

CONSTITUTION AND RULES

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RULES

1. NAME

The name of the organisation is Club Audi Victoria Inc. (hereinafter called "The Club").

2. ADDRESS

The address of the Club shall be at such places as the Management Committee may from time to time determine.

Currently 81 Major Crescent, Lysterfield, VIC, 3156.

3. OBJECTIVES

The objectives for which the Club is established are:-

- a. To bring together people interested in the Audi marque covering Audi or VAG Group Car.
- b. To promote motor-sport and social activities.
- c. To collect and distribute such technical and mechanical information as shall be of benefit to Audi drivers.
- d. To promote, foster and conduct driver training and motoring generally, in all its facets.
- e. To promote friendship and courtesy on the road, socially and in competition between Members of The Club and other Clubs.
- f. To preserve Audi Automobiles and their history, and facilitate, Club Permit Registration.
- g. The Club will affiliate with CAMS Ltd and abide by its rules and constitution and those of the FIA.

4. DEFINITIONS

(1) In these Rules, unless the contrary intention appears—

committee means the committee of management of the Association;

financial year means the year ending on 30 June;

general meeting means a general meeting of members convened in accordance with rule 12;

member means a member of the Association;

ordinary member of the committee means a member of the committee who is not an officer of the Association under rule 21;

Regulations means regulations under the Act;

relevant documents has the same meaning as in the Act;

the Act means the **Associations Incorporation Act 1981**.

- (2) In these Rules, a reference to the Secretary of an Association is a reference—
- (a) if a person holds office under these Rules as Secretary of the Association—to that person; and
 - (b) in any other case, to the public officer of the Association.

5. INCOME AND PROPERTY

- a. The income and property of the Club whence so ever derived, shall be applied solely towards the promotion of the objects of the Club as set forth in these Rules and no portion thereof shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise how so ever by way of profit, to the Members of the Club. Provided that nothing herein shall prevent the payment, in good faith, of reasonable and proper remuneration to any officer or servant of the Club, or to any Member of the Club in return for any services actually rendered to the Club.
- b. **EXPENSES IN PERFORMANCE OF DUTY**
All committee members will be reimbursed all expenses directly attributable to the Club. Where by virtue of position, that Committee member feels obliged to attend a function or perform some duty, the expenses incurred may be reimbursed by the Club. The Committee Member, feeling so obliged and wishing to have such reimbursement shall seek approval of the committee prior to the involvement of the expense.
- c. **CLUB INTELLECTUAL PROPERTY**
Where a Committee Member or Club Member performs duties for the Club, any material produced in whatsoever form will be the property of the Club and all rights to that material will remain within the Club.
- d. **DISPOSAL OF CLUB ASSETS**
When in the opinion of the Committee a particular asset is of no further use to the Club notice of disposal will be placed in/on the Club Website or News Letter, where a request for tenders for purchase of such asset from members will be advertised and the closing date of the tender process. The closing date will be such to coincide with a monthly general meeting. All tenders are to be in writing, addressed to the Secretary and be clearly marked 'tender for purchase' and will remain unopened until the meeting of the closing date. At the meeting of the closing date the Secretary will open all tenders and the highest tender will be the successful purchaser. If there are two or more equal highest tenders the item for tender will then be auctioned to the highest bidder provided it is above the highest tender.

ASSET REGISTER

The Treasurer will maintain the Club Asset Register, which will cover all items of value, considered property of the Club. The Treasurer will also maintain a record of the whereabouts of all assets, and conduct an audit each year to confirm the accuracy of the asset register.

