

FORMULA VEE ASSOCIATION OF WESTERN AUSTRALIA INCORPORATED

CONSTITUTION

1. NAME

1.1 The name of the association is **'The Formula Vee Association of Western Australia Incorporated'**.

1.2 In this constitution, unless contrary intention appears:

1.2.1 **'Association'** means the Formula Vee Association of Western Australia Incorporated.

1.2.2 **'Officer'** means an office bearer of the Formula Vee Association of Western Australia Incorporated, appointed pursuant to the terms of the Constitution.

1.2.3 **'CAMS'** means the Confederation of Australian Motor Sport.

1.2.4 **'Written or'** means and includes printing or other means of writing representing or reproducing words in visible form.

1.3 The singular shall include the plural or vice-versa and the masculine gender shall include the feminine gender.

2. STATEMENT OF PURPOSE

2.1 To encourage, promote and advance Formula Vee racing in Western Australia as a strictly regulated Motor Racing Class based on stock Volkswagen components.

2.2 To keep the Formula within the financial reach of the person of moderate means without handicapping ability or compromising the integrity of cars.

2.3 To cooperate with appropriate legitimate automobile racing associations in return for their observance and enforcement of the rules of the Formula Vee Association Incorporated.

3. INCIDENTAL POWERS

3.1 The Association shall have the power to do all such things as are necessary, incidental or conducive to the attainment of the purposes of the Association.

4. NON-PROFIT

4.1 The income and property of the Association shall be applied solely towards the promotion of the objects of the Association and no part thereof shall be paid or transferred directly or indirectly by way of the dividend, bonus, or otherwise by way of pecuniary profit to the members provided that remuneration may be paid in good faith to any officer, employee or servant of the Association, or any member thereof, or other persons, in return for services actually rendered or value given to the Association, nor prevent the payment of interest at a rate mutually agreed upon on any money borrowed from any member of the Association.

5. MEMBERSHIP

5.1 Membership of the Association shall be open to all persons interested in Formula Vee racing at the discretion of the Committee, and shall comprise of the following classes:

5.1.1 **Racing (Driver) membership.** Racing membership entitles the member, whether or not said member holds either a Formula Vee log book or a CAMS General Competition Licence, to hold office and to vote at any General, Special or Annual Meeting of the Association. 100% cost of fees schedule.

5.1.2 **Full membership.** Full membership entitles the member to hold office and to vote at any General, Special or Annual meeting of the Association excepting said member may not vote on matters appertaining to racing rules and eligibility rules of Formula Vee Racing Cars, full membership does not allow the member the right to race a Formula Vee. 80% cost of fees schedule.

5.1.3 **Life membership.** No more than one life member may be admitted in any one calendar year and there be a maximum of five (5) life members at any one time. Life membership shall be further sub-divided to include Current Life members and Roll of Honour Life Members.

5.1.3.1 **Current Life Members** – Current Life Members are one of a maximum of five Life Members who, at an AGM, have been actively involved in FVAWA activities over the past three years. The FVAWA Committee are to provide Current Life Members with FVAWA Membership, WASCC entry to race meetings, and two tickets to the annual FVAWA Presentation Night.

5.1.3.2 **Roll of Honour Life Members** – Roll of Honour Life Members are Life Members who have not been involved in FVAWA activities over the past three years. The Committee will display a roll of honour at a suitable venue to record the valuable contribution a Life Member has given to FVAWA. Roll of Honour Life Members are entitled to Life Membership of FVAWA and their name on the FVAWA Roll of Honour.

5.1.4 **Associate membership.** The Association may from time to time introduce special membership categories at the discretion of the Committee with fees, rights (other than the right to vote) and privileges as determined by the committee. Associate membership entitles the member to the full privileges of the Association save the right to vote on any matter. (Members are not eligible to race in this category). 50% of fees schedule.

5.1.5 **Family Membership.** Family membership may be available at the discretion of the Committee and shall have the same privileges as Associate members saving that each family membership will carry one vote only regardless of the number of people in the membership. Voter to be nominated at the time of application. 100% of fees schedule.

5.1.6 **Honorary or Special membership.** Honorary or special membership shall carry the rights and privileges of a racing member save the right to vote on any matter. This membership is at the sole discretion of any two members of the Executive, President, Vice-President, Treasurer or Secretary and shall be for a time period not exceeding 30 days.

6. **TERMINATION OF MEMBERSHIP**

6.1 Any member ceasing to be a member of the Association for any reason whatsoever shall not be entitled to a refund of all or any portion of any monies paid to the Association.

