

Rules of Association

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1. The Association

The Association shall be known as The Australian Historic Touring Cars Association Incorporated.

The abbreviation "AHTCA" is taken to mean The Australian Historic Touring Cars Association.

The Australian Business Number (ABN) for the Association is ABN 69 948 460 574.

2. Objectives of the Association

The objectives for which the Association is established are to:

- a) Assist with the compliance of Group N cars across Australia;
- b) Represent a national view of eligibility and vehicle specification matters for Group N Historic Touring cars in Australia;
- c) Develop an annual National Calendar for Group N in Australia;
- d) Present a national profile for Group N in Australia;
- e) Liaise with Motorsport Australia about Group N.

3. Powers of the Association

Subject to the Associations Incorporation Reform Act 2012, the Association has power to do all things incidental or conducive to achieve its purposes.

The Association may:

- a) acquire, hold and dispose of real or personal property;
- a) open and operate accounts with financial institutions;
- b) invest its money in any security in which trust monies may lawfully be invested;
- c) raise and borrow money on any terms and in any manner as it thinks fit;
- d) secure the repayment of money raised or borrowed, or the payment of a debt or liability;
- e) appoint agents to transact business on its behalf;
- f) enter into any other contract it considers necessary or desirable.

The Association may only exercise its powers and use its income and assets (including any surplus) for its purposes.

The Association must not distribute any surplus, income or assets directly or indirectly to its members.

The Association may pay a Member:

- a) reimbursement for expenses properly incurred by the Member; or
- b) for goods or services provided by the Member
- c) if this is done in good faith on terms no more favourable than if the Member was not a Member.

4. Legal Requirements of the Association

The Association will comply with the Associations Incorporation Reform Act 2012, administered by Consumer Affairs Victoria.

5. Achieving the Objectives of the Association

The objectives of the Association will be achieved by performing all of the objectives listed below in a collaborative, respectful and courteous manner:

5.1. Meetings

- a) Conducting General meetings of Association members;
- d) Conducting Committee meetings of Office bearers of the Association;
- e) Informing members through regular publication of Association matters.

5.2. Vehicle Compliance

a) In the case of vehicle compliance:

- i) Work with Motorsport Australia with the establishment and ongoing operation of the Historic Motorsport Committee Group N Working Group (GNWG) is to advise the Historic Motorsport Committee (HMC) on:
 - (1) the development and review of Technical Regulations;
 - (2) Review of Group N Specification Sheets; and
 - (3) Collation, review and research relating to component substitutions for Motorsport Australia Historic Group N Competition;
- ii) Regularly monitoring Specification Sheets for all vehicles. By doing so, the AHTCA will:
 - (1) Maintain the basic principles and spirit of Historic Touring Cars as stated in the Motorsport Australia Manual:
“that automobiles in the various groups compete in a condition, mechanically and visually, compatible with the period of racing being portrayed”;
 - (2) Work with Motorsport Australia in the determination of technical and component substitution matters as follows:
 - (a) By establishing a Technical Panel, the membership of which is to include:
 - one delegate per State, that delegate to be elected for a two-year term, which shall rotate between states (NSW, WA, SA elected in odd years and VIC, QLD TAS elected in even years);
 - persons/entities, on a voluntary basis, as Subject Matter Experts (SME) as required and specific to the subject matter;
 - one Historic Touring Car member from the Historic Production Based Eligibility Committee (HPBEC);
 - the MA Motorsport Technical Executive - Historics;
 - (b) By conducting meetings of the Technical Panel at least quarterly, but more frequently as determined by a majority vote of the Technical Panel members:
 - (i) The Chair of the Technical Panel will be the MA Motorsport Technical Executive – Historics, or a person who is voted by a majority vote of the Technical Panel members and that nominee is approved by MA;
 - (ii) Where any matter discussed by the Technical cannot be agreed, it will be determined by a majority vote of all log booked Group N car owners;
 - (iii) MA will have final arbitration on any decision reached by the Technical Panel.
 - (3) help officials such as Technical Delegates, Eligibility Officers and Scrutineers to know the current specifications and to apply those rules uniformly across all Group N race events, regardless of their location. In doing so, AHTCA contributes to the success of race events and the well-being of competitors by having eligibility matters discussed and resolved in forums away from actual race events.
- iii) In the case of a proposal to modify the existing Specifications for any Group N vehicle, the AHTCA helps by:
 - (1) Examining the proposal;

