



# ***CONSTITUTION***

(Reg. No: A0007260H)

Reprinted September 2002

Amended May 2004

Amended February 2007

Amended April 2008



# Suzuki 4WD Club of South Australia Inc Constitution

The name of the Club formed under the rules shall be the **SUZUKI FOUR WHEEL DRIVE CLUB OF SOUTH AUSTRALIA Incorporated**, and this Club shall be a non-profit making organisation.

## 1. DEFINITIONS

- 1.1. By definition the term "four wheel drive", as used in this constitution, shall include all four-wheel drive and all-wheel drive vehicles.

## 2. OBJECTIVES

- 2.1. To promote friendship, courtesy and responsible behavior on the road through social gatherings, and touring.
- 2.2. To promote and encourage social activities and Club functions.
- 2.3. To conduct meetings and classes whereby members may obtain knowledge enabling them to become proficient in the maintenance, care and handling of their vehicle.
- 2.4. To promote and foster the activity of four wheel and all wheel driving.
- 2.5. To inform various government departments that four wheel driving is a recognized and responsible recreational activity.
- 2.6. To foster and promote any club approved activity, and/or cause which may be beneficial to the Club.

## 3. MEMBERSHIP

- 3.1 Membership shall be open to any person interested in furthering the objectives of the Club. Application shall be made in writing and on the prescribed form, such as the Committee shall from time to time determine. All members shall be approved by the Committee of the Club.
- 3.2 The various classifications of financial membership are defined as follows:-
  - 3.2.1 **MEMBER:** A person who owns or previously owned a SUZUKI 4WD at the time of joining the Club, or a person who owns a 4wd vehicle who is interested in promoting and fostering the activities of the Club.
  - 3.2.2 **FAMILY MEMBER:** Includes Husband/Wife and Defacto/Family residing at the same address.
  - 3.2.3 **HONORARY MEMBER:** A person whom the Committee deems to have assisted the Club in its day to day running.



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The status of honorary membership shall be reviewed annually.

- 3.3.4 **LIFE MEMBER** A member who had at least twenty five (25) years of financial membership and is in recognition of outstanding services or contributions to the Club.

## 4. VOTING

- 4.1. All financial members are eligible to vote with the exception of HONORARY members and FAMILY members; where FAMILY members are **only** entitled to one (1) vote only, and HONORARY members have no voting rights.

## 5. SUBSCRIPTIONS

- 5.1. All subscription renewals shall be due on the 1st of July of each year and be current for 12 calendar months. Any persons whose membership has not been renewed by the August General Meeting of the same year shall automatically cease to be a member of the Club.
- 5.2. The Committee shall have the power to extend the time of renewal of a subscription should the Committee deems such action warranted.

## 6. MANAGEMENT

- 6.1. The management of the Club shall be vested in the Executive Committee which shall consist of the President, Vice-President, Secretary and Treasurer. Each of whom shall be a fit and proper person to hold such a position and who shall not be a person charged with any fraudulent act or an undischarged bankrupt. In addition to the executive committee there shall be a minimum of five (5) Committee members. Each of whom shall be a fit and proper person to hold such a position and who shall not be a person charged with any fraudulent act or an undischarged bankrupt. The Committee may from time to time as it deems necessary appoint two or more financial members as a Sub-Committee.

## 7. COMMITTEE

- 7.1. The Committee shall be elected by ballot at the Annual General Meeting (AGM) and shall hold office until the next AGM.



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- 7.2. It shall consist of the President, Vice-President, Secretary and Treasurer who shall be Suzuki 4WD owners, or shall have access to a Suzuki 4WD vehicle by reason of their employment, family situation, or any other reason, and minimum five other members, provided that the above qualifications for holding one of the said four executive positions shall be construed broadly and not as to prevent otherwise qualified persons from holding such positions.
- 7.3. Any office becoming vacant during the period of twelve (12) months may be filled by the Committee and the person elected by such Committee shall hold office until the next AGM.
- 7.4. The Committee shall have the power to invite any other person to attend the Committee meetings whom they consider may be of assistance to them in a professional, technical or other capacity for advice or guidance provided that such person shall not be entitled to vote as a member of such Committee. Any member failing to attend two consecutive meetings without leave shall cease to be a member of that Committee.
- 7.5. The Committee shall have the power to make, repeal and amend such by-laws as they may from time to time consider necessary for the well being of the Club, which shall not be inconsistent with the Constitution and all such by-laws shall be binding upon members until repealed by the Committee or set aside by a resolution of a general Club Meeting.

## 8. CLUB MEETINGS

- 8.1. **The Annual General Meeting** of the Club shall be held no later than the 31<sup>st</sup> of December in each year, when the Annual Report, Balance Sheet and Honorary Auditor's Report shall be presented, provided however that in event of the business of such meeting not being completed it may be adjourned and the business completed at an adjourned meeting which shall be held no later than the 31<sup>st</sup> of January of the following year.
- 8.2. Other **Special General Meetings** of the Club can be convened at any time by the Secretary upon being requested to do so by the Committee or by the requisition in writing of at least 2/3 financial members.
- 8.3. Special General Meetings are to be announced two meetings before, written on the Club Notice Board, and in the Club Magazine.
- 8.4. No other notification need be given.
- 8.5. A Notice of the AGM or Special GM shall state the time and place of the meeting, and the nature of the business to be transacted.
- 8.6. No other business other than that of which notice has been given shall be discussed at the meeting.
- 8.7. At all meetings the President shall be the Chairman, or in their



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absence the Vice-President or in their absence such member as appointed by the Committee.

