

THE TRIUMPH SPORTS CAR CLUB OF SOUTH AFRICA – PORT ELIZABETH CENTRE

CONSTITUTIONAL RULES

CHAPTER 1 – NAME AND OBJECTIVES

1.1 NAME

The name of the club shall be the Triumph Sports Car Club of South Africa – Port Elizabeth Centre, a regional centre of the Triumph Sports Car Club of South Africa, and hereinafter referred to as “**The Centre**”, or “**Port Elizabeth Centre**”.

1.2 OBJECTIVES

The Port Elizabeth Centre (the Centre) is a democratic organisation established to:

- promote the preservation of Triumph cars, the sport, interest and pastime of motoring and of the Triumph marque by collectively representing the interests of all members of the Centre and
- encourage social activity between the members engaged in club activities,
- extend to enthusiasts, owners and drivers of Triumph cars and their friends all the usual hospitalities, privileges, advantages, conveniences and accommodation enjoyed in connection with a club, and
- cultivate reciprocal relations with kindred clubs and associations.

CHAPTER 2 – CLUB STRUCTURE

2.1 NATIONAL BODY

The National Body is the body that governs the Triumph Sports Car Club of South Africa (hereinafter referred to as the TSCC of SA), in accordance with the **National Constitution**. It is responsible for functions on a national level and its powers and areas of competency are outlined in the **National Constitution**. Decision making and governance on this level is entrusted to the **National Committee**.

Application by a person to become a member of the TSCC of SA necessarily obliges said applicant to be a member of a centre of the TSCC of SA (of which the Centre is one of the regional centres as referred to in clause 2.2 below.

2.2 THE CENTRE

The Centre is recognised as the primary operational level of club activity of the TSCC of SA within the geographical area of the province of the Eastern Cape of South Africa and shall always be properly formed and constituted in accordance

with the provisions of the **National Constitution** as well as in terms of this constitution (**the Centre Constitution**).

The **Centre Constitution** and/or any amendment thereto is required to be submitted to the committee of the National Body for ratification and acceptance to be valid and binding on the Centre members.

- 2.3 No rights conferred on members by the **Centre Constitution** as are not contained in the **National Constitution** may override restrictions or requirements or terms or conditions as are contained in the **National Constitution**.

In the case where there is doubt as to whether any provision of the Centre Constitution is in conflict with any provision of the National Constitution the matter shall be referred to the **National Body** for a ruling.

CHAPTER 3 – MEMBERSHIP

General

A member can be an ordinary member, a honorary member, a country member or a partner member, (as defined under 3.1 below).

Any member may cast his vote by a proxy (who shall be himself/herself a TSCC of SA member), he may appoint in writing, said appointment to be communicated to the Chairperson of the Centre Committee 10 (TEN) days before the date of voting.

To facilitate the processing of membership applications the **Secretary** of the Centre Committee, or his/her appointed nominee shall have the necessary application forms and a membership register available at any meeting of the members and/or committee members.

Definition – Member in good standing

A member in good standing shall be defined as any member whose membership is fully paid up AND who has attended a minimum of 3 Club functions during the course of any one calendar year provided that the Centre Committee, (the controlling and management body of the Centre, said body more fully defined below), can waive said **function attendance** requirement for good cause in its discretion.

A sub-committee, appointed by the Centre Committee. comprising the Chairman, Secretary and Treasurer of the Centre Committee shall collectively retain the right to determine the status of a “member of good standing” if the above criteria have not been met.

3.1 TYPES OF MEMBERS

3.1.1 ORDINARY MEMBER

A natural person shall become an ordinary member of the TSCC of SA (and accordingly of the National Body) by completion of the relevant application form,

(issued to him by the Centre Committee), and being then notified in writing by the National Body that his/her application has been noted and the issue of a membership number. Said ordinary member will automatically become a member of the Centre on payment by him/her of the applicable subscription.

Any natural person who owns a Triumph car or who shares in the interests of Triumph car owners even if he or she may not himself\herself own a Triumph car shall qualify to apply for ordinary membership. Any member shall pay subscriptions to the Centre and said subscription shall include the amount to be paid by the Centre to the National Body as determined from time to time.

