

Constitution of Llanidloes and District Car Club

1. Name

- 1.1 The name of the Association shall be Llanidloes and District Car Club (hereinafter called "the Association").

2. Objects and Powers

- 2.1 The objects of the Association shall be to:

- Provide a cost effective method of transport for people living in Llanidloes and district.
- Provide access to more sustainable transport otherwise not accessible to people living in rural communities
- To improve the quality of life and access to services.
- Reduce the feelings of isolation amongst people living in the local community.
- Reduce the impact of the car on the environment.

- 2.2 The Association shall be non-party to politics.

- 2.3 In furtherance of the said objects but not otherwise, the Association may:

- (i) Promote and organise co-operation in the achievement of the same, nationally, internationally and locally, and to that end may bring together in conference representatives of voluntary organisations, government departments, statutory authorities and individuals.
- (ii) Arrange and provide for or join in arranging and providing for the holding of exhibitions, meetings, lectures, classes, seminars and training courses, and other leisure-time activities.
- (iii) Promote and carry out or assist in promoting and carrying out research, surveys and investigations and publish results thereof.
- (iv) Collect and disseminate information on all matters affecting the above purposes and exchange such information with other bodies having similar purposes whether in this country or overseas.
- (v) Undertake, execute, manage or assist any charitable trust which may lawfully be undertaken, executed or assisted by the Association.
- (vi) Procure to be written and print, publish, issue and circulate gratuitously or otherwise such papers, books, periodicals, pamphlets or other documents or films or recorded tapes as shall further the above purposes.

- (vii) Purchase, take on lease or in exchange, hire or otherwise acquire any property and any rights and privileges necessary for the promotion of the said purposes and construct, maintain and alter any buildings or erections necessary for the work of the Association.
- (viii) Make regulations for any property which may be so acquired and make rule for the conduct of the Association, its meetings and activities.
- (ix) Sell, let, mortgage, dispose of or turn to account all or any of the property or assets of the Association.
- (x) Raise funds and invite and receive contributions from any person or persons by way of subscriptions and otherwise, provided that the Association shall not undertake any permanent trading activities in raising funds for its primary charitable objects.
- (xi) Accept gifts and borrow or raise money in such a manner as the Association shall think fit subject to such consents as required by law.
- (xii) Procure contributions to the Association by personal or written appeals, public means or otherwise.
- (xiii) Invest the moneys of the Association not immediately required for its purposes in or upon such investments, securities or property as may be thought fit, subject nevertheless to such conditions (if any) as may for the time being be imposed or required by law.
- (xiv) Do all such other lawful things as are necessary for the attainment of the said purposes.

3. Committee

- 3.1 The policy and general management of the affairs of the Association shall be directed by a Committee (hereinafter called "the Committee") which shall meet not less than 4 times a year and which shall consist of not less than 3 and not more than 9 members.
- 3.2 The members of the Committee shall be elected at the Annual General Meeting of the Association. One Third of the members of the Committee shall retire at the Annual General Meeting each year but shall be eligible for re-election. Retiring members shall be those who have been longest in office; as between members who have the same length of office, retiring members (in the absence of agreement) shall be chosen by lot.
- 3.3 In addition the Committee may co-opt up to 3 further members, who shall be members of the Association whether individual or representative or a combination of both who shall serve until the conclusion of the next Annual General Meeting after individual co-option. Co-opted members shall be entitled to vote.

- 3.4 Any casual vacancy in the Committee may be filled up by the Committee and any person appointed to fill such a casual vacancy shall hold office until the conclusion of the next Annual General Meeting of the Association and shall be eligible for election at that meeting.
- 3.5 The Committee may appoint or dismiss and fix the remuneration, duties and conditions of service of such staff as may in its opinion be necessary.
- 3.6 The Committee shall have power to enter into contracts for the purposes of the Association on behalf of the members of the Association.
- 3.7 The Committee may appoint such special or standing committees as may be deemed necessary by the Committee and shall determine their terms of reference, powers, duration and composition. All acts and proceedings of such special or standing committees shall be reported back to the Committee as soon as possible.
- 3.8 The members of the Committee shall be indemnified by the members of the Association against all liabilities properly incurred by them in the management of the affairs of the Association (etc.)
- 3.9 At the Annual General Meeting the Association shall elect a Chairperson, a Secretary, a Treasurer and other such officers as the Association shall from time to time decide.
- 3.10 The Officers of the Association shall hold office until the conclusion of the Annual General Meeting of the Association next after their election but shall be eligible for re-election.

