hands.
- (2) If votes are divided equally on a question, the President of the meeting has a second or casting vote

**21. VOTING BY PROXY:**

- (1) Members may vote by proxy at any meeting. The instrument appointing a proxy shall be in writing, as per the prescribed form, signed by the appointer and must be lodged with the committee no later than one hour before the commencement of the meeting.
- (2) No person shall be appointed a proxy who is not a member of the club and entitled to vote.
- (3) No person can act as a proxy for more than one (1) other person at a General Meeting or Special Meeting.



## 22. MEMBERSHIP:

- (1) To be eligible for membership persons wanting to apply must agree to promote and respect the objectives of the club, abide by the club constitution, complete application form for membership, and pay, as per the application form, the nomination and subscription fees.
- (2) Fees are designated on the application form and may be adjusted by recommendation of the committee to take effect following consent of the members at the Annual General Meeting.
- (3) Membership begins upon receipt of application and fees. The membership fee for new applications received after December 31 for the current financial year will be half the annual membership fee, or if received after April, the full annual membership fee will be charged and will be recorded as paid through the following financial year.
- (4) For new members a nomination fee will be charged. The nomination fee will be used to purchase name badges for member and partner.
- (5) Subscription fees are to be paid promptly. Fees paid after 31 July each year are late. Members not paying the subscription fee by 31 July are considered non- financial and as such, at the discretion of the committee may be removed from the register of members, restricted from attending club events and will not be eligible to vote at any meetings.
- (6) After four (4) months of being non- financial, the individual will forfeit his or her membership status and be removed from the membership roll. Any further request to join Corvettes of WA will incur the nomination and membership fees of the day. The nomination fee will not be used to purchase a new badge for previous members of Corvettes of WA.
- (7) The number of members shall be unlimited.
- (8) The nominated partner of any person paying membership shall be known as a Member.
- (9) Any member wanting to discontinue their membership, must notify the membership committee person.
- (10) A person ceases to be a member when any of the following take place:
  - a. An individual member dies
  - b. A member resigns from the club as per 22 (9)
  - c. A member is removed from the club register due to non-payment of fees as per 22 (5).



### **23. REGISTER OF MEMBERS:**

- (1) A member may at any time, upon production of a statutory declaration setting out the purpose for which a copy of the register of members is required, request the committee to provide the name and email address of any other member sought after due consideration of the information provided within the sworn statutory declaration.
  - a. It is an offense for any member to disclose or use the information obtained from the register of members or record of office holders for a purpose that is not directly connected with the affairs of the club.
  - b. Any member who requests the club provide them with a copy of the register containing the names, phone numbers, and email addresses of members, shall be levied a fee of \$60 payable to the club.

### **24. CONDUCT OF MEMBERS:**

- (1) All members shall be subject to the rules, regulations and by-laws of the club. If a complaint is made to the committee that the conduct of any member either in or out of the club is injurious to the character or the interests of the club, the committee may hold an enquiry into the matter. Such enquiry may be held either at an ordinary meeting of the committee or as the committee shall otherwise decide.
- (2) The parties to a dispute may be required to attend any meeting at which the enquiry or any adjournment thereof is to be held and shall in any case (unless it is decided that the representations are groundless or trivial), give the member a reasonable opportunity of being heard in his or her defence.
- (3) It shall be obligatory upon the member, if summoned to attend and appear before the enquiring body on the date notified to him/her and if he/she shall fail to attend on such date, the enquiring body may in his or her absence proceed with and complete the enquiry.
- (4) Having completed the enquiry, the enquiring body, if they find the member at fault, may either,
  - a. Reprimand the member and/or suspend the member for any period not exceeding six (6) calendar months, call upon such member to resign his/her membership and if such member shall refuse or neglect to forward his/her written resignation within seven (7) days it shall be the duty of the committee to call a special general meeting of the club to consider the member's expulsion.
  - b. The proceedings before any special general meeting convened for the purpose of dealing with a complaint against a member shall be conducted as a hearing and the decision of such special meeting shall be final. Such special meeting may impose any penalty or punishment which the enquiring body might have imposed or may be expel the member from the club. Any resolution at such general meeting shall require not



less than three fifths of the votes (including proxy votes) of those present and voting to support the proposed resolution.