Any said ordinary member of good standing shall as said ordinary member have **one vote** at any properly constituted meeting of the Centre and may further vote as contemplated in the National Constitution on a national level.

3.1.2 HONORARY MEMBER

A member of good standing may propose a person for honorary membership of the Centre. Such a proposal must be made in writing to the Chairperson of the Centre Committee with a full motivation. The nominee must be a person who has rendered an exceptional service to the Centre. Honorary members shall be entitled to all the rights and privileges of an **ordinary member** but without the requirement to pay membership subscriptions. Such an honorary member will remain an ordinary member of the National Body, (His or her subscriptions to the National Body shall be paid by the Centre). A register of Honorary members shall be kept by the Secretary on the committee of the Centre.

Proposals must reach the Centre Chairman not less than 90 (NINETY) days prior to the date of the next Annual General Meeting of the Centre. The Centre Chairman, in consultation with the Committee, shall be required to decide whether the nominee qualifies to be recognised as an honorary member.

In order to make said decision the Committee shall consult with the proposer of said nominee.

3.1.3 COUNTRY MEMBER

Any member residing outside a 100km radius of the Port Elizabeth Town Hall shall be defined as a country member. Accordingly the term “country member” shall be a reference to an ordinary member save that said designation shall only serve to indicate the geographical location of the residence of said member.

3.1.4 PARTNER MEMBER

Partner membership shall be a reference to ordinary membership except that partner membership shall be available to spouses and regular partners of ordinary members.

Partner members shall not qualify to receive an individual copy of the Centre’s newsletter and of the Sabrina and accordingly shall be entitled to pay a lesser

subscriptin fee than ordinary members. Said reduction shall be decided from time to time by Centre Committee.

3.2 MEMBERSHIP FEES

Membership fees of the Centre shall be determined by the Centre Committee from time to time and shall fall due and payable on the 1st January each year. All membership fees for the National Body shall be collected by the Centre and shall be forwarded on the Centre member's behalf to the National Body. The Centre Committee shall have the right to terminat the membership of any member whose fees have not been fully paid by the last day of April of the year for which said fees are payable.

In such a case the relevant member shall be informed in writing of said decision. Any said decision shall be final and binding on all parties concerned.

3.3 RIGHTS OF MEMBERS

Members in good standing (as defined) shall:

- 3.3.1 have full rights to nominate candidates for the Centre Committee, elect said candidates, and hold office if duly elected, and
- 3.3.2 be entitled to attend and participate under applicable rules any meetings, programmes, and other activities of the Centre and
- 3.3.3 have the privilege of borrowing, (subject to applicable regulations), books, publication, slides, etc. belonging to the Centre or the National Body, and
- 3.3.4 to purchase any publications or spare parts held by the Centre or by the National Body..

Provided that membership of the Centre, in whichever category, does not and shall not give to any member any right or title to or interest in or claim to any of the cash funds, property or assets of the Centre, but only confers upon such member the right and privilege of being a member of the Centre subject to such restrictions and changes as the Centre Committee may from time to time impose, and subject to the rules of the Centre as from time to time in force.

The liabilities of the members of the Centre are limited to the payment of any amount owing by them to the club under these rules.

3.4 INDEMNITIES

All members of The Centre are obliged to sign any declaration of indemnity as may be issued by the South African Marque Club Association, SA Motorsport or by whichever controlling body may be in authority at the time, and to which the TSCC of SA may be affiliated.

All members agree that said declaration may provide full indemnification of the Centre and all entities and persons both natural and legal as referred to in said declaration against any claim for damage or injury which may arise at a function or event organised or sponsored by the Centre or by kindred clubs.

All members agree to be bound by the general competition rules of Motorsport South Africa and that any declaration of indemnity shall further be applicable to the spouses, family and friends of the member should said spouses, family and friends participate in the event to which said indemnity applies.

Indemnification of the Centre shall mean indemnification of all the Centre members and Centre Committee members against any claim referred to above or any claim arising from the negligence of a member or any circumstance beyond the control of said member or arising from the management of the financial affairs of the Centre or of functions and events organised by the Centre..

