

**COUNCIL**  
**OF**  
**ACT MOTOR CLUBS**  
**INCORPORATED**



**CONSTITUTION**

**Approved and adopted by the Council at the Annual General Meeting**

**held on**

**19 October 2023**

# THE COUNCIL OF ACT MOTOR CLUBS INCORPORATED

## CONSTITUTION

### TABLE OF PROVISIONS

#### **PART 1 -- PRELIMINARY**

- 1.1 Title
- 1.2 Interpretation
- 1.3 Objectives and Purposes

#### **PART 2 -- AFFILIATION**

- 2.1 Eligibility
- 2.2 Application for Affiliation
- 2.3 Affiliation Entitlements not Transferable
- 2.4 Representation
- 2.5 Affiliation Fees
- 2.6 Liabilities of Affiliates
- 2.7 Cessation of Affiliation
- 2.8 Disciplining and Rights of Affiliates

#### **PART 3 -- THE COMMITTEE**

- 3.1 Powers of the Committee
- 3.2 Constitution and Membership
- 3.3 Election of Committee Members
- 3.4 Vacancies
- 3.5 Duties of Committee Members
- 3.6 Removal of Committee Members
- 3.7 Committee Meetings and Quorum

- 3.8 Delegation by Committee to Sub-committee
- 3.9 Voting and Decisions
- 3.10 Disclosure of Interest in Contracts
- 3.11 Public Officer

#### **PART 4 -- GENERAL MEETINGS**

- 4.1 Holding of Annual General Meetings
- 4.2 Calling of and Business at Annual General Meetings
- 4.3 Holding of Ordinary General Meetings
- 4.4 Calling of a Special General Meeting
- 4.5 Notices
- 4.6 Procedures and Quorum
- 4.7 Presiding Member
- 4.8 Adjournment
- 4.9 Making of Decisions
- 4.10 Voting

#### **PART 5 -- FINANCIAL**

- 5.1 Funds and Property
- 5.2 Financial Management
- 5.3 Accounts
- 5.4 Banking and Finance
- 5.5 Annual Statement of Accounts
- 5.6 Review of Accounts

#### **PART 6 -- MISCELLANEOUS**

- 6.1 Alteration to Objectives and Rules
- 6.2 Common Seal
- 6.3 Service of Notices
- 6.4 Limitation of Liability

## **PART 1 -- PRELIMINARY**

### **1.1 Title**

The title of the association shall be Council of ACT Motor Clubs Incorporated (herein referred to as 'the Council').

### **1.2 Interpretation**

(1) In these rules, unless the contrary intention appears:

'affiliated' means any club or organisation (known as an affiliate) which is a current financial member of the Council:

'financial year' means the year ending on 30<sup>th</sup> June;

'the Act' means the ACT Associations Incorporation Act 1991 and the associated regulation (wherein member means affiliate):

'special resolution' is as defined in the Act:

'motor vehicle' means any car, truck, motor bike or mechanically-propelled machine, used as form of conveyance.

### **1.3 Objectives and Purposes**

(1) The basic objectives of the Council are to:

- (a) To be the peak body for motoring organisations (clubs, associations etc.) in the ACT and Canberra Region;
- (b) To promote motoring activities for motoring enthusiast within its jurisdiction.
- (c) To be an advocate for Affiliated bodies on motoring issues within its jurisdiction;
- (d) To administer the various Vintage, Veteran, Classic and Modified concessional registration schemes, as applicable, on behalf of ACT RTA and NSW RMS; and
- (e) To engage, and work cooperatively with, other peak and peer motoring organisations in adjacent regional and national jurisdictions

## **PART 2 -- AFFILIATION**

### **2.1 Eligibility Classification**

Classification of Council membership shall be as follows;

