

Constitution of MSCC Thames Valley Centre 2017

1 Name

- 1.1 The full name of the Centre is 'The Morgan Sports Car Club, Thames Valley Centre'.
- 1.2 The colloquial name 'ThamesMOG' will be used as the abbreviation of the Centre name.

2 Objects

- 2.1 To facilitate and enhance the enjoyment of Morgan sports cars by the Centre's Members.
- 2.2 To achieve the above through organised events, meetings, communication and the provision of benefits and privileges.
- 2.3 In furtherance of said objects, the Centre may do all such lawful things as are necessary.

3 Membership

- 3.1 Centre membership will be open to any current MSCC member who requests it, completes the centre's membership registration form and pays any membership fees that may apply.
- 3.2 Centre membership continues until the member resigns from the centre and/or MSCC membership ceases and/or the member fails to comply with membership renewal requirements.
- 3.3 Renewal requirements for the next club year will be proposed by the committee and included in the Annual Report by the Committee for approval at the AGM.
- 3.4 The membership secretary will liaise with the MSCC membership secretary as required to verify the MSCC membership status of centre members and advise members if their membership is not current.
- 3.5 Social Associate is granted to the widow or widower of a former Centre Member. Social Associate status does not include voting rights nor does it entitle the member to participate in activities that require MSCC Membership.

4 Committee Members

- 4.1 All members of the committee must be Centre Members.
- 4.2 The committee shall consist of at least Centre Secretary, Treasurer, Membership Secretary and one other committee member. Committee member roles may be introduced or curtailed as determined by the committee from time to time.

5 Powers and Operation of the Committee

- 5.1 The Centre shall be managed by the committee

- 5.2 The property, assets and records of the Centre shall be managed by the committee.
- 5.3 The committee may co-opt Members to such offices or roles as the committee may deem necessary from time to time between annual general meetings.
- 5.4 The committee may appoint sub-committees as may from time to time be deemed necessary or desirable and shall receive reports from sub-committees at its meetings. A Committee Member must be present at all sub-committee meetings.
- 5.5 The committee may declare a seat vacant should a member be absent from three or more consecutive meetings without satisfactory explanation. In such event, the committee may undertake the duties of the vacant office or may co-opt or appoint another member to that office.
- 5.6 The committee may raise funds to cover expenses and/or to make donations to charity via all or any of Membership subscriptions, donations, sale of regalia and other activities as determined by the committee from time to time.
- 5.7 If a majority of the committee are of the opinion that a member's conduct justifies asking the member to withdraw from the club, the matter will be referred to the National Committee of the MSCC for it to be subject to the procedure of the Articles of Association of MSCC Limited.
- 5.8 The committee shall comply with all mandated regulations of the MSCC, those required by law and those of other applicable institutions, including, in particular, Child Protection and Data Protection policies.
- 5.9 The committee shall meet formally at least four times in each calendar year. The results shall be duly recorded and, subject to matters of personal confidentiality, made available to members.
- 5.10 At committee meetings, four Committee Members shall form a quorum.
- 5.11 A chairman for each committee meeting will be appointed either at the start of the meeting or at the previous committee meeting.

6 Accounts and Finance

- 6.1 The treasurer shall keep a record of accounts, recording all receipts and payments by the Centre.
- 6.2 The committee shall ensure that proper records of account are kept and these shall be subject to formal review annually.
- 6.3 The committee shall authorise the treasurer to open and maintain a bank or building society account in the name of the Centre.
- 6.4 Cheques or other methods of payment are to be signed or otherwise authorised by the treasurer and one other nominated Committee Member.
- 6.5 The committee shall authorise all payments from the Centre's funds. This authorisation may be given by delegated authority to the treasurer (e.g. for recurring items or items up to a maximum amount as determined by the committee from time to time) and may be given via email or other written communication for urgent items.
- 6.6 The Centre's financial year shall be from 1st April to 31st March.

- 6.7 The accounts will be independently examined on at least an annual basis and before they are published to the Centre Membership.
- 6.8 No Member may receive any monetary benefit or salary from Centre funds or activities.

