

XR6 & XR8 Club of Queensland Inc.

By-laws

Version 1.7

Version control

|  |  |  |  |
| --- | --- | --- | --- |
| Version | Date | Comment | Approved/ratified |
| V 0.1 | 9/8/11 | By-laws developed | Constitution working party – Team Leaders |
| V 0.2 | 11/03/12 | Paul Milevskiy Comments |  |
| V 0.3 | 19/3/12 | Additions/Changes by Committee | Constitution working party |
| V 0.4 | 15/5/2012 | Addition/Changes suggested by Expert Sue Willingham & Committee | Constitution working party |
| V 0.5 | 03/06/2012 | Changes to Section 3.3 clause d | Special General meeting voted amendment |
| V 0.5 | 04/11/2012 | Addition of Section 2.7 “Rejection of Application for Membership” Section | Vote at 2012 AGM |
| V 0.7 | 30/08/2015 | Addition of f: G6E Turbo to 2.1 | Vote at 2015 AGM |
| V 0.7 | 30/08/2015 | Delete part of paragraph d of section 3.3 – and 75% of meetings – to be deleted | Vote at 2015 AGM |

Document approval

|  |  |  |
| --- | --- | --- |
| Prepared by: | Signature | Date |
| Constitution working party |  |  |
| Serena Altea (Team Leader) |  |  |
| Zorica Ilincic |  |  |
| Sharron Ball |  |  |
| Darren Shaw |  |  |
| Paul Milevskiy |  |  |
| Approved by: |  |  |
| 2011 Executive Committee |  |  |
| President |  |  |
| Secretary |  |  |
| Ratified by: |  | 03/06/2012 |
| General Membership |  |  |
| AGM |  | 30/08/2015 |

ABN: 40 959 460 584

XR6 and XR8 Club of Queensland (Inc)

PO Box 6202 Logan Central QLD 4114

Website: www.xrclub.com

Table of contents

[1 Introduction 5](#_Toc340935536)

[1.1 The by-laws 5](#_Toc340935537)

[2 Membership 5](#_Toc340935538)

[2.1 Classes 5](#_Toc340935539)

[2.2 Fees 6](#_Toc340935540)

[2.3 Membership financial year 6](#_Toc340935541)

[2.4 Rights, privileges and responsibilities of membership 6](#_Toc340935542)

[2.5 Disciplinary Action∞ of a Member 7](#_Toc340935543)

[2.6 Disputes Committee 8](#_Toc340935544)

[2.7 Rejection of Application for Membership 8](#_Toc340935545)

[3 Committee of management 9](#_Toc340935546)

[3.1 Office bearers (the Executive Committee) 9](#_Toc340935547)

[3.2 Other club roles 9](#_Toc340935548)

[3.3 Eligibility to nominate for the Executive Committee 9](#_Toc340935549)

[3.4 Period of election 9](#_Toc340935550)

[3.4.1 Consecutive terms 9](#_Toc340935551)

[3.5 Election of Executive Committee 9](#_Toc340935552)

[3.5.1 Lodging of nominations 9](#_Toc340935553)

[3.5.2 Publication of nominations 10](#_Toc340935554)

[3.6 Method of election of Executive Committee 10](#_Toc340935555)

[3.6.1 Ballot lists 10](#_Toc340935556)

[3.6.2 Proxy votes 10](#_Toc340935557)

[3.6.3 Scrutineers 10](#_Toc340935558)

[3.6.4 Executive committee nominations 10](#_Toc340935559)

[3.7 Method of appointment of other club roles 10](#_Toc340935560)

[3.8 Meetings of the Executive Committee 10](#_Toc340935561)

[3.8.1 Quorum for Executive Committee 11](#_Toc340935562)

[3.8.2 Attendance at Executive Committee meetings 11](#_Toc340935563)

[3.8.3 Casting votes 11](#_Toc340935564)

