

# Constitution

Victorian Mini Club Incorporated

(Registration Number: A0027607A)

November 23<sup>rd</sup>, 2023

# Victorian Mini Club Inc.

## Club Rules

### PRELIMINARY

#### 1 Name

The name of the Incorporated Association is **Victorian Mini Club Incorporated** (Registered Number: A0027606A).

#### 2 Purposes

- To foster an interest in the Mini (as manufactured by B.M.C., British Leyland, Leyland Australia, MINI or any subsequent name which these Companies may trade under) in its various forms and derivatives.
- To provide Members with information, advice, events and assistance on matters connected with the Mini and motoring in general.
- To conduct, or provide access to, activities considered desirable and to the benefits of Members.
- To maintain an affiliation with the Federation Internationale de l'Automobile through its local representative (ASN).

#### 3 Financial Year

The financial Year of the Club is each period of 12 months ending on September 30<sup>th</sup>.

#### 4 Definitions

(1) In these Rules unless the contrary intention appears:

**ASN** means the local national motorsport body affiliated with the FIA.

**Committee** means the Committee of Management of the Club.

**FIA** means Federation Internationale de l'Automobile.

**General Meeting** means a general meeting of Members convened in accordance with either Rules 16.1, 19.1, 19.3 or 20.2

**MA** means Motorsport Australia Ltd.

**MiniMag** means the newsletter publication defined in Rule 30.

**Officer** means either President, Vice President, Secretary or Treasurer of the Club;

**Ordinary Member of the Committee** means a Member of the Committee who is not an Officer of the Club.

**Register of Members** means the list of Members and their details;

**Regulation** means regulations under the Act.

**The Act** means the Association's Incorporation Reform Act 2012.

**The Club** means the Victorian Mini Club Incorporated.

(2) Words or expressions contained in these rules shall be interpreted in accordance with the provisions of the Acts Interpretation Act 1958 and the Act as in force from time to time.

### SCOPE OF THE OPERATION OF THE CLUB

#### 5 Powers of the Club

(1) Subject to the Act, the Club has power to do all things incidental or conducive to achieve its purposes.

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

(3) Without limiting Rule 5.1 the Club may acquire, hold, dispose of real or personal property; open and operate accounts with financial institutions; invest its money in any security in which trust monies may lawfully be invested; raise and borrow money on any terms and in any manner it thinks fit; secure the repayment of money raised or borrowed, or payment of a debt or liability; appoint agents to transact business on its behalf; enter into any contract it considers necessary or desirable.

## **6 Not for Profit Organisation.**

The Club must not distribute any surplus, income or assets directly or indirectly to its Members except as bona fide compensation for services rendered or expenses incurred on behalf of the Club.

## **MEMBERSHIP**

### **7 General Rights of Members**

- (1) Members may speak and vote in matters brought before the Membership at a General Meeting for resolution:
  - (a) In all voting each Member has one vote,
  - (b) Only financial Members shall vote,
  - (c) Proxies shall not be allowed,
  - (d) All votes must be made at the time of the vote.
- (2) Members may participate as an entrant, official, spectator or in any other capacity in any event which the Club may organise or be invited to within those limits of eligibility set down by the FIA through its local representative, which are in force at the time of the event.
- (3) Members are entitled to a copy of each issue of MiniMag newsletter published whilst they are a financial Member.
- (4) Members shall be entitled to such privileges as the Club may organise from time to time as published in MiniMag.
- (5) The rights, privileges and obligations of a person by reason of their Membership of the Club:
  - (a) are not capable of being transferred or transmitted to another person.
  - (b) terminate upon the cessation of their Membership. and the person shall not be entitled to, or have any claims upon any portion whatsoever of the property, funds or assets of the Club. Refer Rule 13 and Rule 34.

