

**CONSTITUTION**  
**NQ PERFORMANCE FORD CLUB**

**NAME**

1. The name of the club is NQ Performance Ford Club Inc.

**OBJECT/PURPOSE**

2. The object/purpose of the club is to project and enhance both the knowledge and understanding of Ford motor vehicles, motor vehicle safety, road rules and awareness of other road users in the wider community. This club is not an association that has as one of its purposes, the purpose of engaging in, or conspiring to engage in any declared offences or any other illegal activities listed under the Vicious Lawless Association Disestablishment Act 2013 or the Criminal Organisation Act 2009.

**POWERS**

3. The club has the powers of an individual, the club may for example –
  - (a) enter into contracts; and
  - (b) acquire, hold, deal with and dispose of property; and
  - (c) make charges for services and facilities it supplies; and
  - (d) do other things necessary or convenient to be done in carrying out it's affairs.
4. The club may also issue secured and unsecured notes, debentures and debenture stock for the club.

**CLASSES OF MEMBERS**

5. The membership of the club shall consist of ordinary members and affiliate members:

Ordinary members consist of those members that own a Ford motor vehicle, there are 2 classes of ordinary membership:

  - (a) single members; and
  - (b) family members – when sons and daughters currently covered under a family membership obtain a provisional licence they must apply for membership as a single member.
6. Affiliate members consist of those people who are members of other clubs and wish to be a part of this club, people who don't require full membership or

people who don't own a Ford motor vehicle. Affiliate members don't have the right to vote on club matters.

7. The number of ordinary members is unlimited, only ordinary members have voting rights and the right to hold office.

### **MEMBERSHIP**

8. An applicant for membership of the club, must be proposed by one member of the club (the proposer) and seconded by another member (the seconder). The only criteria for ordinary membership is that the member must own or have an interest in Ford motor vehicles. That vehicle can be either original, factory modified or privately modified.
9. An application for membership must be-
  - (a) in writing;
  - (b) signed by the applicant; and
  - (c) on the form provided.

### **MEMBERSHIP FEES**

10. The membership fee for each class of membership –
  - (a) is the amount decided by the members from time to time at an Annual General Meeting (AGM); and
  - (b) is payable when, and in the way, the committee decides.

### **ADMISSION AND REJECTION OF MEMBERS**

11. The committee must consider an application for membership at the next meeting of the committee held after it receives –
  - (a) the application; and
  - (b) the appropriate membership fee for the application.
12. The committee must decide at the meeting whether to accept or reject the application. Automatic rejection will occur if the applicant has committed an offence under the Vicious Lawless Association Disestablishment Act 2013 or the Criminal Organisation Act 2009. If a majority of the committee members present at the meeting vote to accept the applicant as a member, the applicant must be accepted as a member to the class of membership applied for.
13. The secretary of the club must, as soon as practicable after the committee decides to accept or reject an application, give the applicant a written notice of the decision.

## **WHEN MEMBERSHIP ENDS**

14. A member may resign from the club by giving a written notice of resignation to the secretary.
15. The resignation takes effect on –
  - (a) the day at the time the notice is received by the secretary; or
  - (b) if a later day is stated in the notice – the later day.
16. The committee may terminate a membership if the member –
  - (a) is convicted of an indictable offence or any offence under the Vicious Lawless Association Disestablishment Act 2013 or the Criminal Organisation Act 2009; or
  - (b) does not comply with any of the provisions of these rules; or
  - (c) has membership fees in arrears at least 2 months; or
  - (d) conducts himself or herself in a way considered to be injurious or prejudicial to the character or interests of the club.
17. Before the committee terminates a members membership, the committee must give the member a full and fair opportunity to show why the membership should not be terminated.
18. If, after considering all representations made by a member, the committee decides to terminate the membership, the secretary of the committee must give the member a written notice of the decision.

## **APPEAL AGAINST DECISION**

19. A person whose application for membership has been rejected, or whose membership has been terminated, may give the secretary written notice of the persons intention to appeal against the decision.
  - (a) A notice of intention to appeal must be given to the secretary within 1 month after the person receives written notice of the decision.
  - (b) If the secretary receives a notice of intention to appeal, the secretary must, within 3 months after the day of receipt, call a meeting of the executive committee to decide the appeal.
  - (c) At the meeting, the applicant must be given a full and fair opportunity to show why the application should not be rejected or the membership should not be terminated.
  - (d) Also, the committee and the committee members who rejected the application or terminated the membership must be given an opportunity to show why the application should be rejected or the membership terminated.

- (e) An appeal must be decided by a vote of the Executive Committee members present at that meeting.