[3.9 General Meetings 11](#_Toc340935565)

[3.9.1 Agenda items 11](#_Toc340935566)

[3.9.2 Proxy votes 11](#_Toc340935567)

[3.10 Forfeiture of election to Executive committee 11](#_Toc340935568)

[4 Annual general, General or Special General meetings 12](#_Toc340935569)

[4.1 Quorum 12](#_Toc340935570)

[4.2 Voting and Casting Votes 12](#_Toc340935571)

[4.3 Notice of a general meeting 12](#_Toc340935572)

[5 General 12](#_Toc340935573)

[5.1 Reportage of meetings 12](#_Toc340935574)

[5.2 Financial 12](#_Toc340935575)

[5.2.1 Approval of Expenditure 12](#_Toc340935576)

[5.2.2 Financial Year 12](#_Toc340935577)

[5.3 Documents 12](#_Toc340935578)

# Introduction

These by-laws are being drafted to be approved at a Special General Meeting of the XR6 & XR8 Club of Queensland Inc, IA29402, incorporated on 18 August 2000, and are an addendum to the Rules of Association.

## The by-laws

The by-laws are divided into the following parts:

1. Membership
2. Executive Committee
3. Annual general or general meetings
4. General

All subsequent amendments to these by-laws will indicate the date on which the most recent amendment was made and approved by the Executive Committee.

# Membership

## Classes

The following categories of membership are available:

1. **Ordinary** member – full, member must own a club compliant vehicle:
2. XR6 Falcon
3. XR8 Falcon
4. FTE Falcon
5. Tickford Falcon
6. Ford Performance Vehicle (FPV) Falcon
7. G6E Turbo
8. **Life** member – The criteria for being granted life membership is:
9. Qualification period is 10 consecutive years;
10. Life membership is given on merit; as determined by the Executive Committee which may include but not limited to – commitment to the club, time and effort given in assisting with events, committees etc.
11. The nominated person must be eligible for ordinary membership at the time of nomination and voting;
12. The nomination must be sent in writing to the Executive Committee to check the criteria is met;
13. The nomination is put to a general meeting of the association and a vote conducted by the membership;
14. Life Membership is only valid if the member complies with the rules of ordinary membership.
15. If a Life Member sells their club compliant vehicle, to retain their Life Membership they must acquire another club compliant vehicle within 3 months or relinquish life membership.

1. **Conditional** membership – a membership imposed upon an Ordinary, Associate or Life member due to the following:
2. result of a Show Cause\*; or
3. disciplinary action

*\* definition: A notice send to Ordinary, Associate or Life members requiring them to show cause why their membership should not be cancelled or suspended due to their behaviour or actions bringing the club into disrepute or affecting club harmony.*

A Conditional membership can either be temporary or permanent in nature.

1. **Associate** membership - Any of the above memberships covers one nominated owner of a club compliant vehicle. Any other owner of the vehicle or the nominated owner’s immediate family are classified as **Associate Members**, however only the nominated owner has voting rights.

An Associate Member cannot hold a position on the Executive committee however can be involved with any sub-committee of the Association subject to Clause 3.3 point (e).

Membership is not transferrable.

## Fees

Membership fees are as follows:

1. **Ordinary member** – $50.00 per annum

* New members pay an additional $20 admin fee in the first year only.

1. **Life member** – 50% of the Ordinary member per annum fee.

Any member who is more than 3 months in arrears is deemed un-financial and must reapply for membership and, if approved by the Executive Committee, will be re-allocated their original membership number in the register.

If a membership has lapsed and the period is longer than 12 months then the Executive Committee has the discretion to re-apply the $20 admin fee.

This may be waived if the member makes written and/or verbal contact with the Executive Committee to explain the reason for late payment, i.e. under situations of personal financial duress/hardship.

## Membership financial year

The membership financial year is 1 June to 31 May.

Renewal of membership must be paid within 3 months after the end of the membership financial year otherwise membership may be deemed un-financial.