6. STRUCTURE, CHAPTERS AND REGISTERS

- a. The Club shall consist of Full Members. From the body of Full Members shall be elected a Committee consisting of: President, Vice-President, Secretary, Treasurer, Motor-sport Coordinator, Webmaster, Social Events Coordinator. The elected Committee may second other members to perform special duties as the need arises. The elected Committee may create additional positions on the Committee on a temporary basis until the members ratify the position at the next Annual General Meeting.
- b. All positions on the Committee are to be honorary and as such no Committee member shall take personal (financial or otherwise) advantage from their position on the Committee. Should this occur, the President will have the power to ask for that member's resignation and expect the resignation to be given.
- c. The Club executive may consider the establishment of a Chapter of the Club should it receive a submission. A Chapter Club will remain under the auspices of the Club Audi Victoria Inc. The primary criteria for the establishment of a Club Chapter will be the numbers of existing financial members residing in a particular district or area of Victoria considered by the Committee remote from the Melbourne metropolitan area. The Chapter must accept the constitution of the Club. However the Chapter may submit for consideration by the Committee, rules which may best apply to the Chapter because of local considerations. The Chapter members would remain members of the Club Audi Victoria Inc and as such membership fees would be paid to the Club. The Chapter would submit an annual budget for consideration by the Committee and receive support funds and subsidy from the Club via this means. The Chapter may pursue its own fund raising. To maintain correct Club audit procedures, all expenditure and funds raised must be reported to the Club and operate within the financial guidelines set by the Club.
- d. REGISTERS-The Committee will foster approved national registers for those members with an interest in a particular model.

7. MEMBERSHIP

a. Full Members

Any person:

1. who supports the objectives of the Club; and
2. who is the sole owner, joint or several owner, lessee or company nominated driver of an Audi or VAG motor vehicle, shall be eligible for full membership.
3. has previously been a full club Member

Every Full Member of the Club shall enjoy full benefits and privileges of Membership so long as they are a financial member or unless they are expelled from the Club under Rule 26.

Members in the following categories are however ineligible to hold office: -

1. Audi dealers and their employees
2. Employees of Audi Australia.
3. Persons deriving an income from Audi service, spares or accessories, unless ratified at the

AGM by a simple majority of financial members present.

b. Applications

Application for Membership shall be in writing and signed by the Applicant, and shall take such form as the Committee shall determine, but will contain a statement by the applicant that he supports the objects of the Club and undertakes to comply with the Constitution and Rules of the Club. Applicants shall nominate their preferred method for receiving correspondence and notices – by email or post. All Members shall be approved for Membership by a majority of the Committee. An applicant is a temporary Member until such time as his application is considered by the Committee.

c. Day Membership

Day Membership shall be open to anyone, who in the opinion of the person organising a club event, is suitable to participate in that event. The Committee shall specifically authorise event organisers to accept Day Membership, which shall then be valid for a period not exceeding 24 hours from the time nominated by the event organiser. Day members have no voting rights. A nominal fee will be charged, however a discount for this amount will be refunded off the price of a yearly membership if done within one calendar month of the event.

d. Register of members

(1) The Treasurer must keep and maintain a register of members

containing-

(a) The name and address of each member; and

(b) The date on which each member's name was entered in the register.

(c) Such other information as deemed appropriate by the Committee

e. Reciprocal rights of members

From time to time the committee of the Club Audi Victoria Inc. may grant members of other Audi Clubs, Interstate or International, reciprocal rights to membership of the Club Audi Victoria Inc. for the purposes of gaining members benefits for events or other occasions. This is completely at the discretion of the committee as to which events or occasions this covers. This arrangement is only intended for casual visits and is not intended for unlimited use at the Club Audi Victoria Inc.

8. FEES AND SUBSCRIPTIONS

- a. The Annual Subscription shall be such sum as shall be fixed from time to time by the Committee together with the prevailing CAMS Ltd. Membership Fee (if applicable).
- b. The first subscription payable by a potential member shall be the current annual subscription at time of application and shall be payable on application for Membership.
- c. Renewal of Membership shall be on or before the 1st July in each year
- d. The Membership Fee and Joining Fee shall be such sums as determined by the Committee. The terms of payment may also be adjusted by the Committee.
- e. Joining Fee
The full joining fee shall apply to:
 - i. All new members.
 - ii. Unfinancial members rejoining.

Membership Fee

- f. The Membership Fee shall be paid on an annual basis and is due on 1st July of each year.