- (1) **Affiliate:** Non-commercial, motoring club or association, fee paying and eligible to vote: Clubs and associations for motoring enthusiasts, located in the Australian Capital Territory and regional areas of NSW that endorse the stated objects and purpose of Council and agree to support and abide by the Constitution of Council;
- (2) **Associate:** Commercial, motoring related business, fee paying but not eligible to vote; Entities with an interest in motoring, but not motoring clubs, that offer services to Affiliates and agree to support and abide by the constitution of Council; e.g. Insurance, Retail, Commercial entities.
- (3) **Honorary:** Non-commercial organisation, museum or historical association catering for motoring enthusiasts. Non-fee paying, not eligible to vote. Entities that support the objects and purposes of Council and provide or promoting non commercial services for the motoring enthusiast, motoring fraternity or general public. e.g. Museum or motoring restoration or preservation facility  
Associate or honorary status does not confer voting rights.

### **2.2 Application for Affiliation**

- (1) All applications for Affiliate membership with the Council by motor vehicle clubs and other organizations shall be in writing, and shall:
  - (a) state the reasons for seeking affiliation; and
  - (b) provide basic details of the club or organization including, as appropriate, a brief outline of its history and structure, size of membership, date and place of meetings and key office bearers. Joining procedures shall be detailed in the By Laws.
- (2) Nominations for Honorary and Associate membership shall be proffered by affiliated clubs or the Committee.
- (3) Approval of all applications shall be by resolution of delegates in general meeting.

### **2.3 Affiliation Entitlements not Transferable**

A right, privilege or obligation which an affiliate has by reason of being affiliated with the Council;

- (a) is not capable of being transferred or transmitted to another entity; and
- (b) terminates upon cessation of such affiliation.

## **2.4 Representation**

Each affiliate is entitled to be represented at all general meetings of the Council by not more than two delegates elected/appointed by the club or organisation. Details of any new delegates must be advised to the Secretary within 30 days. If neither of the two elected/appointed delegates are able to attend a given meeting, the affiliated club must advise the Secretary in writing not less than 24 hours prior to the start of the meeting, this notification must be made to the Secretary by the Secretary of the affiliate. The ability to change the elected/appointed delegate should not be treated as routine and therefore, in order to maintain continuity and consistency in communication the elected/appointed delegates are expected to attend not less than eight of the eleven meetings held each year.

## **2.5 Affiliation Fees**

- (1) An annual affiliation fees shall be levied on all affiliates and published in the Council By Laws. The amount of this fee for the ensuing financial year shall be proposed to affiliates by the Committee at the April general meeting of the Council and determined by a majority of voting delegates present at the May general meeting of the Council. The fees will be determined on a proportional basis using the following club membership levels;

|        |                        |
|--------|------------------------|
| Small  | 5 to 49 members        |
| Medium | 50 to 149 members, and |
| Large  | Over 150 members.      |

- (2) Following the May general meeting the Committee shall ensure that all affiliates are invoiced without undue delay for their affiliation fees, which shall be payable by not later than 30th June.
- (3) If any affiliate has not paid its affiliation fee by 31<sup>st</sup> July the provisions of Part 2.7(1)(b) shall apply.

## **2.6 Liabilities of Affiliates**

The liability of an affiliate to contribute towards the payment of the debts and liabilities of the Council or the costs, charges and expenses of the winding up of the Council is limited to the amount, if any, unpaid by the affiliate in respect of affiliation fees required by Part 2.5(1).

## **2.7 Cessation of Affiliation**

An affiliate ceases to be affiliated with the Council if it:

- (a) resigns in writing;

(b) fails to pay its affiliation fee by 31<sup>st</sup> July, provided that the Committee has forwarded a reminder notice to or notified the delegate(s) by electronic means that the affiliate's fees are in arrears; or

(c) is expelled from the Council in accordance with the regulation involving the disciplining of affiliates in Part 2.8.

## **2.8 Disciplining of and Rights of Affiliates.**

The disciplining of affiliates and associated rights shall be conducted in accordance with the Act and the Regulations.