3.5 TERMINATION OF MEMBERSHIP

The Centre Committee shall retain the right to terminate or suspend the membership of any member who, by word or action, brings the Centre into disrepute, or whose activities are found to be inconsistent with the objectives and interests of the Centre. The member concerned shall be notified in writing of the Committee's decision and may exercise a valid right of written appeal to the National Body within 21 (TWENTY=ONE) days of the date of the Committee's decision. A copy of such appeal MUST simultaneously be lodged with the Centre for the appeal to be valid. The decision of the National Body by the National Committee shall be binding on both parties.

3.6 VISITOR/GUESTS

Members are permitted to invite visitors or guests to all Centre functions. However, no visitor or guest may attend more than 3 Centre functions in any one calendar year without themselves applying for membership or ceasing to participate in events organised by the Centre.

Definition – Visitor/guest includes any person who is not a Triumph Sports Car Club of South Africa member or a regular partner of such a member.

CHAPTER 4 – MANAGEMENT OF THE CENTRE

The management of the Centre shall be vested in a committee elected at the Annual General Meeting of the Centre.

- 4.1 Such committee, (the Centre Committee) shall consist of a Chairperson, Secretary, Treasurer and a minimum of 3 other members. The committee shall have the power to co-opt additional members.
- 4.2 The Centre shall meet once a month or as frequently as shall be determined from time to time, with a minimum of ten (10) meetings annually.
- 4.3 At each meeting the Chairperson shall preside. In his absence a chairperson shall be elected from among the committee members present.

- 4.4 A quorum at committee meetings shall consist of not less than half the committee members. Decisions shall be made by a show of hands or in appropriate circumstances in the discretion of the committee by secret ballot.
- 4.5 In the case of equality of votes, the chairperson shall have a casting vote.
- 4.6 Minutes shall be kept of all proceedings and shall be regularly entered in a File kept for the purpose.
- 4.7 The Centre may not incur liabilities other than by a resolution of the Centre Committee to that effect and the Centre may not under any circumstances incur liability on behalf of the National Body.
- 4.8 The financial year shall be from 01 January of any year to the last day of December of the same year. As soon as possible after the end of the financial year, but not later than 6 (SIX) months after the close of the financial year, the financial books of The Centre shall be balanced and an income and expenditure statement prepared for presentation at the Annual General meeting of the Centre. Should the committee of the Centre deem it necessary, they may appoint Auditors (qualified to practice as such) who's duty shall be to audit the books of the Club as often as may be deemed necessary or as often as the Centre Committee may direct. The financial statements of the Centre shall, once presented to the Centre Committee, be approved by said committee and signed by the Chairman and Treasurer and published in the monthly newsletter of the Centre
- 4.9 All moneys received by the Centre shall be deposited in a bank account approved by the Centre Committee and all withdrawals shall be signed in a manner approved by the said committee. The bank account shall be in the name of the Centre.
- 4.10 The Centre committee may invest funds temporarily, in the name of the Centre, in any banking institution in the Republic of South Africa.

Notes:

All contracts, powers of attorney, and other documents to be executed on behalf of the Centre shall be signed as the Centre Committee may direct from time to time.

Further, the Chairperson or a member or person appointed by the committee, shall be responsible, for producing a monthly Centre newsletter

5. CHAPTER FIVE - TRUSTEES OF CLUB PROPERTY

Any property, estate and effects shall be vested in at least two trustees, being the Centre Chairperson and a minimum of 1 (ONE) other appointed member of the Centre, provided that the control and management of such property, Estate and effects shall be exercised in a manner and by persons as the Centre Committee shall direct from time to time..

6. CHAPTER SIX - GENERAL MEETINGS

6.1 CLUB YEAR

The Club Year shall begin on the 1st January and end on the 31st December of the same year.

6.2 QUORUM & VOTING

A quorum at general meetings shall consist of 20% of the membership. Decisions shall be made by a show of hands or by secret ballot of those members present at the meeting. Each member present and entitled to vote shall have one vote. Any member of good standing, not present, shall be entitled to appoint a proxy, in writing. In the case of equality of votes, the chairperson of the meeting shall have a casting vote..

6.3 FREQUENCY OF GENERAL MEETINGS

The Centre shall arrange general meetings as often as may be necessary or as frequently as determined by the members from time to time.

