

THE RULES OF THE VAUXHALL OWNERS CLUB OF NEW ZEALAND INCORPORATED

2020

1. **Name:**

The name of the Club is the Vauxhall Owners Club of New Zealand Incorporated.

2. **Objects:**

- (a) To provide a means of uniting Vauxhall and early Bedford enthusiasts and promoting adequate assistance for the preservation, restoration and use of all Vauxhall motors products, thus ensuring the longevity of the Vauxhall marque in New Zealand.
- (b) To obtain and preserve such technical and historical data as becomes available and to disseminate same to members.
- (c) To assist members in locating components and service not readily available and to provide an advertising medium within the Club for those members requiring or dispensing with components or vehicles.
- (d) To provide social motoring activities.
- (e) To promote safety, friendship and courtesy on the road and between members of the Club and those of other Clubs.
- (f) To co-operate, affiliate or associate with any other organization having similar or related objects to those of the Club.
- (g) To do or procure to be done any act incidental to or conducive to the furtherance of the objects of the Club.

3. **Membership:**

- (a) The signatories to the application for incorporation shall be the first members. Subsequent applications for membership may be made orally or in writing to the Management Committee.
- (b) New members shall be admitted upon confirmation by a simple majority vote of the Management Committee.
- (c) Any member may resign from his membership by giving to the Secretary notice in writing to that effect.
- (d) Every member shall on or before the 30th day of November in each year, and forthwith upon admission in the case of a new member, pay such annual subscription as is from time to time fixed by a majority resolution of the Management Committee. Any member who fails to pay his or her subscription in accordance with this rule shall automatically cease to be a member of the Club.
- (e) There shall be four classes of members:
 - (e.i) Owner Member who shall be a member of the Club who owns a Vauxhall or Bedford and any commercial vehicle produced using any Vauxhall vehicle chassis. Any Owner member who on the sale of his or her Vauxhall becomes an associate member.

(e.ii) Associate Members, who shall be all other members of the Club who do not meet the requirements to be owner members.

(e.iii) Joint Owner Member A spouse, partner, or family member living at the same residential address may apply to be admitted as Joint Owner Member. One membership fee is payable and each have the individual rights and privileges as an Owner Member.

(e.iv) Honorary Life Member Any member who shall have rendered to the Club outstanding services may be given the status of Honorary Life Membership by a majority vote of members of the Club. The life member retains all rights as that of an Owner Member. In the case of Joint Owner members both are given Honorary status.

- (f) A husband and wife or parties living as husband and wife may apply to be admitted as joint members.
- (g) The Club may at any time by letter invite any member within a specified time to resign for breach by him of these rules or for misconduct and in default of resignation to submit the question of his expulsion to a special meeting to be held within three (3) calendar months from the date of the letter; at the special meeting the member whose expulsion is under consideration may offer an explanation orally or in writing or both; and if thereupon two-thirds of the members present vote for his expulsion he shall forthwith cease to be a member.

4. Alteration of Rules:

- (a) These rules may be altered added to rescinded or otherwise amended by resolution passed by two-thirds majority of those present at a special meeting of which one months notice has been given.

No addition to or alteration of the aims, personal benefit clause or the winding up clause shall be made which affect the tax exempt status. The provisions and effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this statement.

- (b) Every such notice shall set forth the purport of the proposed alteration addition rescission or other amendments.

5. Annual General Meetings:

- (a) The Annual General Meeting shall be held each year at such time on such day and at such place as shall be determined by the Management Committee.

- (b) The business of the Annual General Meeting shall be:

(b.i) To receive from the Management Committee the Annual Report Balance Sheet and Statement of Accounts up to the end of the preceding financial year.

(b.ii) To elect officers, members of the Management Committee, and appoint a financial and asset assessor who may be internal or external to the club membership.

(b.iii) To consider and decide on any resolution duly submitted to the meeting.

6. Special Meetings:

The President or in his absence or inability the Vice-President may at any time for any special purpose call a special meeting and he shall do so forthwith upon the requisition in writing of any ten (10) members or a majority of the Management Committee stating the purpose for which the meeting is required.

7. Notice of Business:

One (1) month before a special meeting and two (2) months before the Annual General Meeting, a notice of that meeting and of the business to be transacted at it, together with a copy of the Report and Balance Sheet in the case of the Annual General Meeting, shall be sent to every member; and no business other than that of which notice has been so given shall be brought forward at that meeting unless admitted by a majority vote of those present and every such notice or other notice or letter required to be given to any member shall be deemed to have been delivered if posted to him in a stamped letter addressed to him at his last known place or abode or business or by electronic messaging to members who have provided a membership listed Email address.