9. ELECTION OF COMMITTEE

At the AGM the President shall declare all positions vacant and appoint a Chairman to conduct the election of the committee. At the completion of the elections, the Chairman will resign and pass control to the incoming President.

1. At the Annual General Meeting, the Committee, as set out in this Constitution shall be elected to replace the outgoing Committee, which shall retire at the Annual General Meeting. These Members shall be eligible for re-election. The incoming Committee shall assume office from the AGM and shall serve until the next Annual General Meeting, except as otherwise provided in this Constitution.
2. The procedure for making nominations for the Committee shall be as follows:
3. No Person will be eligible for nomination unless he/she will have been a financial member for at least twelve (12) months immediately prior to the date of the Annual General Meeting, unless such nomination is unanimously approved by the Committee.
 - a. Nominations may be proposed by any financial Member of the Club preceding the elections at the Annual General Meeting. The nomination shall be in writing, naming the position in respect of which the proposal is made, be signed by the proposer and seconder and lodged with the Secretary at least twenty-one (21) days before the Annual General Meeting at which the election is to take place.
 - b. For any positions for which there are no nominations in advance of the meeting, nominations may be proposed verbally by any Member to the Chairman conducting the elections at the Annual General Meeting. All verbal proposals shall be seconded by a Member before they are accepted.

- c. The Chairman conducting the elections shall accept as nomination only those proposals that have the agreement of their nominees.
- d. No person shall be eligible for nomination unless they are a financial member.
- e. No More than one person per household shall reside on the committee
- f. The election of Officers at the Annual General Meeting shall be in the following order: President, Vice-President, Secretary, Treasurer, Motor-sport Coordinator, Webmaster, Social Events Coordinator.
- g. Election by secret ballot shall be conducted only where there are two or more candidates, or any objections to any one candidate for any position.

In the case of 2 or more candidates, the voter has the option of voting for either/or any of the candidates. The successful candidate will be the one with the greatest number of votes. In the event of a tie, subsequent secret ballots will be held until a clear winner is determined.

In the event of an objection to a sole candidate, the voter has the option of voting 'for' or 'against' the candidate. No sole candidate shall be elected unless there is a majority 'for' them.

To conduct the ballot, the Meeting shall appoint two (2) Returning Officers and the Chairman shall announce the name of the Member elected to the position(s) when the count has been completed and agreed upon.

During the elections those people in attendance who are eligible to vote shall be grouped separately from others present at the Meeting.

10. PROXY VOTES

Any Member may appoint any other person, who need not be a Member, to act as his proxy in any business conducted at the Annual General Meeting. Prior to the commencement of the elections the proxy shall submit to the Chairman satisfactory written authorisation to act.

A Proxy form shall be sent with Notices of the AGM and shall also be available on the Club website or by application to the Secretary and lodged with the Secretary no less than 48 hours before the meeting. A Member shall be entitled to instruct his proxy to vote in favour of or against any proposed resolutions. Otherwise the proxy may vote as he thinks fit. For election of Committee Positions, the proxy form shall include a box beside the name of each candidate for each position. The Member should place a number in each box indicating his order of preference for each candidate for each position. In the event of a candidate or candidates on the list has already been elected to a position, the Member's order of preference of the remaining eligible candidates will be taken as his vote for that position.



11. VACANCY ON COMMITTEE

A vacancy on the Committee occurring for whatever reason shall be filled by the Committee. The Committee shall nominate person or persons to fill the vacancy. The person so nominated shall temporarily hold office until ratified by a majority at the next General (Monthly) Meeting of the Club.

The office of a Member of the Committee shall be vacated if:

- a. the Member ceases to be a Member of the Club
- b. the Member becomes un-financial
- c. the Member resigns in writing to the Committee.
- d. the member is absent from three (3) consecutive Committee and/or General Meetings without just cause.