- c. At any enquiry, at any special general meeting, the enquiring body and the member against who an offense is alleged, must present the relevant evidence (whether of members or non-members) as they shall desire. The rules of evidence shall not apply unless the chairman shall otherwise determine.
- d. In a dispute between any member that relates to the rules of the club cannot be resolved through this process, the applicant may make an application for the matter to be heard by the State Administrative Tribunal (SAT). It shall be open to the SAT to refer the dispute or any aspect of it, for mediation or make orders for the resolution of the dispute.

#### **25. HONORARY MEMBERS:**

- (1) Any person for sufficient reason may, if nominated by the committee for that purpose be elected at any general meeting as an honorary member of the club. Such nomination and election shall be by ballot. Honorary life members and their nominated partner shall be entitled to the privileges of the club and shall be eligible to vote and bear office but shall not be subject to expulsion under these rules or be liable to pay an annual subscription.
- (2) Nomination for honorary life membership shall only be considered based upon a minimum of seven (7) years' service in a committee role and the quality and value to the club of any such service.

#### **26. FINANCIAL YEAR:**

- (1) The financial year of the club shall commence on the first day of July and shall end on the thirtieth day of June each year.

#### **27. PROPERTY:**

- (1) All property of the club shall be held by the committee for the time being as trustees for the club and appropriate declarations of trust shall be made by them.
- (2) The president, treasurer, and membership committee person can have access to view banking details provided, however, that only the president and treasurer are signatories on the bank account of the club and are authorised to conduct banking business on behalf of the club.
- (3) All monies received on behalf of the club shall be banked promptly in such bank accounts as the committee shall from time to time determine.





- (4) Any monies not required immediately for club purposes may be invested by the committee in such securities as they may from time to time determine.

**28. BORROWING POWERS:**

- (1) The club may borrow with or without security over any of its assets and may give such mortgages and charges to secure any money or monies borrowed as the committee shall think fit provided that no monies shall be borrowed except in accordance with a resolution approving such borrowings passed by the majority at a general meeting at which notice of intention to move such a resolution has been given.

**29. AFFILIATION:**

- (1) The club may affiliate with any other organisation whose objectives do not conflict with the objectives of this club.

**30. CONSTITUTION AND RULES:**

- (1) An addition, alteration, or revision of this constitution shall not be made except at an annual general meeting or special general meeting and passed by the majority of three fourths of the members present, voting either by person or by proxy.
- (2) The committee may make rules consistent with this constitution relating to the conduct of functions, the use of facilities and any matters incidental thereto, or to comply with changes in the governing Act provided however, that any three (3) members may by written requisition require a rule to be submitted to a special general meeting and the committee shall be bound by the decision of such meeting.

**31. WINDING UP:**

- (1) The club may be voluntarily wound up if at a general meeting a resolution requiring the club to be wound up is passed and the resolution is confirmed as aforesaid at a subsequent special general meeting called for that purpose and held not earlier than thirty (30) days after the date on which the resolution so to be confirmed is passed.
- (2) Upon winding up of the club, any assets remaining after all the liabilities of the club have been paid, discharged or satisfied shall be paid or transferred to such other club or clubs (Incorporated) or body corporate or licensed charity and in such shares or proportion if more than one, as the club in the special general meeting decides.
- (3) No club property, cash or other assets shall be returned to club members.



**32. NOT FOR PROFIT CLAUSE:**

- (1) The property and income of the club must be applied solely towards the promotion of the object or purposes of the club and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to any member of the club, except in good faith in the promotion of those objects or purposes.