6.2 A member resigns from membership by delivering a letter of resignation to the Secretary of the Association provided that all arrears have been paid.

6.3 Membership shall also terminate if:

6.3.1 A member is struck off the Register of Members for failure to pay subscriptions or other monies due to the Association. When any annual subscription or other money is due to the Association is unpaid three calendar months after the due date the Committee shall notify the member in writing at the address shown in the Register of Members of the amount overdue and that if it is not paid within fourteen days from the date of the notice the member may be struck off without prejudice to any rights of the Association to recover such monies or relieving the member of any obligation or liability for the debt.

6.3.2 A member is expelled in accordance with the constitution.

7. **ASSOCIATION AND MEMBER LIABILITY**

7.1 The Association shall not be liable for any debts contracted by its officers or members unless authorised by official signatories of the Committee.

7.2 A member of the Association shall not use the name of the Association;

7.2.1 In any advertisement or business announcement save with the written authority of the Committee, or

7.2.2 as an address for the purpose of identification in any legal proceedings save where the Association is cited as the plaintiff or defendant.

8. **SUSPENSION**

8.1 A member under suspension by CAMS will be concurrently suspended by the Association for the period of the suspension action by CAMS.

9. **EXPULSION**

9.1 The Committee may expel from the Association or otherwise suspend, punish, fine, penalise or caution any member whose conduct in the opinion of the Committee is discreditable or injurious to the character or interests of the Association or calculated

in any manner to impair or affect the enjoyment of the Association by the members thereof, provided that no action is taken unless:

- 9.1.1 The Committee has enquired into the members conduct and the member has been given full opportunity to be heard at a meeting of the Committee, of which seven days notice in writing specifying the purpose thereof shall be given to all the Committee and to the member concerned at the address shown in the Register of Members; and
- 9.1.2 at least two thirds of the full Committee supports the resolution expelling or otherwise suspending, fining, penalising or cautioning the member; and
- 9.1.3 should the member fail to appear at any enquiry conducted in accordance with this clause, or any adjournment thereof, the Committee may proceed in the members absence to conduct the said enquiry and to make its finding; and
- 9.1.4 an appeal shall lie to an Extraordinary General Meeting which shall be called by the Committee on the written request, received within seven days of the Committee's decision, by the member who has been expelled or otherwise penalised.

10. SUBSCRIPTIONS

- 10.1 Annual subscriptions shall be determined by the Committee in respect of each category of membership (other than Life Membership for which there is no subscription) and submitted to a General Meeting of members for ratification. The subscriptions so determined and ratified shall apply from year to year until alterations thereto are ratified by another General Meeting
- 10.2 The annual subscriptions shall be payable on the first day of January in each year.
- 10.3 Any member whose annual subscription is unpaid shall not after two calendar months from the date on which the subscription fell due exercise any of the privileges of membership until the current subscription and all arrears have been paid.
- 10.4 A candidate upon being elected to Full Membership shall pay to the Treasurer of the Association such sum by way of a Nomination Fee as the Association in General meeting shall from time to time determine. Payment shall be made within a period of one calendar month of the election of the candidate.

11. ASSOCIATION OFFICERS

- 11.1 The officers of the Association shall consist of a Patron, the Immediate Past President, President, Vice-President, Secretary, Treasurer, Scrutineering Director (State Technical Representative and Eligibility Adviser) and Committee Members, or such officers as may be determined from time to time by the membership in General Meeting.

- 11.2 All officers of the Association shall be honorary, provided that this clause shall not debar any officer from receiving such remuneration as the Committee may think fit for services rendered or value received.

12. APPOINTMENT OF OFFICERS

- 12.1 At any General meeting there may be elected a **Patron** who need not be a member of the Association and yet shall be entitled to participate in any General meeting but shall not be entitled to vote or otherwise participate in the business of the Association and who shall hold office until replaced.
- 12.2 With the exception of the Immediate Past President, and Scrutineering Director, the officers of the **Committee** shall be elected at the Annual General Meeting (AGM) and shall hold office until the next following AGM when each but the President, Vice-President, and the Scrutineering Director shall retire but shall be eligible for re-election.
- 12.3 The **Immediate Past President** shall continue to hold office as long as he shall be Immediate Past President and shall not be displaced in such office by any other President who ceases to be President at other than an AGM.
- 12.4 The **President** shall be elected for a period of two (2) years and on completion of the term be eligible to stand for a further term. No President can retain office for more than three (3) terms (ie 6 years) at any one time.
- 12.4.1 The Immediate Past President will hold office for no more than twelve (12) months.
- 12.4.2 The Vice-President will hold office for twelve months and will immediately assume the office of President should the incumbent die or resign. The Vice-President will then hold the office of President for the remaining term of that office.
- 12.5 The **Scrutineering Director** shall be appointed by the Scrutineering Panel chosen by the Management Committee from names put forward at the AGM or other applications. The Scrutineering Panel shall meet as required by the Scrutineering Director.