## **PART 3 -- THE COMMITTEE**

### **3.1 Powers of the Committee**

(1) The affairs of the Council shall be managed by a committee constituted in accordance with Part 3.2 Where individuals are a delegate for multiple clubs, they may only nominate as the delegate for a single club.

(2) The Committee, subject to the Act, the Regulations made thereunder, these rules and to any resolution passed by the delegates in

general meeting:

(a) shall control and manage the affairs of the Council;

(b) may exercise all such Council functions other than those that require endorsement of delegates at a general meeting;

(c) has power to do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of the Council; and

(d) shall have power to make and amend by-laws for the effective management and control of the affairs of the Council and the affiliates. The list of By Laws shall contain the duties of the Committee and all pertinent information for the affiliates to assist with the overall management of the heritage and similar elements of the motoring enthusiast movement in the ACT.

### **3.2 Constitution and Membership**

(1) The Committee shall be elected from the delegates of affiliates and shall consist of:

(a) the office bearers of the Council and

(b) three ordinary committee members,

each of whom shall be elected pursuant to Part 3.3 or appointed in accordance with Part 4 below.

- (2) The office bearers of the Council shall be:
  - (a) the President;
  - (b) the Vice-president;
  - (c) the Secretary;
  - (d) the Treasurer;
  - (e) the Events Director; and
  - (f) the Registrar.
- (3) Each member of the Committee shall, subject to this Constitution, hold office until the conclusion of the annual general meeting following the date of the member's election, but is eligible for re-election.
- (4) In the event of a vacancy in the membership of the Committee, the Committee may appoint a suitable person to fill the vacancy and the person so appointed shall hold office, until the conclusion of the next annual general meeting.

### **3.3 Election of Committee Members**

- (1) The election of office bearers and ordinary committee members shall take place at each annual general meeting of the Council.
- (2) Nominations of candidates;
  - (a) shall be made in writing, signed by two delegates, and the nominee;
  - (b) shall be delivered to the Secretary at least seven days before the date fixed for the annual general meeting.
- (3) If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected to the positions for which they have been nominated and further nominations for the remaining vacancies may be received from the floor at the annual general meeting.
- (4) If insufficient further nominations are received, any unfilled positions remaining shall be deemed to be vacancies.
- (5) If the number of nominations received is equal to the number of vacancies to be filled the persons nominated shall be deemed to be elected.
- (6) If the number of nominations received exceeds the number of vacancies to be filled a ballot shall be held.



- (7) Any ballot for the election of office bearers and ordinary committee members shall be conducted in accordance with Council by-laws.
- (8) An elected delegate may hold up to a maximum of two positions on the Committee.
- (9) The Committee shall have the power to co-opt additional ordinary committee members if required. Such members shall hold office for the period determined by the Committee.

### **3.4 Vacancies**

For the purposes of these rules a vacancy in the office of a member of the Committee occurs if the member:

- (a) dies;
- (b) ceases to be a delegate of an affiliate;
- (c) resigns the office in writing addressed to the Committee;
- (d) is removed from office pursuant to Part 3.6;
- (e) becomes an insolvent under administration within the meaning of the Corporations Law;
- (f) is disqualified from office under Sub-section 63(1) of the Act, or
- (g) is absent without consent of the Committee from all meetings of the Committee held during a period of six months.

### **3.5 Duties of Committee Members**

The duties of the Committee members will be included in the Council By Laws.

### **3.6 Removal of Committee Members**

The delegates in general meeting may by resolution, subject to Section 50 of the Act, remove any member of the Committee from office before the expiry of the member's term of office.

### **3.7 Committee Meetings and Quorum**

- (1) The Committee shall meet at **least four times** in each calendar year at such place and time as the Committee may determine.
- (2) Additional meetings of the Committee may be convened by the President or any two of its members.
- (3) Notice of a meeting shall be given by the Secretary to each member of the Committee at least 48 hours before the time

appointed for the holding of the meeting.