7 Annual General Meetings

- 7.1 The Annual General Meeting (AGM) shall be held within two months of the end of the Centre's financial year.
- 7.2 The secretary shall give at least four weeks' notice of the meeting. The notice will include venue, date, time, chairman, provisional agenda and a general invitation to Members to stand for committee membership. Members' intentions to stand for committee membership are to be notified to the committee at least two weeks before the meeting.
- 7.3 The Committee will appoint the chairman of the AGM.
- 7.4 Members may submit in writing at least two weeks before the meeting, requests that additional items be included in the agenda.
- 7.5 The meeting shall vote on the approval of the minutes of the previous AGM and the minutes of any EGMs that have taken place since the previous AGM.
- 7.6 The meeting shall receive an Annual Report by the Committee. As a minimum, the report shall review the Centre's activities, highlights, key decisions and actions in the previous year, membership renewal requirements and summarise the intended programme for the following year.
- 7.7 The meeting shall receive and vote on the approval of the Financial Report for the previous financial year. As a minimum, the report shall include an up-to-date bank statement as at the end of the financial year, identify the sources of all income, the nature of all expenditure and any significant budgeted items for the following year.
- 7.8 All Committee Members shall stand down at the AGM, but may stand for re-election.
- 7.9 Committee Members from the previous year remain in office until the completion of the election of Committee Members for the next year. If there are no candidates for the offices of Centre Secretary, Treasurer or Membership Secretary, the previous officer remains in post until either a replacement is co-opted or the Centre is Wound Up..
- 7.10 20 Members constitute a quorum.

8 Extra-Ordinary General Meetings

- 8.1 An extra-ordinary general meeting (EGM) may be convened between AGMs either by the committee or upon the written request of 10 Members.
- 8.2 The secretary shall give at least four weeks' notice of the meeting. The notice will include venue, date, time, chairman and agenda.
- 8.3 The Committee will appoint the chairman of the EGM.
- 8.4 20 Members constitute a quorum.

9 Elections and Voting at AGMs and EGMs

- 9.1 All proposers and seconders for Committee Members must be current Members.
- 9.2 Each Member is entitled to one vote. Membership must be current and evidenced by a current MSCC Membership card presented at the meeting.
- 9.3 If there is more than one candidate for a Committee Member, an election will be conducted to decide on the successful candidate. The successful candidate is the one with the most votes cast For him or her. No vote is necessary if there is only one candidate and he or she is recorded as Elected Unopposed. A candidate may vote for him or herself.
- 9.4 In the event of a tie for first place, the successful candidate will be decided by the toss of a coin.
- 9.5 For motions, votes are cast for or against and in the event of votes cast For equalling the votes cast Against, the meeting chairman shall have the casting vote.
- 9.6 Elections will be conducted by a secret ballot.
- 9.7 The method by which voting on motions is conducted will be decided by the committee, or, where an issue arises during a general meeting on which a vote is needed, by the chairman of the meeting, on a case-by-case basis.

10 Proxy and Absentee Votes

- 10.1 Proxy votes are admissible for AGMs and EGMs and Absentee votes are admissible for AGMs for members who are unable to attend the meeting in person.
- 10.2 In order to exercise a proxy vote, the Member must, via email or written communication to the Centre Secretary, issue a request to do so, confirm that their MSCC and Centre memberships are current and identify the Member who will be present at the meeting and who will vote on their behalf on any of the elections or motions at the meeting.
- 10.3 In order to exercise an absentee vote, the Member must, via email or written communication to the Centre Secretary, issue a request to do so, confirm that their MSCC and Centre memberships are current and the candidates they wish to cast a vote For in elections and/or votes For/Against motions that are on the published agenda.

11 Voting at Committee and Sub-Committee Meetings

- 11.1 Each Committee Member present shall have one vote.
- 11.2 In the event of votes cast for a motion equalling the votes cast against the motion, the meeting chairman shall have the casting vote.

12 Winding Up

- 12.1 In the event of a winding up of the Centre, all funds remaining after the deduction of all liabilities and expenses are subject to the rules of the MSCC.

13 Alterations to the Constitution

- 13.1 No alteration to the constitution shall be made except at an AGM or an EGM convened for that purpose and only if supported by a majority of votes For the alterations.
- 13.2 Notice of proposed alterations to this constitution must be given in writing to the Centre Secretary at least six weeks before the meeting. Such notification must include the rationale for the alterations and the intended effect on the operation of the Centre. The details of the proposed alterations shall be communicated to Members at least two weeks prior to the meeting.
- 13.3 At the meeting, the proposers shall be given the opportunity to present the case for the alterations and the committee shall present its view before voting takes place.
- 13.4 For guidance, it is essential that any alterations are considered in the context of the entire constitution and that interdependent alterations are voted as one item. In the case of any doubt concerning compliance of the proposed alterations with MSCC rules, the committee should refer them to the appropriate representative at MSCC for approval and feedback before the Meeting. MSCC requires that a copy of the Centre's constitution is lodged with the MSCC.

14 Other Business

- 14.1 Any matters not governed by the foregoing shall be dealt with by the committee, the decision of which body shall be final and binding.

This version of the MSCC Thames Valley Centre Constitution was approved at the Annual General Meeting on 11th May 2017.

Signed

D J Cleveland

Chairman of the meeting