**NOTE**

The appeal will not be considered if the applicant or member has committed an offence under the Vicious Lawless Association Disestablishment Act 2013 or the Criminal Organisation Act 2009

- (f) If a person whose application has been rejected does not appeal against the decision within 1 month after receiving written notice of the decision, or the person appeals but the appeal is unsuccessful, the secretary must, as soon as practicable, refund the application fee paid by the person.

**REGISTER OF MEMBERS**

- 20. The executive committee must keep a register of members.
  - (1) The register of members must include the following particulars of each member –
    - (a) the full name and residential address of the member;
    - (b) the date of admission;
    - (c) the date of death or resignation of the member
    - (d) details of termination or re-instatement of membership
    - (e) any other particulars that the committee decides
  - (2) The register must be open for inspection at all reasonable times.
  - (3) However, before any member may inspect the register, the member must apply to the secretary to inspect it.

**SECRETARY**

- 21. If the club has not elected an interim officer as secretary for the club, the members must ensure one is appointed or elected within 1 month of the club forming.
- 22. If a vacancy occurs in the office of secretary, the members of the committee must ensure that a secretary is appointed or elected within 1 month of the vacancy occurring.
- 23. The secretary must be an individual residing in Queensland, who is –
  - (a) a member of the club elected into the position; or
  - (b) any of the following persons appointed by the committee –
    - (i) a member of the committee;

- (ii) a member of the club;
- (iii) another person.

24. The committee may appoint and remove the club's secretary at any time.

### **MEMBERSHIP OF THE EXECUTIVE COMMITTEE**

25. The committee of the incorporated body consists of a president, vice president, treasurer, secretary and general committee members as required.
26. A member of the committee other than the secretary, must be a member of the club.
27. At the AGM the members of the committee must retire from office, but are eligible, on nomination, for re-election.

### **ELECTING THE EXECUTIVE COMMITTEE**

28. A member of the committee may be elected as follows –
- (a) any member may nominate another member (the candidate);
  - (b) The nomination must be –
    - (i) in writing;
    - (ii) signed by the candidate, the member who nominated him or her and seconded by another member; and
    - (iii) given to the secretary at least 14 days before the AGM at which the election is to be held.
  - (c) each member present may vote for any number of candidates not more than the number of vacancies.
  - (d) if, at the start of the meeting there are not enough candidates nominated, nominations may be taken from the floor of the meeting.
  - (e) all members be current financial members of the club.
  - (f) A list of candidates names in alphabetical order, with the names of the members who nominated them, must be posted in a conspicuous place 7 days prior to the AGM.

### **REGIONAL COMMITTEES**

29. The Northern and Southern regions of the club are to hold an election for members to form a regional committee to oversee the affairs of the members in those respective areas. These regional committees are to consist of a:
- (a) Chairperson.
  - (b) Vice Chairperson.
  - (c) Treasurer.
  - (d) Secretary.
  - (E) Any other position deemed necessary by the committee.
30. This election is to occur within two months of the AGM and is the same process as laid out in rule 28 a-f.
31. The Secretary of each regional committee is to forward a copy of the minutes containing the results of the elections to the Secretary of the incorporated body within one month of the election.
32. Election of the regional committees, resignation or removal of committee members and vacancies on a committee are dealt with the same as for those on the Executive committee
33. The area of responsibility for each Regional Committee is as follows:
- (a) Northern Region - Cairns and district south to Tully.
  - (b) Southern Region - Mackay to Cardwell

### **RESIGNATION OR REMOVAL FROM OFFICE OF A COMMITTEE MEMBER**

34. A member of the committee may resign by giving written notice to the secretary.
35. The resignation takes effect on –
- (a) the day and at the time the secretary receives the notice; or
  - (b) if a later day is stated in the notice – the later day.
36. a member may be removed from office at a special general meeting (SGM) if a majority of members present vote in favour of removing the member.
37. Before such a vote is taken, the member must be given a full and fair opportunity to show cause why he or she should not be removed from office.

38. A member has no right of appeal against removal from office under this section.

### **VACANCIES ON COMMITTEE**

39. If a casual vacancy occurs on the committee, the continuing members of the committee may appoint another member of the club to fill the vacancy until the next AGM for the Executive Committee. Or at the next general meeting called by the Regional committee for a vacancy in that committee.
40. The continuing members of the committee may continue to act despite a casual vacancy on the committee.
41. However, if the number of committee members remaining does not constitute a quorum, then the continuing members may act only to –
- (a) increase the number of committee members to the number required for a quorum; or
  - (b) call a SGM of the club.