- (4) Notice of a meeting given under Part 3.7(3) above shall specify the general nature of the business to be transacted at the meeting.
- (5) Any four members of the Committee constitute a quorum for the transaction of the business of a committee meeting.
- (6) No business shall be transacted by the Committee unless a quorum is present and if, within half an hour after the time appointed for the meeting, a quorum is not present the meeting shall stand adjourned to a time and place determined by the Committee.
- (7) At meetings of the Committee the President, or in the absence of the President the Vice-president, shall preside. If both are absent one of the other committee members may be chosen by those present to preside.

### **3.8 Delegation by Committee to Sub-committee**

- (1) The Committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the Council as the Committee thinks fit) the exercise of such of the functions of the Committee as are specified in the instrument, other than:
  - (a) this power of delegation; and
  - (b) a function which is a function imposed on the Committee by the Act, by any other law of the Australian Capital Territory,  
or by resolution of the delegates in general meeting.
- (2) The Committee may appoint as members of a sub-committee (in an advisory capacity) such persons as it thinks fit, including those who are not members of an affiliate of the Council. However a person so appointed who is not a member of an affiliate is not entitled to vote on any determination of the sub-committee.
- (3) A function, the exercise of which has been delegated to a sub-committee under this rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- (4) A delegation under this rule may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.
- (5) Notwithstanding any delegation under this rule, the Committee may continue to exercise any function delegated.
- (6) Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this rule has the same force and effect as it would have if it had been done or suffered by the Committee.

- (7) The Committee may, by instrument in writing, revoke wholly or in part any delegation under this rule.
- (8) A sub-committee may meet and adjourn as it thinks proper.

### **3.9 Voting and Decisions**

- (1) Each member of the Committee or sub-committee is, unless another part of this Constitution says otherwise, permitted one vote on any matter considered within or by the Committee or relevant sub-committee. In all cases where a deadlock exists, the President or appointed Chair of a sub-committee, shall have a casting vote.
- (1) Questions arising at a meeting of the Committee, or of any sub-committee appointed by the Committee, shall be determined on a show of hands or, if demanded by a member, by a poll taken in such a manner as the person presiding at the meeting may determine.
- (2) Subject to Part 3.8(2) and 3.9(1), each member present at a meeting of the Committee or of any sub-committee appointed by the Committee (including the person presiding at the meeting) is entitled to one vote, but in the event of an equality of votes on any question the person presiding may exercise a second or casting vote.
- (3) Subject to Part 3.7(5) the Committee may act notwithstanding any vacancy on the Committee.
- (4) Any act or thing done or suffered, or purporting to be done or suffered, by the Committee or by a sub-committee appointed by the Committee is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or qualification of any member of the Committee or sub-committee.

### **3.10 Conflicts of Interest**

A member of the Committee who has a possible conflict of interest in any contract or arrangement made or proposed to be made with or matter within the aegis of the Council shall disclose that interest at the first meeting of the Committee at which the contract or arrangement or matter is first taken into consideration. If the Committee considers a conflict of interest then exists, he/she shall refrain from voting on any matters pertaining to that interest.

### **3.11 Public Officer**

The Public Officer of the Council shall be appointed in accordance with the Act .

## **PART 4 -- GENERAL MEETINGS**

#### **4.1 Holding of Annual General Meetings**

- (1) The Council shall, once each calendar year, convene an annual general meeting of its affiliates within three months of the completion of each financial year.
- (2) The annual general meeting shall be in addition to any other general meetings that may be held in the same year, and may be held at the same place and on the same date as an ordinary or special general meeting.