### **8 Application for Membership**

- (1) A natural person who is approved for Membership as provided in these Rules is eligible to be a Member of the Club on payment of the annual subscription payable under Rule 10.
- (2) Applications accompanied by the appropriate subscription [see Rule 10] shall be made on the current form as approved by the Committee.
- (3) The Committee shall with as little delay as possible determine whether to accept or reject the application.
  - (a) If the application is accepted, the Secretary or delegated person shall enter the applicant's name in the Register of Members and the Member shall be notified accordingly and allocated the next unused sequential number in the Register of Members. A Member returning to the club is entitled to be reissued with their original Membership number.
  - (b) If the application is rejected, the Secretary shall inform the applicant in writing of the Committee's decision and return the fee which accompanied the application. No reason need be given for rejection of an application.
- (4) If the applicant is rejected and still wishes to be a Member, they may write to the Secretary requesting their objection be published in the MiniMag as a topic for a motion at the next General Meeting. The Secretary must comply with this request. The Club, subject to its Rules on meeting, shall hear the applicant's claim and Committee's rejection at the next General Meeting. The Club shall then vote on whether to accept or reject the applicant's application for Membership.
- (5) When the General Meeting makes a decision to accept or reject the application, Rule 8.3 shall apply.

## **9 Types of Membership**

- (1) Various types of Membership may be defined from time to time by the Committee (e.g. Ordinary Member, Junior Member, Life Member, Day Member, etc).
- (2) Life Membership may be awarded by the Committee in accordance with the following guidelines:
  - Nominee must have been a continuously financial Member for 10 years; and
  - Nominee must have (in the opinion of the Committee) provided exemplary service to the Club over a prolonged period and have actively promoted the aims and objectives of the VMCI.
  - Sitting Members of the Committee at the time of the proposal are not eligible.
- (3) A Life Member has all of the rights and privileges associated with Ordinary Membership but is exempt from the requirement to pay the annual subscription fee.
- (4) Members under 15 years old do not have the right to vote.

## **10 Annual Subscription**

- (1) The annual Membership subscription is the amount determined from time to time by the Committee and is from July 1<sup>st</sup> to June 30<sup>th</sup> the following year.
- (2) Different annual subscriptions may be set for different types of Membership.
- (3) Financial Membership lapses upon non-payment of the annual subscription at the new membership subscription period.
- (4) A person who has never held a Membership of the club, who pays a 12 month subscription during the last 3 months of the subscription period shall be entitled to Membership, subject to Rule 8, until the end of the following Membership year.

## **11 Member Resignation**

A member may resign from the Club by writing to the Secretary. Once tabled at the next Committee Meeting the Secretary must organise to alter the Register of Members accordingly and confirm the resignation to the member. No financial reimbursement will be applicable.

## **12 Register of Members**

The Secretary or their Delegate must keep a Register of Members that includes for each Member: their name; address for notices last given by the Member; date of becoming a Member; the classification of the Member; any other information determined by the Committee, and if applicable the date the Member ceased to be a Member.

## **13 Member Expulsion and Suspension**

- (1) Subject to these Rules the Club or Committee may by resolution expel or suspend any Member from the Club subject to the following:
  - (a) if a Member has refused or neglected to comply with these Rules; or
  - (b) has been found guilty of conduct unbecoming a Member or prejudicial to the interests of the Club.
- (2) Where the Committee or the Club passes a resolution under Rule 13.1 the Secretary shall, as soon as practicable, write to the Member:
  - (a) setting out the resolution of the Committee or the Club and grounds on which it is based; and
  - (b) stating that the Member may address the Club at the next scheduled General Meeting held not earlier than 14 days after the service of this notice; and
  - (c) stating the date, place and timing of the General Meeting; and
  - (d) informing the Member that they may do one or more of the following:
    - (i) attend the meeting;
    - (ii) give to the Committee before the date of that meeting a written statement seeking the revocation of the resolution.

- (3) Any Member expelled or suspended from the Club shall take effect immediately after the resolution is passed and they shall forfeit all claims against the Club or benefits associated with membership of the Club.