12. POWERS AND DUTIES OF THE COMMITTEE

- a. The Committee shall arrange the main items of business for the General Meetings, receive and deal with correspondence and applications for Membership, receive and pass accounts for payment. and generally carry out the duties usually carried out by the Committees of similar Clubs and Societies.
- b. The Committee shall have the authority to approve or reject applications for Membership.
- c. The Committee must consider Resolutions passed at the General Meetings of the Club, and may do that which is deemed necessary by it to achieve the objects stated or implied by a resolution.
- d. The Committee shall be the final authority for the interpretation of the Constitution and Rules of the Club.

13. DUTIES OF COMMITTEE MEMBERS

- a. The President:

Responsibilities: Chairing meetings, public face, overall direction of the club.

To Preside at, and chair, meetings of the club. Maintain proper control and act in the best interest of the club. Maintain an impartial attitude in all discussion and publicly represent the club at official levels. Ensure that Office Bearers perform their duties. Advise Committee Members on club policy. Provide guidance and assistance for Committee Members. Represent the club at official non-club functions. Review performance of the club in achieving its goals. Develop and set policy direction for the future. Identify and advance new opportunities for the club. Keep abreast of club activities. Liaise with general membership.

In summary, the President should lead without controlling. Involve club members in decisions that affect them. Stimulate balanced discussions and ensure resolution to same. Conduct meetings in a professional manner and time meetings to conclude on time. Encourage focused discussion and keep meetings on track. Negotiate successfully between members. Seek and obtain feedback from the membership and ensure that the club attains the goals and represents the views of the members.

b. The Vice-President:

Responsibilities: Assisting the President and other Committee Members. \

To deputise for the President at club and committee meetings where the President is unable to attend, or as directed by the President. Ensure that the club functions are not compromised. Carry out Presidential duties as delegated by the President. Assist the President and other committee members with their duties as required. The Vice President shall also fulfill the role of Club Ombudsman who shall settle disputes on behalf of the Committee between Club Members or outside bodies. Such disputes are to be reported to the Committee together with comments and/or recommendations. The Committees decision shall be accepted as final and binding on the member or members of the Club party to the dispute.

c. The Secretary

Responsibilities: Documentation and maintaining of Official Records.

Ensure that the club is always operating within the guidelines and framework of it's charter and statutory requirements. Ensure the club maintains all records as required by statutes. Issue formal notices as required. Prepare meeting agendas and circulate to all relevant parties. Document Committee Meetings and prepare formal minutes from same within a timely manner. Receive club correspondence, document and keep these safe. Primary contact for all statutory bodies. Manage and maintain membership register. Prepare membership packs and ensure they are sent to new members in a timely manner upon receipt of application and payment of fees. Send correspondence to members as required. Ensure members are notified when renewal is required. Assist with budget planning and work to budgets provided.

d. The Treasurer

Responsibilities: Management of Club Funds

Shall be responsible for the Clubs finances and keep the Club's financial books, which shall close as at 30th June. At each Committee Meeting the Treasurer shall submit a statement of the financial position of the Club as of the beginning of the Meeting. The Treasurer shall also be responsible for the maintenance of the Club Asset Register, and conduct annual audits of said Asset Register.

At the Annual General Meeting the Treasurer shall present an audited financial report consisting of a statement of Income and Expenditure for the previous financial year and a Balance Sheet of Assets and Liabilities as of the close of that year. The Treasurer shall be responsible for controlling the issuing of properly endorsed and page numbered receipt books for all monies received and shall deposit such monies to the credit of the Club as soon as possible after receipt.

Shall report Quarterly, the Financial position of the Club to the Committee

e. The Motor-sport Coordinator

Shall be responsible for the promotion of all competitive motor-sport activities in the club, and will act as key liaison with CAMS Ltd.

f. The Social Events Coordinator

Shall coordinate all Social functions held by the Club, and be responsible for the issuing and updating the Club's calendar of events.



g. The Webmaster

Shall be responsible for the maintenance of the club's Website and forum

h. Other positions may be created as the need arises.

i. Each member of the committee may get the necessary assistance required from any club member, as the need arises.

