

THE CONSTITUTION OF THE HISTORIC VOLKSWAGEN CLUB

1. DEFINITIONS AND INTERPRETATION

1.1. In this Constitution

AGM	means annual general meeting
Annual Subscription	means the subscription payable for each period from and including the 1 st April in one year to and including the 31 st March in the following year and the amount of which was determined at the last AGM prior to the respective 1 st April
Club	means the Historic Volkswagen Club
Enthusiast	means anyone owning or with an interest in pre 1968 Volkswagens
Force Majeure Event	means an Act of God, insurrection, civil disorder, war, military operations, national or local emergency, acts or omissions of government or any other competent or regulatory authority, fire, lightning, explosion, flood, subsidence, weather of exceptional severity, acts or omissions of persons in respect of whom the Committee is not responsible or any other cause whether similar or dissimilar outside the reasonable control of the Committee
Full Member	means any person who has paid the respective Annual Subscription for the time being
Honorary Member	means a person who the Club has decided should receive a free copy of the Magazine and be excused from payment of any Annual Subscription but who does not enjoy any other club benefits and privileges (including for the avoidance of doubt voting rights)
Life Member	means a person who in the opinion of the Club has rendered exceptional services to the Club and been granted life membership by the Club with all Club benefits and privileges (including for the avoidance of doubt voting rights), and who is excused from payment of any further Annual Subscription
Magazine	means the Club magazine entitled 'The Historic VW'
Member	means either a Full Member, Life Member, Partner Member or an Honorary Member (as the case may be)
Partner Member	means a person who is either the spouse or partner of a Full or Life Member, who resides at the same address and who upon the payment of an additional annual subscription (unless they are the spouse or partner of a Life Member in which case no additional subscription is payable) is entitled to all Club benefits and privileges (including for the avoidance of doubt voting rights) except the right to receive a copy of the Magazine
Officers	means the holders for the time being of the following posts: the President, the Chairman, the Treasurer, the Secretary, the Membership Secretary and the Magazine Editor
Pre 1968 Volkswagen	means any Type 1 vehicle manufactured by Volkswagen before the 1 st September 1967

the singular shall include the plural and vice versa

the clause titles or headings are for reference only and shall not affect their construction

2. NAME

2.1. The club is called "The Historic Volkswagen Club"

3. OBJECTS

The objects of the Club are:

- 3.1. to encourage an interest in Pre 1968 Volkswagens;
- 3.2. to offer advice to Members on the restoration, maintenance, preservation of Pre 1968 Volkswagens and to provide valuations for insurance purposes;
- 3.3. to encourage the preservation and exhibition of Pre 1968 Volkswagens;
- 3.4. to publish and distribute to Members (excluding Partner Members) the Magazine;
- 3.5. to liaise with other clubs and organisations the objectives of which are similar to those of the Club;
- 3.6. to mount exhibitions and displays of Pre 1968 Volkswagens at shows and events throughout the country with a view to promoting their restoration and preservation;
- 3.7. to source and make available to Members new and second-hand spares, manuals and parts for Pre 1968 Volkswagens

4. MEMBERS

- 4.1. The club shall comprise of Full Members, Life Members, Partner Members and Honorary Members;
- 4.2. each Full Member , Life Member and Partner Member shall have one vote and voting on any matter shall be determined by a majority vote;
- 4.3. The Club fully recognises the importance of communication to its Members and any Club news and information will from time to time be published in the Magazine, which will be distributed to all Members except Partner Members;
- 4.4. Any Member (including a member of the Committee in his or her personal capacity) wishing a matter to be considered by the Committee shall deliver such request in writing to the Secretary

5. SUSPENSION/EXPULSION

Any Member may for reasons of conduct considered not in the best interest of the Club be suspended or expelled from membership of the club, such suspension/expulsion to be to subject to the procedures and safeguards documented in a separate Club protocol, a copy of which is available on request.

6. FINANCIAL MATTERS

- 6.1. The income and property of the Club from whatever source derived shall be applied towards the objects of the Club as set forth in clause 3 of this Constitution
- 6.2. The Annual Subscription shall be payable on the 1st April and the current rates shall be reviewed annually by the AGM
- 6.3. The Club's accounting year shall run from the 1st January to the 31st December inclusive
- 6.4. All monies paid to the Club whether by way of Annual Subscriptions or from any other source shall be paid into a bank account in the name of the Club with a trading bank

- 6.5. All cheques drawn against the Club's bank account shall be payable on being signed by the Treasurer and countersigned by one of the other Committee members listed on the bank mandate and subject to the bank's requirements and conditions
- 6.6. No person, including the Officers shall have authority to or shall pledge the credit of the Club or involve the Club in any debt except by the prior approval by resolution of the Committee or in the case of emergency, with the approval of the Chairman and Treasurer subject to ratification by resolution of the Committee at its next meeting