6.4 CHAIRPERSON TO PRESIDE

The Chairperson, or in his absence, a member of the Centre Committee shall be appointed by said Chairperson to preside at meetings for any period indicated in said appointment (said period not to exceed any unbroken period of 60 (SIXTY) days).

6.5 NOTICE OF ANNUAL GENERAL MEETINGS

The Annual General Meeting of members of the Centre shall take place annually. At least one calendar month notice shall be given of all General Meetings of the Centre, setting out the date, hour and place of such meeting.

6.6 OFFICE BEARERS

The office bearers of the Centre shall be the Centre Committee members which shall consist of a Chairperson, Secretary, Treasurer and a minimum of 3 ordinary committee members. The Committee shall retain the right to co-opt additional office bearers for specific reasons in its discretion.

6.7 SPECIAL MEETINGS

At the written request of at least 15 members, the Chairperson shall be obliged to call a Special General Meeting to discuss only the matter raised. Such meeting shall be called on 2 (TWO) weeks prior notice indicating the time, date, place and agenda of the intended meeting and said notice shall be circulated to all members,

not later than 6 (SIX) weeks after the date of such request.

6.8 SUB-COMMITTEE APPOINTMENTS

The committee of the Centre may appoint sub-committees from its own members or from the membership, to deal with matters of a general or special nature. The Chairperson of the Centre shall be an **ex-officio** member of all such sub-committees. Every sub-committee may meet from time to time, and may adjourn from place to place. No business shall be transacted unless at least two members of the sub-committee are present.

7. CHAPTER SEVEN – CLUB ACTIVITIES AND PARTICIPATION

7.1 Club members shall be obliged to pay their subs, uphold the constitution, and support the Centre by means of attendances at arranged meetings or outings. Members are also obliged to sign the prescribed indemnities.

7.2 The Centre's obligations to member shall include:

7.2.1 Ensuring that all members receive a copy of the Constitution.

7.2.2 Providing membership cards and receipts for all financial transactions.

7.2.3 Producing a regular newsletter – the purpose of such newsletter being to keep members regularly informed of the Centre's activities, report back articles on events organised by the Centre.

7.2.4 Organising regular Club meetings as well as month end outings.

7.2.5 Informing Insurance Underwriters of any lapsed membership in those instances where Club membership (membership of the TSCC of SA) is a prerequisite for reduced insurance rates.

8. CHAPTER 8 – CONSTITUTIONAL MATTERS

8.1 The effective date of the Centre Constitution shall be the date of the 2001 A.G.M.

8.2 No constitutional rule shall be repealed or altered, and no new constitutional rule shall be made, save by a resolution of majority of two-thirds of the votes cast at the Annual General Meeting, of which due notice has been given in terms of this constitution rule or the alteration to any existing rule, which it is intended to propose at such meeting.

8.3 Any amendments proposed to this constitution shall be proposed by the Centre Committee or by written petition of at least ten percent of the members of the Centre and made to the Committee, including a full motivation thereof, who will publish such proposals at least three months prior to the next Annual General Meeting where the proposals will be tabled and voted on by all members present and by way of proxy votes.

8.4 Where any doubt or dispute shall arise as to the proper construction or interpretation of the forgoing Constitutional Rules, or should any question arise which is not provided for in these Rules, then the matter shall be referred to the Centre Committee whose decision shall be final.

9. CENTRE AFFILIATION

The Centre may be affiliated to other clubs or organisations, motoring or otherwise, provided that this affiliation is not in conflict with the spirit and objectives of the centre, nor in conflict with the provisions set out in this constitution. Such affiliation will be decided on by the Centre Committee, and any membership fees which may be payable will be recovered from the members of the centre. Termination of such affiliation will likewise be decided on by the Centre Committee.

The Centre may choose to be affiliated to other appropriate bodies. provided that is not in conflict with the provisions of this constitution.

10. DISBANDMENT

The Centre may be disbanded by reason of inactivity or any other cause decided on by a two thirds majority vote at an Annual General Meeting of the Centre. In the event of the Centre being disbanded, all its remaining assets will liquidated and forwarded to the National Body.

In the event of the National Body and the Centre both being simultaneously disbanded the Centre's assets shall be distributed to charitable, educational or ecclesiastical institutions of a public character and which themselves are exempt from tax.