4. Membership

- 4.1 Full membership of the Association shall be open to people of 25 years and over who are interested in furthering the work of the Association and who have paid the annual subscription as laid down from time to time by the Committee hereinafter mentioned. Full members of the Association shall be entitled to vote at General Meetings of the Association.
- 4.2 Any person wishing to become a member of the Association must be proposed by one member and seconded by another. Election to the membership shall be at the discretion of the Committee.
- 4.3 There will be 2 categories of Membership: **Full** and **Affiliated**. All members have full voting rights at general meetings.

Full membership is for people who want to use cars and who pay the Insurance Excess required at time of joining (see Clause 5 below) and who abide by the Membership Rules given on becoming a full member. There is a sub category called **Family Membership**, which allows two or more Full members to only pay one Excess Insurance Premium. This means that only one person in the family can drive a car club vehicle at any one time.

Affiliated membership is available at the discretion of the Committee for people joining the car club who have no desire or rights to drive cars but who are committed to the furtherance of the objectives of the club.

- 4.4 A Full Member must sign a Declaration stating their compliance with the law in relation to legal driving rules and regulations, including the holding of a full driving licence.
- 4.5 A Full Member will be required on joining, to provide a member of the committee with a copy of their current driving licence and their Excess Insurance Premium.

5. Subscriptions

- 5.1 At the time of joining a Full Member is required to pay the appropriate Excess Insurance Premium (payable in the event of a member being involved in an accident). All Full Members must have an existing Excess payment held by the Car Club. Failure to pay the Excess will result in the member being asked to leave the Car Club.
- 5.2 The Excess Premium is a one off payment which is refundable in full, less any outstanding mileage charge, should a member resign from the Club.
- 5.3 In the event of a member having to forfeit their Excess Premium due to an accident, a second Excess Premium must be paid immediately to the Club.
- 5.4 Affiliated Members who do not have access to any of the cars are not required to pay a subscription unless they wish to make a donation on a voluntary basis.

6. Termination of Membership

- 6.1 A member may resign by written notice to the Secretary. The member's Excess Premium will be refunded in full, less any outstanding mileage charge.
- 6.2 The Committee shall have the right for good and sufficient reason to suspend or to terminate the membership of an individual or an affiliated member, provided that the individual member or the individual representing the affiliated member shall have the right to be heard by the Committee before the final decision is made.

7. Rules for Procedure at all Meetings

(a) Quorum

- (i) The quorum at a meeting of the Association shall be 3 of the full membership of the Association;
- (ii) The quorum at a meeting of the Committee shall be 2 or one third, whichever is greater, of the total membership of the Committee or such other number as the Association may in General Meeting from time to time determine.

(b) Voting

Subject to Clause (13), all questions arising at any meeting shall be decided by a simple majority of those present and entitled to vote thereat. No person shall exercise more than one vote but in the case of an equality of votes the Chairperson or chairperson of the meeting shall have a second or casting vote.

(c) Minutes

Minutes shall be kept by the Committee and all other committees, and the appropriate secretary shall keep a record of all proceedings and resolutions.

8. Meetings of the Association

8.1 The first Annual General Meeting of the Association shall be held within eighteen months of establishment and once in each year thereafter an Annual General Meeting of the Association shall be held at such time (not being more than 15 months after the holding of the preceding Annual General Meeting) and place as the Committee shall determine. At least 21 clear days' notice shall be given in writing by the Secretary to each member. At such Annual General Meeting the business shall include:

- (i) the election of officers;
- (ii) the election of members to serve on the Committee;
- (iii) the appointment of an independent examiner(s);
- (iv) wherever necessary, consideration of and voting on proposals to alter this constitution in accordance with clause (13) hereof.