- 8.8. At all AGM's and Special GM's financial members will only be allowed to attend and those eligible shall have the right to vote. In the event of an equal number of votes, the Chair Person shall have a casting vote only. Votes in writing by absentees who are financial members shall be accepted.
- 8.9. At AGM's and Special GM's a quorum shall consist of a minimum of twelve (12) members present and entitled to vote.
- 8.10. All nominations for vacant positions to be contested at an AGM shall be in writing and on such prescribed forms as the Committee from time to time shall determine. All such nominations shall be in the hands of the Secretary no later than 14 days prior to the AGM. All nominations must be signed by the Nominee, the Nominator and one (1) Secunder, all who must be financial members of the Club and not withstanding anything contained in the Constitution is eligible for the position for which they nominate.

## 9. COMMITTEE MEETINGS

- 9.1. The Committee shall meet at least once every month. The quorum at such meetings shall be five (5) members of the Committee. The President shall act as the Chairperson, or in their absence the Vice-President, or in their absence any member selected by the majority of the Committee members present.
- 9.2. Each member of the Committee with the exception of the Chairperson shall have one vote and in the event of an equal vote the Chairperson shall have a casting vote.
- 9.3. Minutes of the proceedings of Committee meetings shall be kept and shall be open for inspection by any member of the Club.

## 10. FINANCIAL YEAR

- 10.1 The financial year of the Club shall conclude on the 30th day of June in each year.

## 11. INSURANCE

- 11.1. Any member engaging in Club activities must **ensure** that **any** motor vehicle used in conjunction with such activity is **covered** by a policy of insurance either for **THIRD PARTY PROPERTY DAMAGE** or **FULL COMPREHENSIVE** insurance.
- 11.2. **PROOF OF CURRENT INSURANCE** may be requested at the time of membership renewal and also by the Trip/Activity organizer.



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## 12. PUBLIC LIABILITY

- 12.1. The Club shall keep in force a policy of insurance for the purpose of protecting the Club members, and members of the Committee, against any action brought about through the negligent actions of the Club.

## 13. FUNDS

- 13.1 The funds of the Club shall be deposited in an account with a financial institution and such account operated on by any two of the President, Vice-President, Treasurer or Secretary or nominated committee member. The income and property of the Club shall be applied solely towards the promotion of the objects of the Club. No money shall be paid to individual members of the Club unless by way of reimbursement for moneys spent on behalf of the Club or for services rendered at the request of the Club and then only if approved by the Committee.

## 14. ACCOUNTS

- 14.1. All accounts for payment shall be presented to the Committee.

## 15. INDEMNITY

- 15.1. Office bearers of the Club who by the authority of the committee accept or incur any pecuniary liability on behalf of the Club shall be held indemnified by the Club against any personal loss in respect to such liability.
- 15.2. On any trip, whilst the Trip Leader has overall responsibility for participating Club Members and vehicles, the ultimate responsibility for a vehicles capability rests with the owner / driver of that vehicle and the club or trip leader shall not be held liable for damage.

## 16. CONSTITUTIONAL AMENDMENTS

- 16.1. The Constitution may be amended at any Special General Meeting of which due notice in writing has been given provided that such notice shall specify all proposed amendments and provided further that any amendments shall require a majority of at least two-thirds of those members present and entitled to vote.
- 16.2. Amendments to the Constitution may be proposed by the Committee or any member of the Club provided that any proposed amendment shall be notified in writing to the Secretary not later than two (2) months prior to the date on which the Special General meeting is held.



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## 17. AUDIT

- 17.1. The Honorary Auditor or Auditors shall be elected at each AGM and it shall be their responsibility to examine all accounts, vouchers, receipt books etc, and to furnish thereon at the Annual General Meeting.
- 17.2. Audits shall be held at regular intervals of twelve months or at any other time the Honorary Auditor shall deem necessary.

## 18. MEMBERS CONDUCT

- 18.1. If the conduct of any member shall in the opinion of the Committee be contrary to the welfare or interest of the Club, the member may be called upon to justify and explain such conduct to a Special Meeting of the Committee, and if after consideration at such meeting, a majority present is of the opinion that the conduct of the member is as charged, the Committee may caution, suspend or expel such member.
- 18.2. If the member so cautioned, suspended or expelled by the Committee so wishes, they may appeal in writing to the Club and request a Special General Meeting of the Club to discuss such appeal. (refer clause 8.2)
- 18.3. If the member so cautioned, suspended or expelled by the Committee so wishes, they may appeal in writing to the Club and request a Special General Meeting of the Club to discuss such appeal. The Special General Meeting so called may alter or reverse the decision of the committee only in the matter on the notice paper, by a majority vote of two thirds of the members present that are entitled to vote. Such decision of the club is final.

## 19. DISSOLUTION

- 19.1. The Club shall be dissolved in the event of the membership being less than four (4) members or upon the vote of two-thirds majority of the members present at a Special General Meeting convened to consider such question.
- 19.2. Upon dissolution, assets and funds on hand may after payment of all expenses and liabilities, be handed over to such Club or similar Association having like objectives to those laid down in this Constitution or such registered Charity as a majority of the members present and entitled to vote at the Special General Meeting may decide.