#### **14 Appeal against Expulsion or Suspension**

- (1) A person who has been suspended or expelled from the Club as per Rule 13 may give notice of an appeal in writing to the Secretary within 48 hours of receiving advice of the suspension/expulsion.
- (2) If notice of an appeal has been received by the Committee a Special Business item accordingly shall be scheduled at the next General Meeting and shall be given notice as per Rule 13.2(c) to include the person's name and the grounds for the appeal.
- (3) At a General Meeting of the Club held in accordance with Rule 14.2 attendees at the meeting:
- (a) shall give the Member an opportunity to be heard; and
  - (b) shall consider any written statement submitted by the Member; and
  - (c) shall by Special Resolution determine whether to confirm or revoke the resolution of expulsion or suspension. A 75% majority is required to revoke the resolution.

#### **15 Grievance Procedure**

- (1) (a) The grievance procedure set out in this rule applies to all disputes under this Constitution between:
- (i) a Member and another Member;
  - (ii) a Member and the Committee;
  - (ii) a Member and the Club.
- (2) A Member must not initiate a grievance procedure (see Rule 13) in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.
- (3) The parties to a dispute must attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party.
- (4) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by Rule 15.3, the parties must within 10 days:
- (a) notify the Committee of the dispute; and
  - (b) agree to or request the appointment of a mediator; and
  - (c) attempt in good faith to settle the dispute by mediation.
- (5) The mediator must be:
- (a) a person chosen by agreement between the parties; or
  - (b) in the absence of agreement:
    - (i) if the dispute is between a Member and another Member - a person appointed by the Committee; or
    - (ii) if the dispute is between a Member and the Committee or the Club - a person appointed or employed by the Dispute Settlement Centre of Victoria.
- (6) A mediator appointed by the Committee may be a Member or former Member of the Club but in any case must not be a person who:
- (a) has a personal interest in the dispute; or
  - (b) is biased in favour of or prejudiced against any party.
- (7) The mediator to the dispute, in conducting the mediation, must:
- (a) give each party every opportunity to be heard; and
  - (b) allow due consideration by all parties to any written statement submitted by any party; and
  - (c) ensure that natural justice is accorded to the parties throughout the mediation process.
- (8) The mediator must not determine the dispute.
- (9) If the mediation process does not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

## **GENERAL MEETINGS**

### **16 Notice and Procedures for All General Meetings**

- (1) Notice of a General Meeting shall be made in writing and include starting time, location, date and notice of any special business to be considered and shall be given in not less than 30 days prior to the meeting date.
- (2) (a) No item of business can be conducted at a General Meeting without a quorum of 5 Members of the Club present when an item of business is considered.  
(b) If a quorum is not present for 30 minutes after the notified commencement time the meeting must be adjourned to a date not more than 21 days after the adjournment and a new Notice for the adjourned meeting must be given to all Members as soon as practicable after the meeting.
- (3) The Committee can appoint a Chairperson for a General Meeting who is not a Committee Member nor nominating for a Committee position at an Annual General Meeting and is of good standing within the Club. If no such prior appointment is made, the President or in their absence the Vice President or in their absence a Member elected by the Members present at a General Meeting shall chair the Meeting.
- (4) A question of business at a General Meeting shall be decided by a show of hands or other means determined by the Chairperson. The Chairperson shall declare the result of the vote. This shall be noted in the Minutes by the Secretary or their delegate.
- (5) Each current financial Member has one vote on business at a General Meeting.
- (6) A motion is passed if a simple majority vote in favour of the motion. The Chairperson has an additional casting vote in the case of a tie.
- (7) Any motion proposed at a meeting shall be seconded and if passed shall become a resolution of the meeting.
- (8) If the question is whether or not to confirm the minutes of a previous meeting, only Members who were present at that meeting may vote.
- (9) Any poll demanded on the election of a Chairperson or on a question of an adjournment shall be decided immediately. Other matters shall be decided before the conclusion of the meeting under the direction of the Chairperson.
- (10) (a) All General Meetings may be attended in person by all financial members.  
(b) (i) The Chairperson may elect to use applicable electronic technology available to all financial members, where all in attendance can communicate with all attendees including the Chairperson; and  
(ii) All attendees using this method are taken to be present at the meeting; and  
(iii) if a member votes at the meeting, they are taken to have voted in person.  
(c) All attendees shall use the same attendance method (physical or electronic).  
(d) All votes shall be made in person.
- (11) Any Special Resolution must be passed by 75% of Members attending the meeting for the motion to be carried.
- (12) If a poll (where votes are cast in writing) is demanded by 3 or more Members on any question:  
(a) the poll must be taken at the meeting in the manner determined by the Chairperson of the meeting; and  
(b) the Chairperson must declare the result of the resolution on the basis of the poll.
- (13) The Committee must ensure that minutes are taken and kept for each General Meeting, including recording of business considered, any resolution on which a vote is taken and the result of the vote.