7. COMMITTEE

7.1. The Committee shall comprise:

- 7.1.1. the President;
- 7.1.2. the Chairman;
- 7.1.3. the Treasurer;
- 7.1.4. the Secretary;
- 7.1.5. the Membership Secretary;
- 7.1.6. the Magazine Editor;
- 7.1.7. Up to 10 other elected Full Members, Life members or Partner Members each of whom shall serve for one year after which they must stand down but may seek further periods of office;

The above individuals may also occupy one or more of the following positions:

- 7.1.8 the Merchandise Manager;
- 7.1.9 the Parts and Restoration Advisor/Co-ordinator;
- 7.1.10 the Club Shop Manager;
- 7.1.11 the Display Manager;
- 7.1.12 the Technical Advisor;
- 7.1.13 the Website Manager;

- 7.2. The Committee may fill any casual vacancy that occurs;
- 7.3. A meeting of the Committee may commence but no decisions may be taken unless a quorum of at least 50% of Committee members is present, of which at least three must be Officers, unless as described in 7.4 below;
- 7.4. Collectively the Chairman, Secretary, Membership Secretary and Treasurer may approve actions between Committee meetings, where a quick decision is needed, any such actions to be reported in writing to the other members committee by the Secretary at the next Committee meeting;
- 7.5. The Chairman and in his absence the Secretary or in both their absences another member of the Committee selected by the Committee shall act as chairman of the Committee and in the case of an equality of votes the chairman of the Committee may have a casting vote;
- 7.6. At the first Committee meeting after the AGM the Committee will decide upon the Club policy for the payment of expenses reasonably and properly incurred by them in attending meetings of the Committee and expenses reasonably and properly incurred by them in the management of the Club's activities subject to supplying the Treasurer with a completed, dated and signed claim form and satisfying the Treasure as to the propriety and reasonableness of such expenditure;

- 7.7. The Committee shall manage the affairs of the Club within its Constitution;
- 7.8. Minutes of the proceedings of the Committee must be taken and must be open to inspection by any Member on application to the Secretary within one month of the date of receipt of such application;
- 7.9. Any committee members may reserve plots for the Club at events designated by the Committee, issue passes for those events to Members participating in the events and must inform the Treasurer so that payment be authorised;
- 7.10. All Committee members must ensure that all Club monies received by him/her are passed either to the Treasurer or paid into the Clubs bank account within 28 days

8. COMMITTEE MEMBERS DUTIES

- 8.1. The following Officers shall have the following respective duties:

The President shall:

- have a good knowledge of the Volkswagen marque with an enthusiasm for the models supported by the Club
- actively promote the continuance and development of the Club
- be prepared to influence other organisations on behalf of the Club
- offer guidance to the Committee when requested

The Chairman shall:

- co-ordinate the activities of the Club
- finalise and oversee the decisions of the committee
- act as spokesperson/contact for the Club
- act as chairman at all meetings of the Committee

The Secretary shall:

- deal with any correspondence received on behalf of the Club
- take and publish detailed minutes of all meetings of the Club and the Committee
- act as the Club's liaison officer in relation to overseas clubs

The Treasurer shall:

- maintain detailed accounts of Club income and expenditure
- the Treasurer shall ensure that Club funds are applied only in the furtherance of the objects of the Club
- annually at the AGM the Treasurer shall produce a report and annual accounts for the Club's previous accounting year showing the financial status of the Club
- provide interim accounts to the Committee as and when required so to do
- pay suppliers of goods and services to the Club upon receipt of a proper invoice
- reimburse a member of the Committee in accordance with current Club policy for expenses reasonably and properly incurred by him/her in attending meetings of the Committee and expenses reasonably and properly incurred by him/her in the management of the Club's activities upon receipt of satisfactory evidence of such expenditure

The Membership Secretary shall:

- maintain a register of Members
- within 28 days of the start of each subscription year issue renewal invitations, and if necessary one subsequent reminder, to all persons who were Members (and where appropriate Partner Members) in the previous year and who have not paid the Annual Subscription for the then current year
- issue a membership card to each Full Member, Life Members and Partner Member each year
- supply mailing labels for each Member to the distributor of the Magazine as and when required so to do

The Magazine Editor shall:

- compile, publish and organise the distribution to each Member all issues of the Magazine each year
- endeavour to include in the Magazine articles representative of all aspects of the Club's activities
- ensure that the content of the Magazine is designed to encourage Members to continue to be Members
- encourage Members to provide material for inclusion in the Magazine

8.2. Designated committee members shall also have the following respective duties:

The Merchandise Manager shall:

- ensure that the Club maintains a realistically (compared with prevailing retail prices for similar objects) priced and attractive range of merchandise for sale, which has been previously approved by the Committee
- liaise with the Treasurer to ensure suppliers of such merchandise receive prompt payment
- issue and update price lists

The Parts and Restoration Advisor/Co-ordinator shall:

- offer advice to Members in sourcing spares and/or accessories
- endeavour to answer Members' queries relating to parts and/or accessories, including queries in relation to restoration work

The Club Shop Manager shall:

- manage the Club's stand at shows and events nominated by the Committee
- mount an attractive display of Club stock, all price marked, at each show and/or event patronised
- maintain the Club's tent and banners in good condition and maintain a complete record of all stock.