13. ELECTION OF OFFICERS

- 13.1 With notice convening the AGM the Secretary shall send to all members a paper (via email) for nomination for the office bearers. Members desiring to make nominations for one or more of the positions shall return the paper with nominations to the Secretary not later than fourteen clear days before the AGM after which time no nominations will be received.
- 13.2 Nominations shall be signed by members proposing and the candidate shall sign acceptance of such nomination.
- 13.3 Each candidate must hold current membership with voting rights at the date of the AGM.

- 13.4 If there are no more nominations than vacancies to be filled members nominated shall be deemed to be elected.
- 13.5 If insufficient nominations are received to fill the vacancies then nominations shall be taken at the AGM or Extraordinary General Meeting (EGM) called specifically for the election of office bearers.
- 13.6 If nominations number more than vacancies, an election by secret ballot shall be held.
- 13.7 A member may be elected to more than one office but the holding of more than one office will not entitle any person to more than one vote. Although a person may hold multiple titles, the number of persons on committee shall be not less than seven. Any shortfall will be made good by the establishment of an appropriate number of committee positions.
- 13.8 The appointment of officers shall not take effect until the conclusion of the AGM/EGM at which they are elected.

14. RESIGNATION OF OFFICERS

- 14.1 Any officer of the Association may resign by tendering his resignation to the Committee.
- 14.2 Any member of the Committee, Panel or Sub-Committee who fails to attend three consecutive meetings of the body which that member serves, except through illness or granted leave of absence, shall automatically be deemed to have resigned from that body.
- 14.3 Should any Immediate Past President retire during the term of his office then the office shall be automatically filled by the most recent Past President of the Association available.
- 14.4 Should the President retire during the term of his office then the office shall be automatically filled by the Vice-President.
- 14.5 Should the Vice-President declare his retirement within three months prior to that AGM at which he was to fill the office of President, the Immediate Past President and the President will remain in office for three months after the AGM.
- 14.6 Should the office of Vice-President become vacant at any other time, then within the space of three months, nominations shall be called to fill the office and the members shall assemble in general meeting to determine the ballot pursuant to the conditions of this Constitution.
- 14.7 Any other vacancy in the position of officers shall be filled by the Committee. Any member so appointed shall retain office only until the next AGM but shall be eligible for re-election.
- 14.8 In the event of all members of the Committee desiring to resign an Extraordinary Election of a new Committee shall be conducted in accordance with this Constitution

of which purpose the words 'Special (Extraordinary) General Meeting' shall read for the words 'Annual General Meeting'.

14.9 The members may at any General Meeting by a majority of two thirds of the members voting remove any officer before expiration of his period of office by resolution of which notice has been given any may proceed to appoint another member in his stead, such appointee to hold office until the next AGM.

14.10 If any resolution of no confidence or otherwise obliging the Committee to resign is carried at any General meeting summoned to consider such resolution the Committee shall thereupon be deemed to have tendered resignations to a new Committee to be elected by an Extraordinary Election to be declared at a Special (Extraordinary) General Meeting on a day to be determined forthwith by the General Meeting which shall appoint a Returning Officer and two Scrutineers who shall not be elected officers nor paid servants of the Association.

15. COMMITTEE

15.1 The Committee shall consist of the President, Immediate Past President, Vice-President, Secretary, Treasurer, Scrutineering Director and one Committee member, or such Committee members as may be determined from time to time in General Meeting of the Association. Ex-officio appointees shall not carry voting rights in committee.

15.2 The Committee shall conduct, control and manage all the affairs and undertakings of the Association provided however, that except in the case of extreme urgency, the Committee shall not take any action contrary to the resolutions made by the Membership in General Meeting.

15.3 The Committee shall hold meetings as necessary. Any two members of the Committee shall have the power to instruct the Secretary to call a meeting of the Committee.