## **17 Annual General Meetings**

- (1) The Club shall have an Annual General Meeting each calendar year on a date set by the Committee.
- (2) Business of the Annual General Meeting shall include:
  - (a) to confirm the Minutes of the last Annual General Meeting; and
  - (b) to receive from the Committee reports upon the transactions of the Club during the past year; and
  - (c) to elect Officers and Ordinary Members of the Committee; and
  - (d) to receive and consider annual statements in accordance with Part 7 - Financial Reporting in the Act.
- (3) An Annual General Meeting may consider any other special business for which notice in accordance with Rule 6 has been given, including:
  - (a) any motion to amend the Purposes of the Club (Rule 2), and
  - (b) any motion to rescind or alter a rule or to make an additional Rule of the Club.
- (4) Any motion under Rule 17.3 must be passed by 75% of Members attending the Annual General Meeting for the motion to be carried.
- (5) Annual General Meetings are to be held in addition to other meetings.

## **18 Special General Meetings**

- (1) Special General Meetings shall be convened by either
  - (a) the Committee whenever it thinks fit; or
  - (b) the Committee upon the Secretary receiving a request in writing signed by not less than 5% of the Members.
- (2) Where practical the Secretary may include the objectives of the Special General Meeting into the next Monthly General Meeting.
- (3) Where a Special General Meeting is called as a stand alone meeting no other business than that set out in the Notice may be conducted.

## **19 Special General Meetings held at Request of Members**

- (1) The request for a Special General Meeting by Members as per Rule 18.1 must state the business to be considered and any proposed resolutions, include the names and signatures of the proposing Members and be given to the Secretary.
- (2) If the Committee fails to call the meeting within 30 days of receipt of the request, the requesting Members may call a meeting to be held within 3 months of the original request.
- (3) Notice of the meeting is the responsibility of the requesting Members and must be given at least 21 days prior to the meeting to all Members.
- (4) The requesting Members must be reimbursed reasonable costs of the meeting by the Club, as determined by the Committee.

## **20 Monthly General Meetings**

- (1) Monthly General Meetings shall be held on a monthly basis throughout the year as set by the Committee, ordinarily without a meeting in December.
- (2) Notice of a Monthly General Meeting shall be made in writing and shall be given in not less than 7 days prior to the meeting date.

## **COMMITTEE**

### **21 Roles & Powers**

- (1) The affairs of the Club shall be managed and controlled by a Committee and the Committee may exercise all powers to manage the Club subject to:
  - (a) these Rules; (b) the Regulations; (c) the Act; and (d) in the way it sees as essential or proper for the affairs of the Club. The Committee is collectively responsible for ensuring that the Club complies with the Act and that individual Committee Members comply with these Rules.

- (2) Committee Members must exercise their powers and discharge their duties with reasonable care and diligence, in good faith and in the best interests of the Club and for a proper purpose. Within the management of the Club each Committee Member shall carry out all functions that are:
  - (a) requested of them by these Rules; and
  - (b) normally required of the role they have been appointed to fill; and
  - (c) imposed from time to time by resolution at a General Meeting.
- (3) Current and former Committee Members must not make improper use of their position or information they acquired by virtue of their position so as to gain an advantage for themselves or any other person or to cause detriment to the Club.
- (4) (a) The Committee may delegate to a Member of the Committee, a sub-committee or an Ordinary Member any of its powers and functions other than this power of delegation or the duty imposed on the Committee by the Act or any other law.
  - (b) The delegation must be in writing and be subject to the conditions and limitations the Committee considers appropriate.
  - (c) The Committee may, in writing, revoke a delegation wholly or in part.