Any un-financial member cannot attend any club runs or events until their membership is paid. This excludes any prospective member that is attending a club event for the first time with the view of joining the club as an Ordinary member.

## Rights, privileges and responsibilities of membership

Current privileges include:

**Ordinary member**

* must abide by the Model Rules, these By-Laws and the Code of Conduct
* invitation to all club runs, show & shines and social events, e.g. BBQs, functions and working bees
* full voting rights at annual and general meetings
* opportunity to stand for Executive Committee
* opportunity to stand for sub-committees
* private access to club website
* Receives a discount from club sponsors.

**Associate member**

* must abide by the Model Rules, these By-Laws and the Code of Conduct
* invitation to all club runs, show & shines and social events, e.g. BBQs, functions and working bees
* opportunity to stand for sub-committees
* no voting rights at any meetings
* cannot stand for Executive Committee
* access to club website via an individual log-in

**Conditional member**

* must abide by the Model Rules, these By-Laws, the Code of Conduct and any conditions imposed by the Disciplinary Committee.
* invitation to all club runs, show & shines and social events, e.g. BBQs, functions and working bees
* no voting rights at any meetings
* cannot stand for Executive Committee
* cannot stand for sub-committees
* access to club website

**Life member**

* as per ordinary member
* non transferable

## Disciplinary Action∞ of a Member

As per section 10.3 (d) of the Model Rules, the Executive Committee can:

1. issue to a member a warning letter; or
2. issue a show cause as to why their membership should not be terminated.

The show cause letter will be delivered via registered post to the member’s home address.

If a member is issued with a show cause then the member has 30 days to answer the charges outlined in the show cause document.

1. if the member does not contact the Executive Committee within the 30 days then their membership will be terminated immediately.
2. if the member contacts the Executive Committee within the 30 days then their case will be heard by the Disputes Committee.

Any disciplinary action taken against a member will in turn affect all associated members of the membership under which the club compliant vehicle resides.

If a member has their membership cancelled and their partner or other family member has a separate ordinary membership the expelled member cannot attend any club activities or events with the remaining Ordinary member.

*∞ definition: Action taken by the club to discipline an Ordinary Member, Associate Member or Life Member. This can include imposing a conditional membership, suspension of membership and/or a complete termination of membership.*

## Disputes Committee

The Disputes committee will operate in accordance with the Disputes Committee By-Laws

1. The Disputes Committee is made up of five (5) volunteer Ordinary, Associate or Life members of the club from an advertised expression of interest either via the club website and/or email and/or letter sent to members via normal post.
2. The above five positions include the designated position of Disputes Committee Coordinator.
3. All members of the Committee must sign a Non-Disclosure Agreement.
4. Other the Disputes Committee Coordinator, the other four (4) members of the Disputes Committee will be on a rotating basis for each case.
5. If any member of the Disputes Committee, a member of the Executive Committee feels there is a conflict of interest they may be excused from that particular case.
6. If the member appearing before the Disputes Committee feels there is a conflict of interest with a member of the Disputes Committee they may request that member be excused.
7. A member of the Executive Committee will be present at the case hearing.

## Rejection of Application for Membership

If the club executive committee rejects an application for membership and the applicant wants to appeal in accordance with the model rules and have a vote of the members of the XR6 & XR8 Club of Queensland at a General Meeting, the applicant shall be advised of the following: -

1. The applicant will not be present at the general meeting.
2. The applicant will have 14 days in which to lodge a statutory declaration witnessed by a Justice of the Peace stating why they should be allowed in the club. If this document is not received by the due date then the appeal shall be rescinded and the membership automatically rejected, section (h) of this clause will apply if the applicant wishes to join again.
3. No Associate member to be present during deliberations.
4. The financial members attending the meeting shall have access to the statutory declaration and be advised of the reason why the executive had denied membership.
5. The vote will consist of a secret ballot (YES or NO) of attending financial members at the general meeting – not a show of hands to save intimidation and secrecy.
6. The applicant will only be allowed membership to the club if the majority of members vote in favour.
7. If the vote is in the positive the applicant shall be advised that they are on a conditional membership for a period of time as decided by the club executive committee.
8. If the vote is in the negative the applicant shall be advised that they will not be allowed to reapply for membership for a period of three years.