- (2) Circulating the proposal to all Group N Associations across Australia;
 - (3) Making a determination about each proposal after getting that feedback;
 - (4) Where the proposal has merit, promoting that proposal to the Technical Panel, and where necessary, to the Motorsport Australia Historic Committee;
 - (5) Where the Specification Sheets require amendment, assisting with those updates and circulating the changes to all Group N Associations in Australia.
- ii) Report to the MA Historic Motorsport Committee (HMC), through the MA Motorsport Technical Executive – Historics, on:
- (1) activities and results of the Technical Panel for the preceding year; and
 - (2) the Strategic Plan for Historic Touring Cars, that plan being revised at least annually by the AHTCA.

5.3. National Calendar

- a) In the case of a national calendar, consulting with all States, developing and publishing an annual national calendar that:
- (3) Promotes at least one, but not more than two marquee events for each State;
 - (4) Ensures that these marquee events are in harmony with all other State calendars, thus minimising conflicts of dates and maximizing the potential for other State competitors to compete in those events, thereby maximising participation at each event;
 - (5) Has realistic breaks between each event so that competitors can attend to vehicle maintenance between rounds.

6. Membership

6.1. Association member

Membership of the Association will be determined by the Committee.

Nominated representative means a person who is a financial member of the State based Association defined in this paragraph and who has been formally nominated (letter or electronic mail) to represent their State based Association by the Committee of that State based Association.

Each State based representative will reflect the views and positions of their whole State's Group N competitors, irrespective of which State based Club those Group N competitors belong to, and/or how many Group N competitors are in each State based Club.

Each State representative (who is nominated on a "one-per State" basis) is entitled to one vote on the AHTCA.

Membership will be open to nominated representatives of State based Associations as follows:

- (1) Historic Touring Cars Association of New South Wales;
- (2) Historic Touring Car Association of South Australia;
- (3) Historic Touring Car Association of Victoria;
- (4) Queensland Historic Touring Cars Association or Historic Racing Car Club of Queensland;
- (5) WA Historic Touring Car Club Inc.

Where there is more than one Club in each State and each Club does not exclusively represent Group N, representation on the AHTCA will be decided by:

- Receipt of nominations (in writing or using online membership applications) from each Club in that State, - if the representation is not resolved at this point, then;
- Examination by the AHTCA of the objectives of each State based club to ensure that Group N is the primary focus of the Club, with the Club primarily representing Group N being elected, - if the representation is not resolved at this point; then
- The AHTCA being advised of the number of Group N members of each Club, with the Club representing the largest number of Group N members being the elected, - if the representation is not resolved at this point; then
- The AHTCA conducting an election by directly contacting Group N members in that State, with the winner, by majority vote, being elected.

In such a circumstance, Associate membership of the AHTCA will be open to a representative from the losing Club.

Membership will be confirmed when the Membership fee is paid in accordance with paragraph 7 of this Constitution.

6.2. Association Associate member

Any other State based Association agreed to by the Committee may be invited to nominate one representative to join the Association as an Associate member.

An associate member may:

- a) Attend general meetings as an observer;
- b) Contribute to matters as and when invited by the AHTCA Committee;
- c) have other rights as determined by the Committee.

An associate member may not:

- a) Be a member of the Committee;
- b) Attend Committee meetings;
- c) Vote on any matter put forward in a general meeting.

6.3. AHTCA Committee

Committee membership shall be open to any person who is:

- d) A financial member of at least one of the following Associations:
 - (1) Historic Touring Cars Association of New South Wales;
 - (2) Historic Touring Car Association of South Australia;
 - (3) Historic Touring Car Association of Victoria;
 - (4) Historic Racing Car Club of Queensland;
 - (5) WA Historic Touring Car Club Inc;
- e) Aged seventeen years of age or more;
- f) Interested in the advancement of the objectives of the Association;
- g) Formally nominated to represent their State based Association by the Committee of that State based Association (letter or electronic mail).