## **22 Election and Tenure**

- (1) A Member is eligible to be elected or appointed as a Committee Member if they are a current financial Member and 18 years or over and entitled to vote at a General Meeting.
- (2) The Officers of the Club shall be:
  - (a) President, (b) Vice President, (c) Secretary and (d) Treasurer.
- (3) Subject to Section 23 of the Act, the Committee shall consist of:
  - (a) The Officers of the Club; and
  - (b) From 1 to 6 Ordinary Members, each of whom shall be elected at an Annual General Meeting of the Club.
- (4) Each Committee Member of the Club shall hold office until the Annual General Meeting next after the date of their election but is eligible for re-election.
- (5) Any Office becoming vacant during any 12 months period shall be filled by any Committee Member that the Committee feels would be suitable. In the case of any Ordinary Committee position becoming vacant the Committee may appoint a suitable Member of the Club. Any person so chosen shall hold office until the next Annual General Meeting subject to these Rules.
- (6) (a) Nominations on the prescribed form for election as Officers or Ordinary Members of the Committee shall be received by the Secretary.
  - (b) Further nominations on the prescribed form may also be received at the Annual General Meeting by the Chairperson.
  - (c) A Nominee for a Committee position is not required to be present at the election, but will only be considered if a completed Nomination Form has been received by the Chairperson of the meeting, prior to the meeting.
- (7) If the number of nominations equal the number of positions to be filled the persons nominated shall be deemed to be elected.
- (8) If the number of nominations exceeds the number of positions to be filled, a vote shall be taken in the form of a show of hands, or by secret ballot at the request of a nominated person or the Chairperson.
- (9) If a Ballot is required the Chairperson may appoint a Returning Officer who must not be a Member nominated for the position. The election must be a secret ballot.
- (10) If there is a tied vote, the nominated persons will be asked to address the meeting, and then a further ballot must be carried out. If there is a further tied vote the Chairperson has the deciding vote. The Returning Officer must declare the candidate(s) elected.



## **23 Committee Meetings**

- (1) The Committee must meet at least 4 times in each year at the dates, times and places determined by the Committee.
- (2) The date, time and place of the first Committee meeting must be determined by the Members of the Committee as soon as practicable after the annual general meeting of the Club at which the Members of the Committee were elected.
- (3) Notice of each subsequent Committee meeting, as indicated in Rule 23.2 must be given to each Committee Member no later than 7 days before the date of the meeting.
- (4) Notice may be given of more than one Committee meeting at the same time.
- (5) The notice must state the date, time and place of the meeting;
- (6) No item of business can be handled at a Committee Meeting without a quorum of 5 Members of the Committee in attendance, 2 of which must be Officers of the Club. If a quorum is not present within 30 minutes after the notified time of commencement the meeting shall be adjourned to a date no later than 14 days from the adjourned meeting date with Notice to all Committee Members as per Rule 23.3
- (7) The procedure to be followed at a meeting of the Committee must be determined from time to time by the Committee. The Chairperson shall determine the order of business.
- (8) A Committee Member who has a material personal interest in a matter being considered at a Committee meeting must disclose the nature and extent of that interest to the Committee. The Member must not be present whilst the matter is being considered and shall not vote on the matter.
- (9) The Committee must ensure that Minutes are taken and kept of each Committee meeting. Minutes shall include:
  - Names of Members in attendance at the meeting; and
  - The business considered at the meeting; and
  - Any resolution on which a vote was taken and the result of the vote; and
  - Any material personal interest disclosed.
- (10) (a) All Committee Meetings may be attended in person by all Committee members.
  - (b) (i) The Chairperson may elect to use applicable electronic technology available to all Committee members, where all in attendance can communicate with all attendees; and
  - (ii) All attendees using this method are taken to be present at the meeting; and
  - (iii) if a Committee member votes at the meeting, they are taken to have voted in person.
  - (c) All attendees shall use the same attendance method (physical or electronic).
  - (d) All votes shall be made in person.
- (11) The Committee may grant a Committee Member leave of absence from Committee meetings for a period not exceeding 3 months. This leave cannot be granted retrospectively.
- (12) A motion is carried if a majority of Committee Members vote in favour of the motion. The Chairperson has an additional casting vote in the case of a tie.