If the applicant is a former member reapplying for membership then the rejection appeal

will first go to the disputes committee for review prior to steps (c) to (h) above.

# Committee of management

## Office bearers (the Executive Committee)

The Executive Committee will consist of:

1. President
2. Vice President
3. Secretary
4. Treasurer
5. Events Coordinator

## Other club roles

The club may appoint members, associate or life members to fill other roles within the club (e.g. Merchandising, Marketing etc.). Current conditional members cannot be appointed to or serve in these roles. These roles report to the Executive Committee however are not part of the Executive Committee.

## Eligibility to nominate for the Executive Committee

1. A member that also belongs to a like car club cannot hold a position on the association’s events or executive committee due to a conflict of interest.
2. Members that are related or are in a legal relationship will not be permitted to serve together on the Executive Committee.
3. To be eligible to stand for office of a member of the Executive Committee, the member must have been a member of the club for a minimum of 18 months prior to nominating for a committee position.
4. The member must also have an active interest in the club and therefore must have attended at least 50% of all club events during the previous 18 months.
5. Any member that is currently on a conditional membership cannot run for any Executive Committee position.

## Period of election

All executive positions are for one (1) year period or until the next election takes place.

### Consecutive terms

A member may serve three consecutive terms (3 years) on the Executive Committee. However if no nominations are received in the following year then the current committee member who is at the end of their 3 years may re-nominate for the committee.

## Election of Executive Committee

All members will be advised of the calling of election for the Executive Committee at the same time as the Notice of Annual General Meeting is distributed. Nomination forms will be included.

### Lodging of nominations

Written nominations duly signed by the member, proposer and seconder shall be lodged with the Secretary at least fourteen (14) days prior to annual general meeting.

Any 2 members (not current members of the Executive Committee) of the association may nominate another member (the candidate) to serve as a member of the executive committee.

### Publication of nominations

The Secretary shall produce a list of candidates in alphabetical order, with the name of the member who nominated each candidate, published on the Club’s website at least seven (7) days prior to annual general meeting.

## Method of election of Executive Committee

### Ballot lists

Ballot lists will be prepared by the Secretary (if necessary) and distributed to all financial members present.

### Proxy votes

Proxy votes submitted in the prescribed manner must be handed to the Secretary for verification prior to the start of the meeting. The only approved proxy forms are those sent to all members with the Notice of Annual General Meeting by the club’s Secretary.

Only those members who are financial at 2:00pm on the Friday prior to the AGM are eligible to vote via proxy.

### Scrutineers

At least two (2) scrutineers must be appointed to complete the vote count. Where possible the role of scrutineer should be independent of the proceedings and therefore should be life members or non-involved attendees.

### Executive committee nominations

Nominations received for each executive office bearer will be read and voted on separately. If ballots have been distributed, eligible voters will tick only the nominee for whom they wish to vote.

Only those members who are financial at 2:00pm on the Friday prior to the AGM are eligible to vote.

## Method of appointment of other club roles

At the Annual General Meeting following the election of the Executive Committee, the President will call for nominations from the floor to fill the other club roles as per 3.2.

The roles available will be notified to members as part of the Notice of Annual General Meeting as per 3.5.

Nominations for other roles will be received from the floor, in the event that more than one nomination is received for a particular role then a vote will be taken by a show of hands by those members present at the AGM.

## Meetings of the Executive Committee

The Executive Committee may meet and conduct its proceedings as it considers appropriate.