8.2 A Special General Meeting of the Association can be called by any member, supported and signed by not less than 10% of the full membership. On receipt of a written request for a Special General Meeting giving reasons for the request, the Chairperson and Secretary shall within 21 days of receipt of the request call a Special General Meeting of the Association.

9. Nominations of Officers, Committee Members and Delegates

9.1 Nominations for officers or members of the Committee and for delegates to other bodies must be made by full members of the Association and must be in the hands of the Secretary at least 3 days before the Annual General Meeting. Should nominations exceed vacancies, elections shall be decided by a simple majority of those present and entitled to vote. No member shall exercise more than one vote but in case of an equality of votes the Chairperson shall have a second or casting vote.

10. Finance

10.1 All monies raised by or on behalf of the Association shall be applied solely to further the purposes of the Association in such a manner as may be recommended by the Management Committee and approved at the Annual General Meeting.

10.2 Nothing herein contained shall prevent the payment in good faith of reasonable and proper remuneration to any employee or volunteer of the Association or the repayment of reasonable out-of-pocket expenses. The Committee shall have the power to authorise payment of remuneration and expenses to any officer, member or employee of the Association and to any other person or person for services rendered to the Association.

10.3 The Treasurer shall keep proper accounts of the finances of the Association.

10.4 The accounts shall be independently examined at least once a year by an independent examiner or end of year accounts will be available to members for their inspection. A statement of the accounts for the last financial year shall be submitted by the Committee to the Annual General Meeting aforesaid.

10.5 The Association shall appoint one or more independent examiners and may determine their remuneration (if any).

10.6 A Bank Account shall be opened in the name of the Association with such bank as the Committee shall from time to time decide. The Committee shall authorise in writing the Treasurer and the Chair of the Association and any other members of the Association they from time to time determine to sign cheques on behalf of the Association. All cheques must be signed by at least two of the authorised signatories.

11. Trust Property

- 11.1 The title to all real or personal property which may be acquired by or on behalf of the Association shall be vested in a Corporation lawfully entitled to act as Custodian Trustee or in not less than two or more than four individual persons (not being members of the Committee) appointed from time to time by the Committee. The Committee may from time to time by resolution fill any vacancy among the trustees or remove a trustee from office.
- 11.2 Trustees shall deal with property held by them at all times in accordance with instructions of the Committee.
- 11.3 The Custodians shall be elected at a General Meeting of the Association and shall hold office until death or resignation unless removed by a resolution passed at a General Meeting. The Custodians shall be entitled to an indemnity out of the property of the Association for all expenses and other liabilities properly incurred by them in the discharge of their duties.

12. Alterations to the Constitution

- 12.1 This clause (12), clause (2) (objects) and clause (13) (dissolution) of this Constitution may not be altered.
- 12.2 Any alteration of this Constitution shall receive the assent of not less than two thirds of the full membership of the Association present and voting at a General Meeting or at a meeting specifically called for the purpose PROVIDED THAT notice of such alteration shall have been received by the Secretary in writing not less than (21) clear days before the meeting at which the alteration is to be brought forward. Notice of each such meeting must be given in accordance with normal procedure but not less than (14) clear days prior to the meeting in question and giving the wording of the proposed alteration.

13. Dissolution

- 13.1 If the Committee by a simple majority decides at any time that on the ground of expense or otherwise it is necessary or advisable to dissolve the Association it shall call a meeting of all members of the Association who have the power to vote, of which meeting not less than (21) days' notice shall be given stating the terms of the Resolution to be proposed. If such decision shall be confirmed by a two thirds majority of those present and voting at such meeting, the Committee shall have power to dispose of any assets held by or on behalf of the Association. Any assets remaining after the satisfaction of any proper debts and liabilities shall be given or transferred to such other institution or institutions having objects similar to the objects of the Association as the Committee may decide.
- 13.2 The dissolution shall take effect from the date of the Resolution and the members of the Committee shall be responsible for the winding-up of the assets and liabilities of the Association.

This constitution was adopted at a meeting of _____

Signed: _____