## **24 General Matters - Committee**

- (1) The Secretary must give to the Consumer Affairs Victoria Registrar notice of their appointment within 14 days of their appointment.
- (2) The Secretary of the Club or their delegate shall attend all meetings and keep minutes of all resolutions and proceedings.
- (3) The Secretary, as the delegate of the Committee, shall control, as Custodian, all Registers, Minute Records, documents and securities ensuring they are properly bound and ensure they are made available for inspection by the Members, and that they are retained for 7 years.

- (4) The Secretary, as the delegate of the Committee, shall control, as Custodian, all physical assets of the Club, including the maintenance of a formal Asset Register and shall be responsible for securing and insuring all assets including all property, fixtures, fittings, equipment, club merchandise, library assets and any future acquisitions of a capital nature.
- (5) The Common Seal of the Club shall be kept in the custody of the Secretary. The Common Seal shall not be affixed to any instrument except by the prior formal authority of the Committee and be certified by the signatures of two of the Committee.
- (6) All monies due or payable to the Club shall be received by the Treasurer or a person authorized by the Committee and shall be paid into the nominated banking account/s of the Club no later than 5 working days after receipt.
- (7) The Treasurer and optionally a representative appointed by the Committee shall prepare and maintain all accounting books and records showing the financial position of the Club and ensure that they are retained for 7 years.
- (8) Subject to the report required by Part 7 - Financial Reporting in the Act the Treasurer shall present the financial statements for the previous financial year at the Annual General Meeting consisting of:
  - (a) Balance Sheet; and
  - (b) Funds Statement (statement of income and expenditure); and
  - (c) Management Letter from the Club's appointed Auditor as per Rule 26
- (9) All cheques, contracts, drafts, bills of exchange, promissory notes, E.F.T. and other documents shall be signed by two of the Members being any two of the Officers or one of the Officers and one Financial Member after being formally confirmed by the Committee and detailed in the relevant Minutes of the Committee.
- (10) The Treasurer must ensure that at least one other Committee Member has access to the accounts and financial records of the Club.

## **25 Committee Member Removal**

- (1) Any Officer or Ordinary Committee Member can be removed from office at a General Meeting of the Club by a resolution but shall not be replaced by another Member until any appeal is resolved. If there is a new appointment the new Committee Member shall hold office until the next Annual General Meeting.
- (2) Where the Club passes a resolution under Rule 25.1 the Secretary, or in the case of removal of the Secretary, the President, shall, as soon as practicable, write to the Member:
  - (a) setting out the resolution of the Club and grounds on which it is based; and
  - (b) stating that the Member may address the Club at a General Meeting held not earlier than 14 days after the service of this notice; and
  - (c) stating the date, place and timing of the General Meeting; and
  - (d) informing the Member that they may do one or more of the following:
    - (i) attend the meeting;
    - (ii) give to the Committee before the date of that meeting a written statement seeking the revocation of the resolution.
- (3) Any appeal against removal shall be included as a special business item at the General Meeting and shall be given notice as per Rule 16.
- (4) At a General Meeting of the Club held in accordance with Rule 16 attendees at the Meeting:
  - (a) shall give to the Member an opportunity to be heard; and
  - (b) shall consider any written statement submitted by the Member; and
  - (c) shall by a special resolution determine whether to confirm or revoke the resolution. A 75% majority is required to revoke the resolution.
- (5) In addition to Rule 25.1 the Officer or ordinary Committee Member shall cease to be a Member of the Committee if the Member:

- (a) ceases to be a financial Member of the Club; or
- (b) becomes insolvent under administration within the meaning of the Companies (Victoria) Code; or
- (c) resigns their office by writing to the Secretary; or
- (d) fails to attend 3 consecutive Committee meetings without leave of absence granted by the Committee.

## **GENERAL MATTERS**

### **26 Auditor**

- (1) At each Annual General Meeting of the Club, a registered Company Auditor (who shall not be a Member of the Club) shall be appointed to hold office until the next Annual General Meeting. Any casual vacancy occurring in the office of Auditor shall be appointed by the Committee.
- (2) The auditor shall provide a written report for the last financial period in the form of a Management Letter for presentation at each Annual General meeting for circulation to all Members.
- (3) It shall be at the discretion of the Committee to implement an audit at the changeover of the Treasurer or for any other reason.