7. Membership - Fee

Membership fees are due on 31 December each year.

The amount of the membership fees for State based Associations and associate memberships shall be set by the Committee at each Annual General Meeting.

The membership fee will be payable by each approved State Association.

8. Membership - Currency

Membership fees are due on 31 December each year.

A membership shall be considered to be current where the State Association membership fee or associate membership fee has been paid to the AHTCA by the State Association.

9. Membership - Cessation

A person ceases to be a member of the Association where:

- a) The person dies; or
- b) The person resigns from the Association by giving one month's notice in writing of their intention to resign; or
- c) The person is expelled from the Association; or
- d) The annual membership fee for the State Association represented by the person has not been paid within one month of the invoice being issued to that State Association.

In such circumstances, the Committee will instruct the Secretary to:

- Notify the Committee member that the position has been declared vacant;
- Notify the State Association represented by the person that the position has been declared vacant;
- Invite nominations from the State Association represented by the person for the vacant position.

10. Membership - Committees

State Association Members who are elected to Committee positions will be required to attend Committee meetings.

Committee Members can, at the discretion of the Chairperson, join the meeting via any technology that allows the Members present at the meeting to clearly and simultaneously communicate with each other.

Where a Member's attendance at a Committee meeting cannot occur, that Member will be required to submit an apology for his/her non-attendance.

The Committee position will be considered to be vacant where a Member has:

- not attended a Committee meeting for three consecutive meetings; and
- has not provided a reason for his/her non-attendance that, in the view of the Committee, is a valid reason for non-attendance;

In such circumstances, the Committee will instruct the Secretary to:

- Notify the Committee Member that the position has been declared vacant;
- Invite nominations from the State Association represented by the person for the vacant position.

11. Governance of the Association

The control and management of the Association shall be vested in a Committee, comprising office bearers.

11.1. Election of Office bearers

The election of office bearers for the Committee shall take place at the Annual General meeting of the Association or at other times as they shall determine.

12. The Governance Positions

All nominated representatives as defined in Section 6.1 of this document of the following State based Associations shall be entitled to stand for election to a Committee position:

- (1) Historic Touring Cars Association of New South Wales;
- (2) Historic Touring Car Association of South Australia;
- (3) Historic Touring Car Association of Victoria;
- (4) Queensland Historic Touring Cars Association or Historic Racing Car Club of Queensland (as determined under paragraph 6.1 of this Constitution);
- (5) WA Historic Touring Car Club Inc.

Any such Member shall be entitled to stand for election to a Committee position only if they have been nominated for such position by another State based Association Member of this Association. That nominating Member must be a financial Member.

All Committee nominees shall be financial Members.

All Committee positions shall be honorary.

The Committee shall comprise the following office bearers:

- a) The Chairman;
- b) The Vice Chairman;
- c) The Secretary;
- d) The Treasurer.

The positions of Secretary and Treasurer may be combined.

13. The Committee's responsibilities

The Committee is responsible for managing the affairs of the Association in accordance with legislation and the Association's rules. Committee meetings must be held at least once every 3 months using any technology agreed by the Committee. This technology must allow the Members present at the meeting to clearly and simultaneously communicate with each other.

The Committee is responsible for:

- planning long-term business and financial strategies;
- determining and implementing policies;
- assessing business and financial performance;
- ensuring the Association complies with its statutory reporting and other obligations under the Associations Incorporation Reform Act 2012, administered by Consumer Affairs Victoria;
- ensuring the Association operates in accordance with its rules.

14. The Duties of Committee Members

The Committee Members have obligations and duties under the Associations Incorporation Reform Act 2012 and general law. These include:

- acting in good faith - must act honestly and in the best interests of the Association and for a proper purpose;
- acting with care and diligence - need to keep adequately informed of the financial status and business performance of the Association and obtain professional advice if necessary;

- not misusing position or information - must not improperly use their position and information to gain an advantage for themselves or someone else or to cause detriment to the Association;
- avoiding conflicts of interest - any conflict must be declared and dealt with in accordance with the Associations Incorporation Reform Act 2012;
- preventing insolvent trading - must prevent the Association incurring a debt whilst it is insolvent or if it will become insolvent as a result of incurring the debt.