### **FUNCTIONS OF THE EXECUTIVE COMMITTEE**

42. Subject to these rules or a resolution of the club members carried at an AGM or SGM, the committee –
- (a) has general control and management of the affairs , property and funds of the club; and
  - (b) has authority to interpret the meaning of these rules and any matter relating to the club on which the rules are silent.
43. The committee may exercise the powers of the club –
- (a) to borrow, raise or secure the payment of amounts in a way the club members decide; and
  - (b) to purchase, redeem or pay off any securities issued;
  - (c) to borrow amounts from members and pay interest on the amounts borrowed;
  - (d) to mortgage or charge the whole or part of it's property;
  - (e) to invest in a way the members of the club may from time to time decide
44. For sub section 2 (c), the rate of interest must not be more than the current rate being charged for overdrawn accounts on money lent by –
- (a) the financial institution for the incorporated body.

## **FUNCTION OF THE REGIONAL COMMITTEES**

45. Has general control and management of the affairs , property and funds of the respective region.

## **MEETINGS OF THE COMMITTEE'S**

46. The committee's may meet and conduct their proceedings as they consider appropriate.
47. The committee's must meet at least once every 4 months to exercise their functions.
48. The committee's must decide how a meeting is to be called.
49. Notice of a meeting is to be given in the way decided by the committee's.
50. At a committee meeting, more than 50% of the members elected form a quorum.
51. Any question arising is to be decided by a majority vote, if the votes are equal, the question is decided in the negative.
52. If the president/chairman is unavailable to attend a meeting , then the vice president/chairman is to preside at that meeting.
53. If neither the president/chairman or vice president/vice chairman are available then the remaining members may choose 1 of there number to preside.
54. If a quorum is not present then the meeting lapses.

## **DELEGATION OF EXECUTIVE COMMITTEE POWERS**

55. The committee may delegate all or some of it's powers to a sub-committee consisting of club members considered appropriate by the committee.
56. A sub-committee may only delegate powers in the way the committee decides.
57. A sub-committee may elect a chairperson of it's meetings.
58. A sub-committee may meet and adjourn as it considers appropriate.
59. A question arising at a sub-committee meeting is to be decided by a majority vote, if the votes are equal then the question is decided in the negative.

## **ACTS NOT AFFECTED BY DEFECTS OR DISQUALIFICATIONS**

60. An act performed by the committee, a sub-committee or a person acting as a member of the committee is taken to have been validly performed.



61. Section 55 applies even if the act was performed when –
- (a) there was a defect in the appointment of a member of the committee, sub-committee or person acting as a member of the committee; or
  - (b) a committee member, sub-committee member or a person acting as a member of the committee was disqualified from being a member.

### **RESOLUTIONS OF COMMITTEE WITHOUT MEETING**

62. A written resolution signed by each member of the committee for the time being entitled to receive notice of a committee meeting is as valid and effectual as if it had been passed at a committee meeting that had been called and held.
63. A resolution mentioned in subsection (1) may consist of several documents in like form, each signed by 1 or more members of the committee.

### **FIRST GENERAL MEETING**

64. The first general meeting must be held not less than 1 month, and not more than 3 months after the day the club formed.
65. The committee must decide where the meeting is to be held.

### **FIRST ANNUAL GENERAL MEETING (AGM)**

66. The first AGM must be held within 18 months after the day the club was formed.

### **SUBSEQUENT AGM'S**

67. Each subsequent AGM must be held –
- (a) at least once a year; and
  - (b) within 6 months after the end of the associations previous financial year.

### **BUSINESS CONDUCTED AT THE AGM**

68. The following business must be conducted at each AGM –
- (a) receiving the statement of income, expenditure, assets, liabilities and charges affecting the property of the club for the last financial year.

### **NOTICE OF GENERAL MEETING**

69. The secretary for each region may call a general meeting for the members in that region.
70. The secretary must give at least 14 days notice to the members.
71. The committee may decide in which way to give the notice.
72. However, notice of the following meetings must be given in writing –
  - (a) a meeting called to decide an appeal against rejection or termination; or
  - (b) a meeting called to decide a special resolution of the club.
73. A notice of a general meeting must state the business to be conducted at the meeting.

### **QUORUM FOR, AND ADJOURNMENT OF, GENERAL MEETING**

74. At a general meeting the number of members present must be double the number of the committee plus 1 to form a quorum.
75. No business may be conducted at a general meeting unless a quorum is present when the meeting proceeds to business.
76. The chairperson may, with the consent of any meeting at which a quorum is present, and must if directed by the meeting, adjourn the meeting from time to time and from place to place.
77. If a meeting is adjourned under this section, only the business left unfinished at the meeting from which the adjournment took place may be conducted at the adjourned meeting.