14. MEETINGS

a. The Secretary shall give notice to all Members, of all General Meetings, setting out the time and place of Meetings. In the case of the Annual General Meeting, or an Extraordinary General Meeting Twenty one (21) days notice shall be given and shall include the Agenda for same. For Annual General Meetings or Extraordinary General Meetings no item/s other than those specified shall be dealt with.

b. General Meetings shall be convened by the Committee.

c. The Quorum at all General Meetings, Annual General Meetings and Extraordinary General Meetings shall be ten (10) financial Members.

d. Should a quorum not be present at an Annual General Meeting or Extraordinary General Meeting then the decisions of that meeting shall be advised in writing to all financial Members. If within Fourteen (14) days of the date of posting such advice, written objections from not more than ten (10) financial Members are received by the Secretary, then the decisions of that meeting shall be considered valid.

15. EXTRAORDINARY GENERAL MEETINGS

Extraordinary General Meetings shall be convened by the Committee if it considers such a meeting necessary or if it is requested in writing to do so by at least ten (10) financial Members. Notice of an Extraordinary General Meeting shall clearly state the nature of the business to be discussed at the meeting

16. ANNUAL GENERAL MEETING

a. The Annual General Meeting will be convened by the Committee between 1st July and 30th November in each year.

b. Notices of motion shall be lodged with the Secretary at least twenty-eight (28) days prior to the Meeting.

c. The agenda for the Annual General Meeting shall be:

1. Confirmation of Minutes of previous Annual General Meeting.

2. President's Report

3. Financial Report
4. Election of Committee
5. Election of Auditor
6. Notices of Motion
7. General Business

17. COMMITTEE MEETINGS

- a. The Committee shall arrange its meetings at the convenience of its Members in accordance with Clause 12.
- b. The Committee shall meet as often as is necessary to carry out their duties, at a time and place decided by them. However, there shall be no less than four (4) Meetings of the Committee in any one financial year. Meetings shall take place, as close as practically possible, on the 1st Wednesday of the following months August, October, December, February & April.
- c. Notice of each committee meeting, specifying the meeting date, time and venue, must be given to all Club Members within 14 calendar Days before the date of the meeting
- d. The quorum at a Committee Meeting shall be four (4) Members of the Committee
- e. Any Club member is welcome to attend Committee Meetings

18. RESOLUTION AND VOTING

- a. Every motion shall be properly moved and seconded. Electronic forms of communication such as emails and forum website being an acceptable form of raising a motion or conducting a meeting at Committee level only.
- b. The Chairman may rule a motion out of order but must state the reason(s) for doing so. The Chairman's ruling may be dissented from if a motion to that effect is carried, in which case the original motion shall stand.
- c. The intention to conduct a vote on an issue that is a major one and effects all Members shall be treated under Clause 15 or 16 (b).
 - 1) Voting, except for the election of Committee Members shall be by voice or by show of hands unless a motion is passed to hold a secret ballot on the issue in question.
 - 2) Election of Committee Members shall be by secret ballot
- d. Decisions shall be made by simple majority vote except as otherwise provided herein. If there is an equality of votes for and against a motion the Chairman may exercise a casting vote to decide the issue.

19. AUDITING

A Member of the Club or such person as the Club selects, shall at each Annual General Meeting be appointed until the following Annual General Meeting for the purpose of providing an independent report as to the accuracy and reliability of the accounts and records kept by the Treasurer. Should such an officer not be elected at an Annual General Meeting, he may be appointed at a subsequent Meeting to hold office until the next Annual General Meeting, at which he will present his report attached to the Treasurer's report, and it shall be read aloud by the Chairman to the Meeting. This officer shall then retire from office but is eligible for re-election, provided that no person shall hold the office of Auditor for a consecutive period of more than three (3) years.

20. FUNDS

The Treasurer of the club must-

- (a) collect and receive all moneys due to the club and make all payments authorised by the club: and
- (b) keep correct accounts and books showing the financial affairs of the club with full details of all receipts and expenditure connected with the activities of the club.

The funds of the Club shall be banked in an account styled in the name of the Club.

All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be approved by any two of the President, Vice President, Secretary and Treasurer.

The funds of the Club shall be derived from entrance fees, annual subscriptions, donations and any such other sources as the committee determines.