8. Procedure at Meetings:

At all meetings the President and in his absence the Vice President and failing him an elected chairperson shall take the chair and every member shall be entitled on every motion to exercise in person or by proxy in writing one vote. Voting shall be by a show of hands but if any three (3) members so require a ballot shall be taken; and in the case of an equality of votes the President shall have a casting vote.

9. Quorum:

At all Annual General and Special Meetings eight or more members shall constitute a quorum one of whom shall be the President, Vice President or Secretary.

10. Appointment of Officers:

At the first meeting of the Club and at every Annual General Meeting of the Club shall elect a Management Committee of the following officers:

- (a) A President;
- (b) A Vice-President;
- (c) A Secretary;
- (d) A Treasurer;
- (e) A Club Captain;
- (f) Committee persons of at least five persons not including the officers specified in (a) to (e) above. The officers of President, Secretary, Treasurer, and Club Captain should be held for a maximum of three consecutive years. Any vacancy shall be filled by appointment of the Management Committee until the subsequent Annual General Meeting.

11. Duties of Management Committee:

It shall be the duty of the Management Committee:

- (a) To ensure the proper financial management and control of the Club including setting the amount of the annual subscription of the Club.
- (b) To keep usual and proper books of account properly posted up and other records of the business of the Club.
- (c) To notify members of intended meetings and the business to be transacted at them.
- (d) To prepare and submit to the Annual General Meeting an audited report, balance sheet and statement of accounts for the preceding year.
- (e) To make such decisions and promote such activities as may further the objects of the Club and maintain the reputation and standards of the Club.
- (f) To receive, consider and confirm or reject applications by new members for admission to the Club.
- (g) To delegate to sub-committees under the chairmanship of a member of the Committee such functions and powers as it thinks fit.

12. Meetings of the Management Committee:

Meetings of the Management Committee may be convened at such times and places as the President or in his absence or inability to act the Vice President may appoint; a majority of the Management Committee shall be a quorum one of whom shall be the President, Vice-President or Secretary. Minutes shall be kept of all meetings recording all decisions made.

13. The Common Seal:

Whenever the Common Seal of the Club is required to be affixed to any deed or document it shall be affixed pursuant to a resolution of the Management Committee and in the presence of the President or in his absence or inability the Vice President or the Secretary and any one other member of the Management Committee who shall both sign as witnesses to the Common Seal. The Common Seal shall remain in the custody and control of the Secretary.

14. Control of Funds:

- (a) The Club shall keep a bank account at such bank or banks as the Management Committee shall determine into which all monies received by or on behalf of the Club shall be paid. The Management Committee but no other person shall have the authority to approve expenditure apart from routine matters which it may delegate to the Treasurer. Withdrawals may be made by way of, cheque, bank draft, credit card, internet banking, or other form of electronic funds transfer, in such a manner and by such signatories as the Management Committee shall from time to time direct or approve.
- (b) The Management Committee may invest in such securities as it thinks fit such funds of the club as are not immediately required for business.
- (c) The Management Committee may on behalf of the Club borrow or raise money from time to time upon such terms as it may think fit but in each case pursuant only to a resolution of the Club passed at an Annual General Meeting or Special Meeting.

- (d) Any income, benefit or advantage shall be applied to the objectives of the organization. No member of the organization or any person associated with a member, shall participate in or materially influence any decision made by the organization, in respect of the payment to or on behalf of that member or associated person of any income, benefit, or advantage whatsoever. Any such income shall be reasonable and relative to that which would be paid in an arms length transaction (being open market value). And the provisions and effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this document.

15. Dissolution:

- (a) The Club shall be dissolved by resolution passed by a majority of those present at the general meeting and confirmed at a subsequent general meeting called together for that purpose and held not earlier than 30 days after the date on which the resolution so to be confirmed was passed.
- (b) Upon dissolution surplus assets and funds after payment of all expenses and liabilities shall be paid to a registered charity or charities determined by a majority of those present at the special meeting called to consider the question of dissolution.

16. The Registered Office:

The Registered Office of the Club shall be the residential address of the Secretary of the Club or any other place as shall be determined by the Management Committee from time to time.

**The document was stamped
“Incorporated at Auckland this 20th day of March 1986”
and signed by the Assistant Registrar of Incorporated Societies**

VAUXHALL OWNERS CLUB OF NEW ZEALAND INCORPORATED

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