### **PROCEDURE AT A GENERAL MEETING**

78. Subject to these rules, at each general meeting –
  - (a) If the president is absent then the vice president is to act as the chairperson;
  - (b) If the Regional Committee Chairperson is absent then the Vice Chairperson is to chair the meeting;
  - (c) If the vice president is absent the members must elect 1 of their number to chair the meeting;
  - (d) If the Regional Committee Vice Chairperson is absent then the members must elect one of their number to chair the meeting;

- (e) the chairperson must conduct the meeting in a proper and orderly way;
  - (f) any question, matter or resolution must be decided by a majority vote;
  - (g) each member present is entitled to 1 vote only, in the event of a tie the chairperson has the casting vote.
  - (h) a member is not entitled to vote if his/her annual subscription is in arrears.
  - (i) voting may be a show of hands, a division of members or a secret ballot.
  - (j) if a secret ballot is held the chairperson must appoint 2 members to conduct the ballot in the way the chairperson decides; and
  - (k) If a member is unable to attend a meeting he/she may tend a proxy vote, this proxy vote must be in writing and signed by the member;
  - (l) the secretary must ensure full and accurate minutes of all questions, matters, resolutions and other proceedings of each committee and general meeting; and
  - (m) the secretary must ensure the minute book for each general meeting is open for inspection at all reasonable times by any financial member, who previously applied for inspection.
79. To ensure accuracy the minute book must be audited and signed as proof of the audit by the president 3 times a year.

### **BY LAWS**

80. The Executive Committee may make, amend or repeal by-laws, not consistent with these rules, for the internal management of the club.
81. A by-law may be put aside by a vote of members at the AGM or at an SGM general meeting of the club.

### **ALTERATION OF RULES**

82. Subject to the act club rules may be amended, repealed or added to by a special resolution carried at an AGM or SGM. However these changes are only valid if registered by the chief executive.

### **COMMON SEAL**

83. The executive committee must ensure that the association has a common seal. Each time the seal is used the document must be signed and countersigned by a member of the executive committee, the seal must be:

- (a) kept securely by the executive committee; and
- (b) used only on the authority of the executive committee;

### **FUNDS AND ACCOUNTS**

84. The funds of the incorporated body must be kept in an account in the name of the association in a financial institution decided by the committee.

85. The funds of the northern and southern region must be kept in an account in the name of the association in a financial institution decided by the regional committee

86. Records must be kept in the English language showing full and accurate particulars of the financial affairs of the incorporated body and the northern and southern regions of the club.

87. All amounts must be deposited into the financial institution as soon as practicable after receipt.

88. All outgoing cheques must be signed by at least 2 committee members.

89. A petty cash system must be kept to enable day to day running.

90. All expenditure must be approved or ratified at a committee meeting.

91. The treasurer must at the end of the financial year prepare a financial statement for presentation at the AGM.

92. The income and property of the association must be used solely in promoting the association's objectives and in exercising it's powers.

### **DOCUMENTS**

93. The committees of the incorporated body and the northern and southern regions must ensure the safe custody of books, documents, instruments of title and securities of the club.

### **FINANCIAL YEAR**

94. The financial year of the association closes on the 31 Oct in each year.

### **SPECIAL INTEREST VEHICLE CONCESSION (SIV)**

95. SIV registration is normally restricted to Ford Motor Vehicles that meet the requirements laid down by Queensland Transport (Qld Tpt). If an application from a member for a motor vehicle other than a Ford Motor Vehicle is received, approval is totally at the discretion of the Regional Committee in that area. Provided that the vehicle complies with the Qld Tpt requirements and the member complies with the requirements of the SIV section of the constitution paragraphs 95-98.
96. To retain SIV registration of the motor vehicle in their name the member must:
- (a) remain a financial member of the club;
  - (b) attend a minimum of 4 club events over the financial year; and
  - (c) abide by all the rules associated with SIV registration.
  - (d) If they can't attend then they must inform the Secretary prior to each meeting or event giving the reason for non-attendance.
97. If over a period of twelve months any member has continuously breached any of the above rules the member will be given written notification to appear before the Executive Committee. At this meeting they will be required to show cause as to why they have breached the rules and why they should continue to hold SIV registration under the banner of this club. If no valid reason is given then a letter will be sent to the Department of Transport and the local traffic branch informing them that SIV registration is to be rescinded.
98. A dating certificate for SIV registration will only be issued to the member under the following circumstances:
- (a) the member is **financial and an active member of the club**;
  - (b) has been a member for a minimum of **6 months**; and
  - (c) is aware of the section on SIV registration in the constitution and the Queensland Transport rules and regulations regarding SIV registration.

## **DISTRIBUTION OF SURPLUS ASSETS TO ANOTHER ENTITY**

99. This rule applies if the association:
- (a) is wound up under part 10 of the act; and
  - (b) has any surplus assets
100. The surplus assets must not be distributed amongst the members of the association.

101. They must be given to another entity having similar objectives that also prohibits distribution of assets to its members.