15. The Responsibilities of Committee Members

Committee Members are responsible for ensuring the Association complies with its obligations under the Associations Incorporation Reform Act 2012, administered by Consumer Affairs Victoria, including:

- keeping financial records - financial records must correctly record and explain its financial transactions, financial position and performance;
- notifying changes – appointing a new Secretary, the Secretary address or email address, and the registered Association address must be notified to Consumer Affairs Victoria within 14 days;
- notifying changes – Association’s name and rule changes must be notified to Consumer Affairs Victoria within 28 days;
- maintaining a register of Members (including email addresses) - ensuring specified registers are maintained and are available for inspection by Members and other persons as required;
- reporting to Members - provide financial reports to Members within one month of the end of the association’s financial year;
- lodging annual returns - annual returns or reports are required to be lodged with Consumer Affairs Victoria within 1 month of the end of the Association’s financial year;
- complying with rules - ensuring the Association operates in accordance with its rules.

16. Each Committee Position Responsibilities

16.1. The Chairman

The role of the Chairman is to:

- a) provide the principal leadership and responsibility for the Association and the Committee.
- b) Chair Committee meetings ensuring that they are run efficiently and effectively;
- c) Act as a signatory for the Association in all legal purposes and financial purposes;
- d) Regularly focus the Committee’s attention on matters of Association governance.

The Chairman will:

- a) Be well informed of all organisation activities and be able to provide oversight;
- b) Be a person who can develop good relationships internally and externally;
- c) Be forward thinking and committed to meeting the overall goals of the Association;
- d) Have a good working knowledge of the Committee Constitution, rules and duties of office bearers;
- e) Be able to work collaboratively with other Committee Members;
- f) Be a good listener and attuned to the interests of Members and other interest groups
- g) Be a good role model and a positive image for the Association in representing the Committee in other forums;
- h) Be a competent public speaker.

16.2. The Vice Chairman

The role of the Vice Chairman is to:

- a) Preside as Chairperson at General meetings of the Association, at the nomination or request of the Chairman;
- b) Support in leading the Committee and ensuring strong Association governance;
- c) Be a role model for the Association, providing the Association with a positive image at external functions;
- d) Assist in the development of partnerships with other Associations, state associations, potential sponsors and funding organisations.

16.3. The Secretary

The Secretary is responsible for:

- a) Ensuring the smooth running of the Committee;
- b) Ensuring meetings (including Technical Panel meetings and Eligibility Officer meetings) are effectively organised and minuted;
- c) Maintaining effective records management and administration;
- d) Maintaining a Register of Members;
- e) Maintaining a conflict of interest register;
- f) Upholding the requirements of the Constitution;
- g) Association communication and correspondence.

This position may be combined as the Secretary / Treasurer role.

16.4. The Treasurer

The Treasurer is responsible for:

- a) General financial oversight;
- b) Financial planning and oversight;
- c) Financial reporting;
- d) Banking, book keeping and record keeping;
- e) Control of fixed assets and stock.

This position may be combined as the Secretary / Treasurer role.

17. The Governance Responsibilities

The Committee will:

- a) Manage, carry on and conduct the property affairs and business of the Association;
- b) Have the power and duty to perform any act or deed, or execute any document, or exercise any discretion, related to this Constitution.

18. Conflict of Interest

A member of the committee of the association who has a material personal interest in a matter being considered at a committee meeting must, as soon as the member becomes aware of his or her interest in the matter, disclose the nature and extent of that interest to the committee.

A member of the committee of the association who has a material personal interest in a matter being considered at a committee meeting must disclose the nature and extent of his or her interest in the matter at the next general meeting of the association.

A Committee Member shall declare his/her interest in any contractual, selection, disciplinary, or financial matter in which a conflict of interest arises or may arise. S/he shall, unless otherwise determined by the Committee, absent her/himself from discussions of such matters and shall not be entitled to vote in respect of such matters.