21. SEAL

The common seal of the Association must be kept in the custody of the Secretary.

The common seal must not be affixed to any instrument except by the authority of the committee and the affixing of the common seal must be attested by the signatures either of two members of the executive committee or, of one member of the executive committee and of the public officer of the Association.

No Common Seal has been obtained by the club.

22. CUSTODY AND INSPECTION OF BOOKS AND RECORDS

Except as otherwise stated in these Rules, the Secretary must keep in his or her custody or under his or her control all books, documents and securities of the Club.

All accounts, books, securities and any other relevant documents of the Club must be available for inspection free of charge by any member upon request.

23. DISPUTES AND MEDIATION

a. The grievance procedure set out in this rule applies to disputes under these Rules between- (a) a member and another member; or

(i) a member and the Club.

b. The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.

c. If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.

d. The mediator must be-

(i) The Vice President of the Club, as provided by section 13b of this constitution, by agreement between the parties; or

(ii) in the absence of agreement-

(i) in the case of a dispute between a member and another member, a person appointed by the committee of the Club; or

(ii) in the case of a dispute between a member and the Club, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).

e. A member of the Club can be a mediator.

f. The mediator cannot be a member who is a party to the dispute.

g. The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

h. The mediator, in conducting the mediation, must-

(i) give the parties to the mediation process every opportunity to be heard; and

(ii) allow due consideration by all parties of any written statement by any party; and

(iii) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.

j. The mediator must not determine the dispute.

k. If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.



24. ADHERENCE TO RULES

Every person applying for Membership of the Club shall upon acceptance agree to abide by and be bound by the Constitution and Rules including all properly constituted additions and amendments thereto.

25. POWER TO MAKE BY-LAWS

- a. A General Meeting of the Club shall have the power to enact, repeal and amend By-Laws to control in detail the Club Activities and procedures within the requirements of this Constitution, provided that a Notice of Motion of intention to enact, repeal or amend and By-Laws is submitted to the Secretary. A simple majority of members voting shall be sufficient to enact, repeal or amend a By-Law.
- b. The Secretary shall record all By-Laws in a By-Law Book. This book must be kept current by recording any new or amended By-Laws and deleting any repealed By-Laws and must be available at all Club meetings.

26. EXPULSION OF MEMBERS

A Member who has willfully acted in contravention of the Constitution or Rules of the Club or who, in the opinion of the Committee is guilty of conduct detrimental to the welfare or interest of the Club may be summoned to a meeting of the Committee to show cause why he/she should not be suspended or expelled. Expelled members are not entitled to any membership or subscription refunds.

A Member suspended or expelled may, within one month, lodge notice of appeal with the Secretary and such appeal shall be heard and adjudged by the first General Meeting held after the Members have been given notice of the appeal in writing by the Secretary.

27. SERVING OF NOTICES ON MEMBERS

A notice may be served by the Club upon any Member, either personally or by sending it by prepaid post addressed to such Member at his registered place of address or, if he has elected to receive notices by electronic transmission, to his registered email address, and shall be deemed to be served two business days after the day of sending. All notices shall also be posted on the Club's website. The non-receipt of, or the accidental omission to give any notice to any Member shall not invalidate the proceedings at any meeting to which such notice applies. It shall be the member's responsibility to advise the Membership Secretary of any change of contact details as per Clause 29.

28. RESIGNATION OF MEMBERS

A Member wishing to resign shall not be entitled to any refund of any part of their subscription.

29. CHANGE OF RESIDENCE

Upon changing his residence, a Member shall notify the Secretary in writing within thirty (30) days of such change and shall provide the new Residential Address, Email Address, and Telephone Number(s).

30. PRIVACY

The Club will only collect personal information for purposes of complying with the Act and this Constitution and for operational purposes. This information will be used for the primary purpose for which it is collected, remains confidential and will not be sold or disclosed to third parties other than in accordance with legally enforceable direction.