15.4 The **Secretary** shall keep or cause to keep:

15.4.1 A Register of Members.

15.4.2 A Formula Vee register.

15.4.3 A current amended copy of the Technical Manual of the Formula Vee Association of Australia.

15.4.4 Full and correct minutes of all resolutions and proceedings of the Committee and General Meetings in the book kept for this purpose, together with a record of the names of members present and voting at all such meetings.

15.4.5 A copy of the minutes of the Scrutineering Panel and each other panel or sub-committee which the Association may from time to time appoint.

15.4.6 A register of rulings and interpretations made by the National Association in response to any challenge to the technical manual.

- 15.4.7 A register containing any by-laws and amendments thereto.
- 15.4.8 The archives of the Association.
- 15.4.9 The Secretary shall also attend to all correspondence and perform such other duties as the Committee may prescribe.

15.5 The **Treasurer** shall;

- 15.5.1 Collect and receive all monies due to the Association and bank such receipts within eight days to the credit of the Association.
- 15.5.2 Make such payments as have been authorised.
- 15.5.3 Keep a correct account of all receipts.
- 15.5.4 Present periodical reports to the Committee together with all bank books.
- 15.5.5 Submit an audited balance sheet to the AGM.
- 15.5.6 Perform such other duties as the Committee may prescribe.

15.6 The **Scrutineering Director** shall chair the meetings of the Scrutineering Panel and ensure that the panel is consistent in the application of its duties including the inspection and sealing of all Formula Vee engines and gearboxes on assembly and ensuring that all Formula Vee cars comply with the rules set down by CAMS and FVAWA. The Scrutineering Director shall report between the Committee of Management and the Scrutineering Panel and perform such other duties as the Committee may prescribe.

15.7 The Committee shall have power to appoint sub-committees and panels and delegate them such power as though fit in the terms of reference. Such bodies shall report to the Committee and their decisions shall be subject to confirmation except when given power to act. They shall appoint their own Chairman who shall be an ex-officio member of the Committee of Management. The Committee may appoint sub-committee or panel. Appointees may include persons who are not members of the Committee or of the Association. A quorum for a sub-committee or panel shall consist of two thirds of the total membership of that sub-committee or panel.

16. QUORUM OF THE COMMITTEE

- 16.1 Four members present and entitled to vote shall form a quorum of the Committee.
- 16.2 If at any meeting there be no quorum within one hour of the time appointed for the meeting to commence, the meeting shall lapse.
- 16.3 If a quorum of the Committee fails to attend two consecutive meetings summoned in writing on seven days notice the Secretary shall assume all the members of the Committee wish to resign and forthwith proceed as directed by this Constitution.

17. PROCEDURE OF THE COMMITTEE

- 17.1 The President and in his absence the Vice-President shall take the chair at all meetings of the Committee and in the absence of both such persons the members present may elect their own chairman. The Chairman shall have a deliberative role and also a casting vote.
- 17.2 At all meetings the Chairman's decisions on points of order shall be final.
- 17.3 Unless the Committee by resolution otherwise determine, the procedure at all meetings of the Committee shall be governed by the rules ordinarily observed in the conduct of meeting in Committee.
- 17.4 In case of doubt the Chairman shall give a ruling as to the procedure to be followed and such ruling shall be final.
- 17.5 If any act of a member of the Committee becomes a matter for consideration by the Committee the member concerned shall take no part in any discussion thereof save to state his position in the matter and shall not vote on any resolution concerning the same.
- 17.6 A member of the Committee having any financial interest of a personally beneficial nature in any matter considered by the Committee shall declare his interest and abstain from taking part in the discussion and from voting on any resolution on the matter.

18. FINANCE

- 18.1 The financial year shall be from January 1st to December 31st.
- 18.2 All monies of the Association shall be paid into the accounts of the Association at such institutions as the Committee may from time to time direct.
- 18.3 No monies shall be drawn from the accounts of the Association save by auditable financial instruments signed by the account signatories authorised by the Committee. No cheque shall be signed or money withdrawn unless such withdrawal has been approved by the Committee or in the case of urgency, by the President and the Treasurer.
- 18.4 The account and records of the Association shall be available for inspection by members.

19. GENERAL MEETINGS

- 19.1 The AGM of the Association shall be held in each year at such time and place as fixed by the Committee but within two calendar months of the end of the financial year and members shall be given notice in writing at least one calendar month before such meeting stating the business of the meeting. Such notice shall be deemed to have been given on the date of publication of the same in the official newsletter of the Association or on the day after such notice was published by prepaid letter.
- 19.2 Twenty-five per cent of the total membership shall constitute a quorum for an AGM.

