

**Rules and By-laws.**

**Driveline Geelong Inc trading as Geelong Four Wheel Drive Club**

**As revised July 2003**

**ASSOCIATIONS INCORPORATED ACT 1981  
STATEMENT OF PURPOSE OF ASSOCIATION  
AND  
RULES OF ASSOCIATION  
OF  
DRIVELINE GEELONG INC.**

**PAGE 1. AS AT 29 JULY 2003**

**ASSOCIATIONS INCORPORATED ACT 1981  
STATEMENT OF PURPOSE OF ASSOCIATION  
OF  
DRIVELINE GEELONG INC.**

1. The name of the Association is the "Driveline Geelong (Inc)," herein after called the "Club".
2. The purposes for which the Club is established are:
  - a) The promotion of a social and recreational organization comprised mainly of persons owning four-wheel-drive motor vehicles;
  - b) The holding, arranging, organising and conducting of events, rallies, meetings, four-wheel-drive tours and social functions for owners of four-wheel-drive vehicles;
  - c) Solely for the purpose of furthering the purpose set out above the Club shall have the power;
  - i) To take over the funds and assets and the liabilities of the present unincorporated Club known as "The Geelong Four Wheel Drive Club";
  - ii) To hold or arrange either alone or jointly with other associations, clubs or persons, competitions and provide or contribute towards the provisions of prizes, awards and distinctions in connections there with, PROVIDE THAT no member of the Club shall receive any prize, award or distinction of monetary value except as a successful competitor at any competition held or promoted by the Club or the cost of holding or promotion of which the Club may have subscribed out of its income or property and which under the regulation affecting the said competition may be awarded to him;
  - iii) To subscribe to, become a member of and co-operate with any other association, club or organization, whether incorporated or not, whose objectives are altogether or in part similar to these of the Club provided that the Club shall subscribe to or support with its funds any club, association, or organization which does not prohibit the distribution of its income and property among its members to an extent at least as great as that imposed on the Club or by virtue of the Rules;
  - iv) To buy, sell and deal in all kinds of apparatus and all kinds of provisions, liquid and solid, required by the members of the Club or persons' frequenting the Clubs premises;
  - v) To purchase, take on lease or in exchange, hire and otherwise acquire any lands, buildings, easements or property, real and personal, and any rights or privileges which may be requisite for the purpose of, or capable of the Club: Provided that in a case the Club shall only deal with the same in such a manner as is allowed by law regard having regard to such trusts.

- vi) To enter into any arrangements with any Government or Authority that are incidental or conducive to the attainment of the purposes and the exercise of the power of the club; to obtain in from any such Government or Authority any rights, privileges and concessions which the Club may think it desirable to obtain; and carry out, exercise and comply with any such arrangements, right privileges and concessions;
- vii) To appoint, employ, remove and suspend such managers, clerks, secretaries, servants, workmen and other persons as may be necessary or convenient for the purposes of the Club;
- viii) To construct, improve, maintain, develop, work, manage, carry out, alter or control any house, buildings, grounds, works or conveniences which may seem calculated directly or indirectly to advance the Clubs interests, and to contribute to, subsidize or otherwise assist and take in the construction, improvement, maintenance, development, working, management, carrying out, alteration or control thereof;
- ix) To invest all moneys held by the Club from time to time in any investment authorised by law of the Commonwealth of Australia or any of the States thereof for investment of trust moneys;
- x) To borrow or raise money either alone or jointly with any other person or legal entity in such manner as may be thought proper and whether upon fluctuating advance account or overdraft or otherwise to represent or secure any moneys and further advances borrowed or to borrowed alone or with others as aforesaid by notes secured or unsecured, debentures or debentures stock perpetual or otherwise, or by mortgage, charge, lien or other security upon the whole or part of the incorporated Club's property or assets present or future and to purchase, redeem or pay-off any such securities;
- xi) To sell, improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights to the Club;
- xii) To take any gifts or property, whether subject to a special trust or not, for any one or more of the purposes of the Club, but subject always to the proviso in paragraph (5);
- xiii) To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Club, in the shape of donations, annual subscriptions or otherwise;
- xiv) To print and publish any newspapers, periodicals, books or leaflets that the Club may think desirable for the promotion of its objects;

**Page 2 as at 29 July 2003**

- xv) To amalgamate with any one or more incorporated associations having objects altogether or in part similar to those of the Club and which shall prohibit the distribution of its or their income and property among its members to an extent at least as great as that imposed upon the Club under or by virtue of the Rules;
  - xvi) To make donations for patriotic, charitable or community purposes;
  - xvii) To apply for and obtain and hold any registration or licences necessary for or incidental to the carrying out of any purposes of the Club and to arrange for such a person or persons to hold such licences on the Club's behalf upon terms and conditions as the Club may seem fit;
  - xviii) To assist in the conservation of fauna, flora and the environment; and'
  - xix) To do all such other things as are incidental or conducive to the attainment of the purposes and the exercise of the powers of the Club.
- 3.a) The income and property of the Club, whencesoever derived, shall be applied solely towards the promotion of the purposes of the Club and no portion thereof shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise, to the members of the Club.