If the Committee casts a vote, the vote shall not be counted. In the event of any uncertainty as to whether it is necessary for a Committee Member to absent her/himself from discussions and refrain from voting, the issue should be immediately determined by vote of the Committee.

The committee must also maintain a conflict of interest register that records any material personal interest declared by a member, as well as a management plan documenting actions required to mitigate the conflict.

19. Privacy

Where a specific technical enquiry is made by anyone, the identity information about anyone is to be anonymised when any documentation that can be viewed externally (outside the Committee members) is to be redacted, so as to avoid any potential tension within the Historic Touring Cars motorsport category.

20. Meetings of the Association

20.1. Annual General Meetings

The Association will hold an Annual General meeting in February each year.

Notification of the Annual General meeting will be issued by the Secretary either by direct correspondence (letter or electronic mail), or by notification through the Association website.

The notification of the Annual General meeting will be issued at least fourteen days prior to the date of the meeting.

The Annual General meeting will:

- a) Confirm the Minutes of the last preceding Annual General meeting, and any special general meetings since that meeting;
- b) Receive from the Committee, reports on the activities of the Association during the preceding financial year;
- c) Elect office bearers of the Association.

Proxy votes by Members of the Association for Annual General meetings is permitted.

Proxy votes must be lodged in accordance with the form prescribed in the section titled "Appointment of Proxies".

Only financial Members are eligible to vote.

Voting shall be by a show of hands, but where twenty five percent or more Members at the meeting demand so, the vote shall be by secret ballot, which will be conducted by the Secretary.

A quorum of the physical presence of five current Members of the Association is required to conduct an Annual General meeting.

Where a quorum of five current Members is not achieved within 30 minutes of the commencement time of the meeting, the Annual General meeting shall be dissolved and shall be adjourned to the same day in the following week.

In the following week, a quorum of three current Members of the Association will be considered sufficient to conduct the Annual General meeting.

20.2. General Meetings

Except for the month of January, General meetings of the Association may be held every three months, on the second Tuesday of the month, commencing in February of each year.

Proxy votes by Members of the Association for General meetings is permitted.

Proxy votes must be lodged in accordance with the form prescribed in the section titled "Appointment of Proxies".

Only financial Members are eligible to vote.

Members shall have one vote on any motion.

The vice Chairman, or in the vice Chairman's absence, the Chairman, shall preside as Chairperson of the General meeting.

If the vice Chairman, or the Chairman are absent from a General meeting, or are unwilling to act, the Members present shall elect one of their number to preside as Chairperson at that meeting.

The Chairman, or his nominated delegate, shall have a casting vote, which may only be used to break a deadlock.

A quorum of five current Members of the Association is required to conduct a General meeting.

Where a quorum of five current Members is not achieved within 30 minutes of the commencement time of the meeting, the General meeting shall be dissolved and shall be adjourned to the same day in the following week.

In the following week, a quorum of three current Members of the Association is will be considered sufficient to conduct the General meeting.

2.1.1 Adjournments

The Chairperson of a General meeting at which a quorum is present, may, with the consent of the majority of Members present at the meeting, adjourn the meeting. No business shall be transacted at the adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.

2.1.1 Decisions

A question arising at a General meeting of the Association shall be determined on a show of hands and, unless before or on the declaration of the show of hands, a poll is demanded, a declaration by the Chairperson that a resolution has, on a show of hands, been carried or carried unanimously, or carried by a particular majority, or lost or an entry to that effect in the Minutes book of the Association, is evidence of the fact, without proof, of the number or proportion of the votes recorded in favour of, or against that resolution..

2.1.1 Polls

At a General meeting of the Association, a poll may be demanded by:

- a) the Chairperson; or
- b) by not less than three Members present at the meeting; or
- c) by proxy at the meeting.

Where the poll is demanded, the poll shall be taken:

- a) Immediately in the case of a poll which relates to:
 - (a) the election of the Chairperson of the meeting;
 - (b) the question of an adjournment; or
- b) in any other case, in such manner and at such time before the close of the meeting, as the Chairperson directs.

20.3. Committee Meetings

The Committee shall meet:

- a) Monthly, on the third Wednesday of each month, and
- b) at least six times in any twelve-month period.