### **27 Funds**

- (1) The Club shall derive its funds from subscriptions, event entries, donations and other sources as the Committee determines.
- (2) The Club must maintain at least one account with a financial institution from which all expenditure of the Club is made and into which all of the Club's revenue is deposited.
- (3) The Club must keep financial records that:
  - (a) correctly record and explain its transactions, financial position and performance; and
  - (b) enable financial statements to be prepared as required by the Act.
- (4) The Club must retain the financial records for 7 years after the transactions covered by the records are completed.
- (5) The Treasurer must keep in their custody, or under their control:
  - (a) the financial records for the current financial year; and
  - (b) any other financial records as authorised by the Committee.
- (6) For each financial year, the Committee must ensure that the requirements under the Act relating to the financial statements of the Club are met.
- (7) Without limiting Rule 27.6, requirements under the Act include:
  - (a) the preparation of the financial statements;
  - (b) auditing of the financial statements;
  - (c) the submission of the financial statements to the annual general meeting of the Club;
  - (d) the lodgement with the Registrar of the financial statements and accompanying reports, certificates, statements and fee.

### **28 Custody and inspection of Books and Records**

- (1) Members may, on request, inspect free of charge:
  - (a) the Register of Members;

Note: Section 58 of the Act states that it is an offence to make improper use of information about a person obtained from the Register of Members.

- (b) the minutes of General Meetings;
  - (c) subject to Rule 28.2, the financial records, books, securities and any other relevant document of the Club, including minutes of Committee meetings.
- (2) The Committee may refuse to permit a Member to inspect records of the Club that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the Club or one or more members.

- (3) The Committee must on request make copies of these Rules available to Members and applicants for Membership free of charge.
- (4) Subject to Rule 28.2, a Member may make a copy of any of the other records of the Club referred to in this rule and the Club may charge a reasonable fee for provision of a copy of such a record.
- (5) For purposes of this rule 'relevant documents' means the records and other documents, however compiled, recorded or stored, that relate to the incorporation and management of the Club and includes the following:
  - (a) its Membership records;
  - (b) its financial statements;
  - (c) its financial records;
  - (d) records and documents relating to transactions, dealings, business or property of the Club.

**29 The Club Newsletter**

- (1) The Club shall publish an issue of MiniMag at least quarterly.
- (2) Each Member shall be provided with MiniMag via the method nominated by them on their Membership Form or by subsequent request.
- (3) MiniMag shall normally form the notice of all matters to do with the Club required by these Rules.
- (4) The Secretary shall arrange to have all Minutes of Meetings of the Committee and Minutes of all General Meetings of Members published in MiniMag and shall use their best endeavours to publish Minutes promptly.

**30 FIA Affiliation**

The Club shall maintain a current affiliation with the FIA through its local representative, ASN, including paying any fees required and complying with its rules.

**31 Registered Address**

The Club's Registered Address is: Unit 8, 60 Keilor Park Drive, KEILOR EAST; and the Club's **Postal Address is: GPO Box 2495, MELBOURNE 3001.**

**32 By-Laws**

By-laws may be made by the Committee for the proper management and control of the Club, which may be altered and/or repealed, provided that such by-laws are not inconsistent with this Constitution.

**33 Wind Up**

- (1) The Club may be de-incorporated or wound-up subject to:
  - (a) the provisions of the Act;
  - (b) these Rules;
  - (c) 30 days notice of any General Meeting at which it is to be considered;
  - (d) 75% majority vote at the General Meeting subject to sub-clause (c);
  - (e) quorum applicable to the General Meetings.
- (2) In the event of the Club being dissolved or de-incorporated any balance of funds available after meeting all liabilities and disposal of assets shall not be distributed directly or indirectly to the Members of the Club, but shall be given or directed to some other Association with like or similar interests.

**34 By-Laws of VMCI**

Date Passed	Item Passed	Comments