- 19.3 The business of the AGM shall be:
- 19.3.1 To confirm the minutes of the previous AGM and deal with matters arising from the minutes.
 - 19.3.2 To receive annual reports, audited financial statements and auditors reports.
 - 19.3.3 To present annual trophies and awards.
 - 19.3.4 To elect the committee for the ensuing period until the next AGM. An auditor shall be appointed to audit the accounts and shall not be a member of the Committee.
 - 19.3.5 The AGM will then be closed and may be followed by a General Meeting presided over by the incumbent President.
- 19.4 Twenty-five per cent of the total membership shall constitute a quorum for a General Meeting.
- 19.5 Any member holding voting rights and who wishes to bring forward any special business at a General Meeting shall give 21 days notice thereof to the Secretary in writing.
- 19.6 A General or Special (Extraordinary) General Meeting of the membership may be convened by the President or in his absence the Vice-President or at the written request of five members of the Association at any time. Such meetings shall be held within 35 days of such a request and not less than 14 days notice of any such meeting shall be given to members specifying the business to be discussed at the meeting. No business shall be transacted at any such meeting except that of which notice shall have been given as aforesaid. Forty per cent of the total membership shall constitute a quorum for a Special (Extraordinary) General Meeting.
- 19.7 At every Annual and any General Meeting the President and in his absence the Vice-President shall take the chair and in the absence of both such persons the financial members present may elect their own chairman. The Chairman shall have a deliberative role and also a casting vote.
- 19.8 At all meetings, the Chairman's decisions on points of order shall be final.
- 19.9 The Chairman may with the consent of any General Meeting adjourn from time to time and place to place but no business shall be transacted at any adjourned meeting other than the unfinished business of the meeting from which the adjournment was made.
- 19.10 All resolutions put to the vote of the meeting at an Annual or General Meeting shall be decided on a show of hands by a numerical majority of the members present in person, unless before or upon the declaration as a show of hands a poll be demanded by any three members present in person and entitled to vote and unless a poll be so demanded a declaration by the chairman that a resolution had been carried or lost shall be conclusive and an entry to that effect in the minutes of the Association shall

be sufficient evidence without proof of number or proportion of the votes recorded in favour or against such resolution.

19.11 Only eligible members shall be entitled to vote and at the absolute discretion of the Committee, the non-car members may be requested, under special circumstances, to vote separately from car owners.

19.12 If at any General meeting there be no quorum within sixty minutes of the time appointed for the meeting then the meeting shall lapse unless a majority of the members present decide to adjourn the meeting for a period not exceeding fourteen days. If there be no quorum within sixty minutes after the time appointed for such adjourned meeting then the meeting shall lapse altogether.

19.13 Only members present in person at any General Meeting shall be entitled to vote.

20. COMMON SEAL

20.1 The Committee shall have power to provide a Common Seal for the purposes of the Association and from time to time to destroy the same and substitute a new seal in lieu thereof.

20.2 The Common Seal shall be kept in the custody and power of the Secretary.

20.3 The Common Seal shall only be used by the Authority of a resolution of the Committee and when so used shall be affixed by the Secretary in the presence of the President or Vice-President. The document to which it is so affixed shall be countersigned by the President or Vice-President as the case may be and the Secretary.

21. DISSOLUTION

21.1 The Association may be dissolved by resolution at any Annual or Special General Meeting called for such purpose.

21.2 If upon the dissolution or winding up of the Association there remain after the satisfaction of all its debts and liabilities, any property whatsoever the same shall not be paid to or distributed among the members of the Association but shall be given or transferred to some other institution or institutions having objects similar or wholly or in part to the objects of the Association and which shall prohibit the distribution of its or their income and property among its or their members and such institution or institutions shall be determined by the members of the Association at or before the time of dissolution or in default thereof by a Judge of the Supreme Court and if and so far as effect cannot be given to the aforesaid provisions then to some charitable object or objects.

22. CONSTITUTION AMENDMENT

22.1 This Constitution shall not be altered, varied, added to or repealed unless two-thirds of the members present at a General Meeting are in favour of such resolution, provided that at least one month's notice in writing of the proposed amendment shall be given to members in accordance with the terms of conduct of General Meetings of the constitution.

22.2 Alterations to this Constitution shall take effect from the date and time of passing the resolution or any amendment carried at General Meeting conducted in accordance with the terms of this Constitution.