A quorum of at least four Members of the Committee must be physically present at the meeting.

Proxy votes by Members of the Association for Committee meetings is permitted.

Proxy votes must be lodged in accordance with the form prescribed in the section titled "Appointment of Proxies".

Committee Members can, at the discretion of the Chairperson, join the meeting via electronic means (phone or video conference).

20.4. Sub Committee Meetings

The Committee may determine the creation of a sub-Committee to examine and manage particular matters.

The Committee can assign the responsibility of this sub-Committee to a Committee Member and require that sub-Committee to report to the Committee as required.

20.5. Special Meetings

The Committee may convene a special General meeting.

A request for a special General meeting must:

- a) Be lodged with the Secretary, by direct correspondence (letter or electronic mail);
- b) Be submitted by not less than five percent of the total number of Members of the Association;
- c) State the purpose or purposes of that special meeting.

The special meeting may be conducted on its own or be combined with the next General meeting.

21. Voting

At a General meeting, including an Annual General Meeting, an Association Member has only one vote.

The Association Member must be a current State based Association Member of the Association, as defined in this Constitution.

Association Associate members are not entitled to vote.

Votes can be given personally, or by proxy, but no Member may hold more than two proxies.

Proxy votes must be lodged in accordance with the form prescribed in the section titled "Appointment of Proxies".

All proxy votes must come from a current Member of the Association, as defined in this Constitution.

In the case of an equality of votes on a question at a General meeting, the Chairperson of the meeting is entitled to exercise a second or casting vote.

22. Appointment of Proxies

Each Association Member shall be entitled to appoint another Member as proxy.

A maximum of two proxy votes can be held by another Member.

A notice for a proxy votes must be lodged with the Secretary, by direct correspondence (letter or electronic mail) in the format below:

FORM OF APPOINTMENT OF PROXY
I,(full name) of(address) being a Member of(name of incorporated association) hereby appoint(full name of proxy) of(address) being a Member of that incorporated association, as my proxy to vote for me on my behalf at the general meeting of the association (annual general meeting or special general meeting, as the case may be) to be held on the.....day of and at any adjournment of that meeting. (month and year) * My proxy is authorised to vote in favour of/against (delete as appropriate) the resolution (insert details). * to be inserted if desired.

23. Association Fees and Subscriptions

The amount of fees and subscriptions to be paid will be determined by the Committee of the Association.

The Committee shall then notify State based Associations and Association Associate members of the fees and subscriptions payable, either by direct correspondence (letter or electronic mail), or by notification through the Association website.

Thereafter, such fees and subscriptions shall be paid within sixty days of the commencement of the financial year.

State based Associations and Association Associate members which allow their dues to remain unpaid following the expiration of sixty days of the commencement of the financial year shall lose all Association rights. Such Associations will lose their Membership after ten months. Membership will be re-instated immediately dues are paid.

24. Financial Year

The financial year shall commence on the first day of January each year.

25. Members' liabilities

The liability of a State based Association (but not Association Associate members) to contribute towards the payment of the debts and liabilities of the Association, or the costs, charges and expenses of winding up the Association, is limited to the amount, if any, unpaid by the State based Association in respect of Membership of the Association as specified in the paragraph "Association Fees and Subscriptions".

26. Disciplining a Member of the Association

26.1. The Reasons for Discipline

There may be occasions where the behaviour of Association Members and/or Association Associate members requires attention. These could occur at Association meetings, or at Race meetings or other events organised by the Association. The Association ideals are that Members will show courtesy to all others on such occasions.

26.2. The Range of Discipline options

Where an Association Member and/or Association Associate member displays behaviours that are not appropriate, options that can be considered by the Association are:

- a) A written warning;
- b) The revocation of Association points;
- c) The revocation of any rebate amount that might have accrued to that Member;
- d) Expulsion from an event;
- e) Expulsion from a meeting;
- f) Suspension from the Association for a specified period;
- g) Expulsion from the Association.