#### **4.2 Calling of and Business at Annual General Meetings**

- (1) Subject to Part 4.1(1), the annual general meeting of the Council shall be convened at such time and place as the Committee may determine.
- (2) In addition to any other business which may be transacted at an annual general meeting, the primary business shall be to:
  - (a) confirm the minutes of the last preceding annual general meeting;
  - (b) receive from the Committee, reports on the activities of the Council during the preceding financial year;
  - (c) receive from the Treasurer a statement of the Council's accounts for the preceding financial year, together with the Reviewer's report on those accounts; and
  - (d) elect members of the Committee.
- (3) An annual general meeting shall be specified as such in the notice convening it in accordance with Part 4.5.

#### **4.3 Holding of Ordinary General Meetings**

Ordinary general meetings of the Council shall be held once each month on a date and at a place and time to be promulgated by the Committee. The President has the authority to cancel meetings when circumstances warrant.

#### **4.4 Calling of a Special General Meeting**

- (1) The Committee may, whenever it thinks fit, convene a special general meeting of the Council.
- (2) The Committee shall, on the requisition in writing of not less than fifteen or 20% of Affiliate members, convene a special general meeting of the Council within four weeks after receipt of the requisition.
- (3) A requisition for a special general meeting by affiliates shall:
  - (a) state the purpose or purposes of the meeting;

- (b) be signed by an appropriate office bearer of each of the affiliates making the requisition;
- (c) be lodged with the Secretary; and
- (d) may consist of several documents in a similar form, each signed by one or more of the office bearers of the affiliates making  
the requisition.

- (4) If the Committee fails to convene a special general meeting within four weeks after the date on which a requisition of affiliates for the meeting is lodged with the Secretary, any two or more of the affiliates that made the requisition may convene a special general meeting to be held not later than three months after that date.
- (5) A special general meeting convened under Part 4.4(4) above shall be convened as nearly as is practicable in the same manner as special general meetings are convened by the Committee, and any expenses incurred by delegates are not reimbursable.

#### **4.5 Notices**

- (1) Notice of an ordinary general meeting shall be advised by the person presiding at the preceding ordinary general meeting and included in the minutes thereof. Any changes to the place, date or time shall, under normal circumstances, be notified to affiliates by pre-paid mail or by electronic means not less than seven days prior to the revised date for the meeting.
- (2) Except where the nature of the business proposed to be dealt with at an annual or special general meeting requires a special resolution of the Council, the Secretary shall, at least 14 days prior to the date fixed for such a meeting, notify all affiliates by pre-paid post or electronic means of the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Where the nature of the business proposed to be dealt with at an annual or special general meeting requires a special resolution of the Council the Secretary shall, at least 21 days prior to the date fixed for such a meeting, notify all affiliates by pre-paid post or electronic means of the place, date and time of the meeting, the nature of the business to be transacted at the meeting and the intention to propose the resolution as a special resolution.
- (4) No business other than that specified in the notice convening an annual or special general meeting shall be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted pursuant to Part 4.2(2).
- (5) An affiliate wishing to bring any business before an annual or special general meeting may give notice of that business in writing to the Secretary, who shall include that business in the next notice calling such a meeting given after receipt of the notice from the affiliate.

#### **4.6 Procedures and Quorum**

- (1) No item of business shall be transacted at any general meeting unless a quorum of delegates entitled under these rules to vote is present during the time the meeting is considering that item.
- (2) Delegates from fifteen affiliates present in person, shall constitute a quorum for the transaction of the business of a general meeting.
- (3) If, within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present the meeting, if convened upon the requisition of affiliates, shall be dissolved. In any other case the meeting shall stand adjourned to a time and place determined by the Committee.
- (4) If, at the adjourned meeting, a quorum is not present within half an hour of the appointed time for its commencement the meeting shall be dissolved.

#### **4.7 Presiding Member**

- (1) The President or, in the absence of the President the Vice-president, shall preside at each general meeting of the Council.
- (2) If the President and Vice-president are absent from a general meeting the delegates present shall elect one of their number to preside at the meeting.