The Display Manager shall:

- organise displays of Members' vehicles at shows and events nominated by the Committee from time to time

The Technical Advisor shall:

- endeavour to answer Members' enquiries regarding vehicle maintenance and repair

The Website Manager shall:

- manage, maintain and update the Club's website: www.historicvws.org.uk.

9. Annual General Meeting

- 9.1. save where prevented by an Act of Force Majeure (in which case it shall be held as soon as reasonably convenient and with a minimum of 28 days prior notice to Members) the AGM must be held annually with a quorum of at least 10 Members and must:
 - 9.1.1. receive from the Officers their reports together with a balance sheet and statement of accounts from the Treasurer for its preceding accounting year;
 - 9.1.2. fill the Officer vacancies and Committee vacancies for the ensuing year;
 - 9.1.3. determine and proposal which has been submitted to the meeting in the respective manner provided below;
 - 9.1.4. fix the Annual Subscription for the ensuing year and
 - 9.1.5. consider any other business as determined by the Committee including the election of any Life Member
- 9.2. Save for any proposal for a new constitution or a change to the then current constitution, which must be sent in writing to the Secretary and must be received at least 28 days before the date of the next AGM, any proposal for inclusion on the agenda for an AGM must be sent in writing to the Secretary and must be received at least 21 days before the date of that AGM;
- 9.3. Such proposals must bear the name of the proposer;
- 9.4. Proposers must indicate whether their proposals are to add to, delete from or change existing clauses of the Constitution referring to the respective clauses, giving full details of and the reasons for the proposed changes;
- 9.5. Proposals relating to the Constitution or any vote of confidence require a vote in their favour by at least two thirds of the Full Members, Life Members and Partner Members present and voting to be accepted;
- 9.6. All other matters shall be decided by a simple majority of the Members present and voting;
- 9.7. In the case of an equality of votes the chairman of the meeting may have a casting vote;
- 9.8. The President or another nominated member of the Committee shall act as chairman at the AGM;
- 9.9. The President and Secretary shall ensure that a full record of the proceedings is taken, printed and presented to the following AGM for endorsement;
- 9.10. Only Full Members, Life Members and Partner Members for the year ending on the 31 March prior to the AGM are eligible to vote at the AGM;
- 9.11. No person, unless a Life Member, shall be entitled to any of the privileges or benefits of the Club until he or she has paid the Annual Subscription;
- 9.12. Upon payment of the Annual Subscription by any person, he or she becomes a Full Member, and is entitled to the respective benefits and privileges of membership;
- 9.13. The Annual Subscription shall be reviewed at the AGM and any alteration thereto shall take effect from the date of that AGM

10. EXTRAORDINARY GENERAL MEETING

- 10.1. The Committee shall call an extraordinary general meeting of the Club, with a quorum of at least 10 Full Members, Life Members and Partner Members in the following circumstances:

- 10.1.1. when more than 50% (in the event of a drawn vote the Chairman to have a casting vote) of the Committee considers that it is essential so to do;
- 10.1.2. when 20 or more Members make a written request for a meeting, such request stating in full the business to be considered and
- 10.2. the arrangements for any such meeting shall be notified to Members at least 28 days before the date of the proposed meeting.

11. INTERPRETATION OF THE CONSTITUTION

The Committee is the sole authority for the interpretation of this Constitution and the decision of the Committee on any such question of interpretation or upon any other matter affecting the Club and not provided for by this Constitution is final and binding on the Members.

12. VARIATION OF THE CONSTITUTION

- 12.1. This Constitution may be added to, repealed or varied by a resolution passed at any AGM or extraordinary general meeting by a majority of at least two thirds of the Members (excluding Honorary Members) present and voting upon it;
- 12.2. Where a proposed new constitution or any change to the constitution or rules is put forward it should be dealt with at the next AGM;
- 12.3. Any proposed new constitution or change should be circulated to Members at least 28 days] before the next AGM.

13. DISCONTINUATION OF THE CLUB

- 13.1. In the event that the Committee decides that it is necessary or desirable to dissolve the Club it shall make the following arrangements:
 - 13.1.1. arrange an extraordinary general meeting giving all Members 60 days notice of that meeting
 - 13.1.2. such notice must state the reason for the proposed dissolution of the Club and the date time and venue of the proposed meeting
- 13.2. Should a proposition to dissolve the Club be passed, the Committee shall forthwith nominate a charity to which all the remaining funds and assets of the Club shall be transferred without delay

Approved by the Members of the Historic Volkswagen Club on the [] day of [] 2006