However, as a minimum, the Executive Committee should meet monthly at a time and date determined and agreed to by the elected Executive Committee members.

Executive Committee members may take part in meetings using any technology that reasonably allows members to hear and take part in discussions, for example, teleconferencing.

### Quorum for Executive Committee

A quorum will comprise greater than 50% of the total number of the Executive Committee members elected and/or appointed at the last annual general meeting.

### Attendance at Executive Committee meetings

Executive Committee meetings are the forums in which the Association members’ elected representatives make decisions on their behalf.

To encourage members’ interest in the management of the Association, the Executive Committee extends an invitation to interested parties (guests) to attend Executive Committee meetings, provided they adhere to the following:

1. where the guest wishes to address the Executive Committee

* the guest(s) should provide agenda item(s) to the Secretary by 7.00pm 3 days prior to the Executive Committee meeting;
* the guest should provide, where necessary, detailed information regarding their topic so discussion can remain focussed;
* discussion should be succinct and be limited;
* the first agenda item in general business will be item(s) submitted by the guest(s);
* discussion is limited to the guest’s agenda item only. However the chair may invite comment(s) from the guest(s) on other agenda items if the chair deems appropriate;
* the chair has the right to ask the guest(s) to leave the room at the end of their discussion item or at anytime; provided the guest is given reasonable cause.

1. If the guest(s) wishes only to observe the proceedings:

* the chair may invite comment(s) from the guest(s) on agenda items; this is at the discretion of the chair.

### Casting votes

At Executive Committee meetings motions will be decided by a simple majority. In the case of equality, the motion will be deemed to be decided in the negative.

## General Meetings

### Agenda items

Where a member wishes to raise an issue for discussion:

1. the member(s) should provide the agenda item(s) to the Secretary by 7.00pm five (5) days prior to the general meeting;
2. the member should provide, where necessary, detailed information regarding their topic so discussion can remain focussed;
3. discussion should be succinct and be limited.

### Proxy votes

Proxy votes submitted in the prescribed manner must be handed to the Secretary for verification prior to the start of the meeting. The only approved proxy forms are those sent to all members with the Notice of General Meeting by the Club’s Secretary.

## Forfeiture of election to Executive committee

Executive Committee members who fail to attend three (3) consecutive Executive Committee meetings, without a satisfactory excuse, will be deemed by the Executive Committee to have relinquished their position as a Committee member. The Executive Committee may appoint another financial member to fill this vacancy as per clause 21 of the Model Rules

# Annual general, General or Special General meetings

The annual general meeting is held on the first Sunday in August each year or as the Executive Committee considers appropriate.

## Quorum

A quorum for an (annual) general meeting is the number of members equal to double the number of Executive Committee members plus one.

## Voting and Casting Votes

Each financial Ordinary member present shall be entitled to one vote. In the case of equality of votes the Chair shall have a second or casting vote.

Any member whose membership payment is in arrears is not entitled to vote and will be classed as un-financial.

Any un-financial member and/or their associate member can be asked by the Executive Committee to leave the room during discussion and/or voting of any issue.

## Notice of a general meeting

General meetings should occur no less than once every three months. The Secretary will give notice of a general meeting no more than 28 days and no less than 14 days prior to the date of the meeting.

A general meeting is required for:

1. ratifying or setting aside By-laws
2. providing a platform for members to address the Executive Committee and submit proposals for consideration by the Executive Committee.

# General

## Reportage of meetings

The Secretary shall record full and accurate minutes of the proceedings, including action items, responsible officers and resolutions.

These minutes should be available to all attendees for verification, ratified and signed by the Chair and Secretary at the next Executive Committee meeting.

## Financial

### Approval of Expenditure

All expenditure must be approved or ratified at an Executive Committee meeting.

### Financial Year

The financial year of the Association will be 1 June to 31 May.

## Documents

The Executive Committee shall provide for the safe custody of books, documents, instruments of title and securities of the Club.