31. INDEMITY

Every member of the Committee, Auditor and other officer for the time being of the Club shall be indemnified out of the assets of the Club against any liability arising out of the proper execution of the duties of his office which is incurred by him in defending any

he is acquitted or in connection with any application under the Act in which relief is granted to him by the Court in respect of any negligence, default, breach of duty or breach of trust.

32. ALTERATION OF CONSTITUTION AND RULES

- a. These rules may be altered (including an alteration to the association's name) by special resolution of the members of the association, including rescission or replacement by substitute rules, provided that Notice of Motion in writing by a member to amend the Constitution is submitted to the Secretary. The Secretary shall promptly give notice (not less than 21 days) to the members of the proposed resolution and the date and place of the meeting at which the motion is to be considered. No such motion shall be deemed to have been passed unless it is carried by a majority of at least three quarters of members voting thereon in person, or by represented proxy.
- b. The alteration(s) shall:
 - i. Be registered with the Office of Consumer and Business Affairs, Corporate Affairs and Compliance branch, as required by the Act.
 - ii. Upon registration, bind the association and every member to the same extent as if they have respectively signed and sealed them, and agreed to be bound by all of the provisions thereof.

33. DISSOLUTION

- a. The Club shall be dissolved by the Committee (or the remnants of it) if the Membership falls below ten (10) financial Members, or if an Extraordinary General Meeting convened for the purpose of discussing dissolution shall decide by vote to dissolve it.
- b. In order to be carried such a motion shall require a majority of three quarters of the total votes cast by financial Members present at the Meeting, or represented by Proxy.
- c. In the event the Club is dissolved, the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to another organisation with similar purpose which is not carried on for the profit or gain of its of its individual members. i.e. A Registered Charity



34. INTERPRETATION

Where herein before used, words importing the masculine gender shall include the feminine gender and words importing the singular number shall include the plural and vice-versa unless the context shall otherwise require. This Constitution is based on the Model Rules for an Incorporated Association under the Associations Incorporation Act (1981), Victoria and interpretation and definitions should be based on those Rules and Act.

THESE RULES WERE PRESENTED TO AND APPROVED BY THE MEMBERS OF THE CLUB AT THE SPECIAL GENERAL MEETING ON THE 17th AUGUST 2011



APPLICATION FOR MEMBERSHIP OF CLUB AUDI VICTORIA INC.

I, _____ of _____ desire to become a
(name and occupation) *(address)*
member of
Club Audi Victoria

In the event of my admission as a member, I agree to be bound by the rules of the Association for the time being in force.

Signature of Applicant

Date

I, _____, a member of the Association,
(name)
nominate the applicant, who is personally known to me, for membership of the Association.

Signature of Proposer

Date

I, _____, a member of the Association, second
(name)
the nomination of the applicant, who is personally known to me, for membership of the Association.

Signature of Seconder

Date



APPENDIX 2

FORM OF APPOINTMENT OF PROXY FOR MEETING OF ASSOCIATION CONVENED UNDER RULE 7(7)

I,

(name)

of

(address)

being a member of

Club Audi Victoria Inc.

appoint

(name of proxy holder)

of

(address of proxy holder)

being a member of that Incorporated Association, as my proxy to vote on my behalf at the appeal to the general meeting of the Association convened under rule 7(7), to be held on—

(date of meeting)

and at any adjournment of that meeting.

I authorise my proxy to vote on my behalf at their discretion in respect of the following resolution: [insert details of resolution passed under rule 7(1)]

Signed

Date



APPENDIX 3

FORM OF APPOINTMENT OF PROXY

I, (name)

of (address)

being a member of Club Audi Victoria Inc.

appoint (name of proxy holder)

of (address of proxy holder)

being a member of that Incorporated Association, as my proxy to vote on my behalf at the *annual/*special general meeting of the Association to be held on—

(date of meeting)

and at any adjournment of that meeting.

My proxy is authorised to vote *in favour of/*against the following resolution: [insert details of resolution]

Signed

Date

*Delete if not applicable

APPENDIX 4

SCHEDULE OF FEES

<i>Fee</i>	<i>Amount</i>
Entrance fee	
Annual subscription fee	