26.3. The Discipline process – Examination of the matter

Where a matter is brought to the attention of the Association, the Committee will:

- a) convene a meeting to examine the matter (this may be the next scheduled Committee meeting, or may be a special meeting);
- b) seek full and open information about the matter. This will include gathering information about the issue from all persons involved in the matter, including, where necessary, the Member concerned, and any other parties involved.

Where, following examination of the matter, the Committee agrees that the matter warrants action, the Committee may:

- a) make a resolution to this effect; and
- b) determine the discipline action that could be imposed.

26.4. The Discipline process – the Notice to the Member

Where such a resolution is made, the Committee shall instruct the Association Secretary to issue a notice to the Member concerned by direct correspondence (letter or electronic mail).

Such a notice must:

- a) Be delivered to the Member within fourteen days of the date of the Committee resolution;
- b) Set out the resolution of the Committee, the grounds on which the resolution is based, and the discipline action that is being contemplated;
- c) Advise that the Member may address the Committee at a meeting:
 - i) to be held between fourteen and twenty-eight calendar days of the date of that notice;
 - ii) At a specified date, time and location agreed by the Committee.
- d) Inform the Member that s/he may:
 - i) attend and speak to the Committee; and/or
 - ii) Submit a written representation to the Committee at any time prior to the meeting date determined above.

26.5. The Discipline process – the Committee meeting

Where such a meeting is held by the Committee, the Committee shall:

- a) Give the Member the opportunity to make oral representation;
- b) Give due consideration to any written representation submitted to the Committee;
- c) Review the original resolution made and, by resolution, determine whether to confirm or revoke that original resolution.

26.6. The Discipline process – the Committee considerations

The Committee will consider each issue on a case-by-case basis.

The Committee may, by resolution, invoke the option determined under Section 24.2.

In the case of a decision to suspend or expel an Association Member, the Committee will consider if an Association Member:

- a) Has persistently refused or neglected to comply with the provision, or provisions of Association rules as specified in this Constitution; or
- b) Has persistently and wilfully acted in a manner that is prejudicial to the interests of the Association.

26.7. The Discipline process – the Committee result

The Committee shall then instruct the Association Secretary to issue a notice to the Member concerned by direct correspondence (letter or electronic mail), advising the result of the review and the subsequent Committee resolution.

Such a notice must:

- a) Be delivered to the Member within seven calendar days of the date of the Committee resolution;
- b) Set out the subsequent resolution of the Committee and the grounds on which the resolution is based;
- c) Advise the Member of:
 - i) their right of appeal;
 - ii) the process and timing of an appeal.

26.8. The Discipline process – the Date of Effect

A resolution under the Section – “Disciplining a Member” will take effect on the day following the expiration of the appeal period.

26.9. The Appeal process – the General Committee meeting

A Member may appeal the disciplinary decision made by the Committee decision to the Association.

This appeal may only be lodged after the process detailed in this section is completed by the Committee.

Where such an appeal is lodged, the Association Secretary will issue a notice to all Members by direct correspondence (letter or electronic mail), convening a special General meeting concerning the appeal.

This General meeting will only consider the matter of appeal.

The meeting will:

- a) Allow the Committee to present their case, orally or in writing, or both, and their subsequent decision;
- b) Enable the Member to present their case, orally or in writing, or both.

All attendees at the General meeting will then vote by secret vote, which will be conducted by the Association Secretary.

The result of the secret vote will then be announced by the Association Secretary.

26.10. Grievance procedure

A Member may appeal the disciplinary decision made by the Committee decision to the Association.

A member may appoint any person to act on behalf of the member in the grievance procedure.

- c) each party to the dispute will be given an opportunity to be heard on the matter which is the subject of the dispute; and
- d) the outcome of the dispute is determined by an unbiased decision-maker.
- e) If a member has initiated a grievance procedure in respect of a dispute between the member and the association, the association must not take disciplinary action

against any of the following persons in relation to the matter which is the subject of the grievance procedure until the grievance procedure has been completed:

- (a) the member who initiated the grievance procedure (complainant member);
- (b) a member of the association appointed by the complainant member under this section to act on behalf of the complainant member in the grievance procedure.

27. General

27.1. Finances of the Association

The Financial Statement of the Association shall be prepared by the Treasurer at the end of each month.