#### **4.8 Adjournment**

- (1) The person presiding at a general meeting at which a quorum is present may, with the consent of the majority of delegates present, adjourn the meeting to another specified time and/or place. No business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) Where a general meeting is adjourned for 14 days or more the Secretary shall give written or oral notice of the adjourned meeting to all affiliates, stating the place, date and time of the meeting and the nature of the business to be transacted.
- (3) Except as provided in Parts 4.8(1) and (2) above, notice of an adjournment of a general meeting or the business to be transacted at an adjourned meeting is not required to be given.

#### **4.9 Making of Decisions**

- (1) A question arising at a general meeting shall be determined on a show of hands of voting members. Unless before or on the declaration of the show of hands a poll is demanded, a declaration by the person presiding that a resolution has been carried or lost, and an entry to that effect is made in the minute book, shall be evidence of the

fact without proof of the number or proportion of the votes recorded for or against the resolution.

- (2) At a general meeting a poll may be demanded by the person presiding or by the delegates present from not less than eight affiliates.
- (3) Where a poll is demanded, it shall be taken:
  - (a) immediately in the case of a poll that relates to the election of the person to preside at the meeting or to the question of an adjournment; or
  - (b) in any other case, in such manner and at such time before the close of the meeting as the person presiding directs,and the result of the poll shall be deemed to be the resolution of the meeting on the matter in question.

#### **4.10 Voting**

- (1) Subject to Part (2) below, upon any question arising at a general meeting an affiliate has, through its delegate(s) present at the meeting, one vote only in accordance with Part 3.9(1).
- (2) In the event of an equality of votes on a question, the person presiding is entitled to exercise a second or casting vote.
- (3) No form of proxy voting is permitted in any Council activities.

### **PART 5 -- FINANCIAL**

#### **5.1 Funds and Property**

- (1) The funds of the Council shall be derived from annual affiliation fees and, subject to any resolution passed by the delegates in general meeting and subject to Section 114 of the Act, from such other sources as the Committee determines.
- (2) The funds and any property of the Council, however derived, shall be applied solely towards the promotion of the objectives and purposes of the Council and no portion thereof shall be paid or transferred, directly or indirectly to any member of the Committee or an affiliate.

#### **5.2 Financial Management**

- (1) The Council shall not:

- (a) appoint a person who is a member of the Committee to any office of the Council, the holder of which there is payable any
    - remuneration by way of salary, fees or allowances; or
  - (b) pay to any such person any remuneration or other benefit in money or money's worth, other than the reimbursement of out of pocket expenses.
- (2) Nothing in the foregoing provisions shall prevent the payment in good faith to a servant of the Council, member of the Committee or member of an affiliate of:
- (a) remuneration in return for services actually rendered to the Council by such a person or for goods supplied to the Council by
    - such a person in the ordinary course of business;
  - (b) interest at a rate to be determined by the Committee on moneys lent to the Council by such a person;
  - (c) a reasonable or proper sum by way of rent for premises let to the Council by such a person or
  - (d) recognition of condolence, congratulation, illness or special personal circumstances.

### **5.3 Accounts**

- (1) True accounts shall be kept of:
- (a) all sums of money received and expended by the Council and the matter in respect of which the receipt or expenditure takes
    - place; and
  - (b) the property, credits and liabilities of the Council.
- (2) The Treasurer shall faithfully keep all general records, accounting books and records of receipts and expenditure connected with the operation and business of the Council in such form and manner as is required by the Act. These accounting records shall be retained for at least seven years after the transactions to which they relate were completed.
- (3) The accounts, books and records referred to in Parts 5.3 (1) and (2) above shall be held by the Treasurer.

### **5.4 Banking and Finance**

- (1) The Committee shall cause to be opened with such bank, or other financial institution as it selects, banking accounts in the name of the Council, into which the Treasurer or other person nominated by the Committee shall deposit all moneys received as soon as practicable and without deduction.