The Financial Statement shall be presented to the Committee for examination at the Committee meetings.

The annual Financial Statement of the Association shall be prepared by the Treasurer.

Following receipt of the annual Financial Statement and the Auditor's report, they will be referred to the Annual General meeting for the information of Association Members, or when requested by the majority of the Members of the Committee of the Association.

An audit of the Association's accounts shall occur if at least twenty five percent of Committee Members request such action in a Committee meeting. Where this occurs:

- a) An auditor will then be appointed by the Committee of the Association.
- b) The annual Financial Statement of the Association shall be audited by the appointed auditor prior to consideration by the Committee.

The Committee shall have the power to:

- a) invest the Association's funds in approved trustee-type securities or building society accounts or interest-bearing deposits with banks;
- b) Lease or rent property or chattels owned by the Association for the use of the Association and/or its Members, and to effect such insurance as it shall deem necessary to cover any loss or damage to Association equipment.

27.2. Insurance

The Association will effect and maintain insurance pursuant to Section 44 of the Insurance Contracts Act 1984.

In addition to the insurance required under the above clause, the Association may effect and maintain other insurance, as deemed necessary by the Committee.

27.3. Common Seal

A public officer is the official point of contact for an incorporated association and one of the authorised signatories.

The Common Seal is held by the Secretary of the Association.

A committee Member, or an ordinary Member may hold the position of public officer.

The Common Seal of the Association shall only be affixed to any instrument following the authority of the Committee of the Association.

The Association may execute a document without using a common seal if the document is signed by 2 of its authorised signatories.

Where the Common Seal is affixed to a document, it shall be attested by the signatures of two Members of the Committee.

27.4. Records and Accounts

Proper accounting and other records shall be kept in accordance with the Associations Incorporation Reform Act 2012, administered by Consumer Affairs Victoria.

The books of account shall be kept in the care and control of the Secretary.

The Association shall establish and maintain proper records and minutes concerning all of its transactions, business, meetings and dealings (including those of the Association and the Committee).

27.5. Common seal

The Association may have a common seal.

If the Association has a common seal:

- a) the name of the Association must appear in legible characters on the common seal;
- b) a document may only be sealed with the common seal by the authority of the Committee and the sealing must be witnessed by the signatures of two committee members.

27.6. Custody of Seal and Records

The Secretary of the Association shall keep in custody and control, the Seal and all records, books and other documents relating to the Association.

27.7. Availability of Records

All records relating to the Association shall be made available at no charge to any Association Member at any reasonable hour.

Any such request can be made by any Association Member to the Secretary by direct correspondence (letter or electronic mail).

27.8. Winding up the Association

The Association may be wound up and dissolved if a resolution is passed by three quarters of the financial Members present at a special meeting, which has been called for the purpose of dissolving and winding up the Association, after fourteen days' notice is given to the financial Members of the Association to their last known Electronic or physical mail address.

In the event of the Association being so dissolved and wound up, any credit balance in the funds of the Association, or any disposable assets which can be converted into cash, shall be donated to a charitable organisation. Such charitable organisation shall be chosen by a majority of Members attending the special meeting called for the purpose of dissolving and winding up the Association.

27.9. The Constitution

The constitution is the set of rules by which the Association is run. The Constitution may also include agreed Schedules.

27.10. Alteration to the Constitution

The Constitution will be subject to revision every twelve months.

The Constitution may be altered, rescinded or added to only by a special resolution of the Association (that is, at least three-quarters of the votes cast support it).

The constitution of the Association in relation to vehicle eligibility matters will be amended only following the express agreement of Motorsport Australia (MA).

FORM OF APPOINTMENT OF PROXY

I,(full name)
of(address)
being a Member of(name of incorporated association)
hereby appoint(full name of proxy)
of(address)
being a Member of that incorporated association, as my proxy to vote for me on my behalf at the general meeting of the association (annual general meeting or special general meeting, as the case may be) to be held on the.....day of and at any adjournment of that meeting. (month and year)
* My proxy is authorised to vote in favour of/against (delete as appropriate) the resolution (insert details).
* to be inserted if desired.
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