- (2) The Treasurer or any other person appointed by the Committee for the purpose shall, on behalf of the Council, receive moneys paid to the Council and, as soon as practicable after receiving any money, issue an appropriate receipt.
- (3) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed and countersigned in such manner as the Committee may, with the approval of the Council's bank, determine.
- (4) The Committee may authorise receipt of monies and payment of accounts by electronic means at their discretion. Details are to be stipulated in the By Laws.

## **5.5 Annual Statement of Accounts**

- (1) As soon as practicable after the end of the financial year (30 June) the Committee shall cause a statement of the Council's accounts together with the report of the Reviewer to be prepared for presentation at the Annual General Meeting.
- (2) The statement of accounts shall not be misleading and shall give a true and correct account of:
  - (a) the income and expenditure of the Council during the most recently ended financial year;
  - (b) the assets and liabilities of the Council at the end of that financial year; and
  - (c) any mortgages, charges or other securities of any description affecting any property of the Council at the end of that financial year.

## **5.6 Review of Accounts**

- (1) At least once in each financial year the Council's accounts shall be examined in accordance with Council by-laws by a Reviewer selected by the Treasurer. The person so selected shall be an individual who:
  - (a) is not the Public Officer or a committee member of the Council;
  - (b) has not prepared or assisted with the preparation of the accounts; and
  - (c) is not a delegate of an affiliate.
- (2) In the event of the Treasurer retiring before the normal term of office expires a reviewed balance sheet must be presented to and accepted by the Committee prior to the resignation being accepted.

## **PART 6 -- MISCELLANEOUS**

### **6.1 Alterations to this Constitution**

- (1) Subject to the provisions of the Act, alterations to this Constitution of the Council may be amended by a special resolution.
- (2) Details of the proposed amendment shall be included in the notice calling the special general meeting, being a meeting of which at least 21 days notice has been given, accompanied by a notice of intention to propose the resolution as a special resolution.
- (3) An amendment to the objectives and rules of the Council shall not become effective until a notice has been lodged with the Registrar of Incorporated Associations in the form promulgated by the Act.

## **6.2 Common Seal**

- (1) The common seal of the Council shall be in the form of a rubber stamp inscribed with the full name of the Council encircling the words "Common Seal".
- (2) The common seal shall not be affixed to any instrument except by the authority of the Committee following a resolution of a general meeting of the Council, and the affixing thereof shall be attested by the signatures of the President and of one other Committee member. That attestation shall be sufficient indication for all purposes that the seal was affixed by authority of the Committee.
- (3) The common seal shall remain in the custody of the Secretary.

## **6.3 Service of Notices**

- (1) A notice may be served by or on behalf of the Council on any affiliate:
  - (a) to its delegate personally;
  - (b) by pre-paid ordinary post to its last mailing address recorded in the Council register of affiliates; or
  - (c) by electronic means to the last electronic address recorded in the Council register of affiliates.
- (2) Where a document is sent to an affiliate in accordance with Parts 6.3 (1)(b) or (1)(c) above it shall be deemed for the purposes of these rules to have been served on the affiliate at the time at which it would have been delivered in the ordinary course of post or at the time of electronic transmission.

## **6.4 Limitation of Liability**

The liability of Committee members, delegates of affiliates and of affiliates shall be limited in accordance with Section 51 of the Act.

## **6.5 Dissolution of the Council**

- (1) The Council shall be dissolved if a special resolution to this effect is passed by the delegates.
- (2) In the event of the dissolution of the Council any surplus assets shall vest in:
  - (a) a succeeding body to the Council within the Australian Capital Territory, or
  - (b) in the absence of such a body, the Australian Historic Motoring Federation, or
  - (c) in the absence of both of these bodies, the charitable institution nominated in a special resolution passed at the meeting  
referred to in Part 6.5 (1) above.
- (3) In the event of the dissolution of the Council under no circumstances shall its assets be distributed amongst the Committee, the affiliates or their delegates.

**END**