- b) Nothing herein contained shall prevent payment of good faith of remuneration to any officers or servants of the Club or to any member of the Club in return for services actually rendered to the Club nor for goods supplied in the ordinary and usual way of business, nor prevent the payment of interest at a rate not exceeding the lowest rate paid for time being by the Financial Institute currently used by the Club in respect of term deposits or reasonable and proper rent for premises demised or let by any member of the club;
- c) No member of the committee of the club shall be appointed to any salaried office of the Club or any office of the Club paid by fees and no remuneration or any other benefit in money shall be paid or given to any member of the Committee except repayment of out-of-pocket expenses or items referred to sub-clause (b) above.

### **Page 3. As at July 2003**

#### **1. NAME**

The name of the incorporated association is Driveline Geelong (Inc), in these Rules called the "Association" or "Club".

#### **2. INTERPRETATION**

1. In these rules, unless the contrary intention appears:

"The Club"	means the driveline Geelong (Inc)
"Committee"	means the Committee of Management
"Financial Year"	means a period of twelve months ending on 31 <sup>st</sup> May.
"General Meeting"	means a general meeting of members convened in accordance with Rule 12.
"Member"	means a member of the Club
"Ordinary Member Of the Committee"	means a member of the Committee who is not an Officer of the Club under Rule 22.
"The Act"	means the Association Incorporated Act 1981.
"The Regulations"	means regulations under the Act.

2. In the Rules a reference to the Secretary of the Association is a reference:

- a) Where a person holds office under these Rules as Secretary of the Club to that person; and
- b) In any other case, to the Public Officer of the association.

3. Words or expressions contained in these Rules shall be interpreted in accordance with the provisions of the Acts Interpretation Act 1958 and the Act as in force from time to time.

#### **4. MEMBERSHIP**

1. a). A natural person who is nominated and approved for membership as
  - (i) Provided in these Rules is eligible to be a member of the Club on
  - (ii) Payment of the entrance fee and annual subscription under the Rules.

2. a). The classes or categories of membership shall be as follows:
    - (iii) Full Member
    - (iv) Joint Full Member
    - (v) Associate member
    - (vi) Joint Associate Member
    - (vii) Life Member
    - (viii) Honorary member
  - b) Any person who is the sole owner, joint owner or several owner, lessee or hirer of a Four-Wheel-Drive vehicle maintained in good roadworthy condition is eligible to be a Full Member of the Club
  - c) The spouse of each Full Member automatically qualifies to become a Joint Full Member of the Club. Joint Full Members have the same rights as Full Members.
  - d) Any person, who can show, that in past he or she fulfilled the conditions set out in paragraph (b) hereof, but is no longer qualified, shall qualify to become an Associate Member of the Club. Other suitably interested persons may be elected an Associate Member with the approval of the Club.
  - e) The spouse of each Associate member automatically qualifies to become Joint Associate Member of the Club. Joint Associate Members have the same rights as Associate members.
  - f) A Single Full Member Or Associate Member of the Club may nominate one other person to receive the same rights as Joint Full or Joint Associated Members as set out in paragraph (c) or (e) hereof.
  - g) The Club may grant Life membership to members who have outstanding service to the Club. Any such Life Member shall have all rights as a Full member, save that he or she shall not be required to pay any further membership fees.
  - h) The Club may appoint an Honorary Members whose membership must be reviewed at each Annual General Meeting. No Honorary Member shall be required to pay annual membership fees, and is not entitled to hold office on Committee, and shall have no power to vote.
  - i) Every Member of the Club subject to these Rules, be entitled to hold office, to take part in any of the activities of the Club, and to use all facilities provided by the Club for the use of the Club, save that Associate members and Joint Associate members shall have no voting rights.
2. Every Full Member of the Club shall, subject to these Rules be entitled to hold office, to take part in any of the activities of the Club, and to use all facilities provided by the use of the Club.

**Page 4. As at 29 July 2003**

3. Every applicant for membership of the Club shall be proposed by one and seconded by another member of the Club. The application for membership shall be made on the form provided by the Club, signed by the applicant, and shall be accompanied by the joining fee and annual subscription calculated pro-rate on a quarterly basis.
4. Should an applicant be refused membership his annual subscription fee and joining fee

shall be returned in full. In no case shall the club be required to give any reason for the rejection of an applicant.

5. When an applicant has been accepted for membership, the Secretary shall forthwith send to the applicant written notice of his acceptance together with other Club information as shall from time to time be deemed appropriate to supply to members by the Committee.
6. A right, privilege, or obligation of a person by reason of his membership to the Club:
  - a) Is not capable of being transferred or transmitted to another person;
  - b) Terminates upon the cessation of his membership whether by death or resignation or otherwise.

#### **4. ENTRANCE FEE AND ANNUAL SUBSCRIPTION**

1. The entrance fee and annual subscription payable by members of the Club shall be such an amount as determined by the Club at each Annual General Meeting.
2. The annual subscription shall become due and payable on the first day of the month following the Annual General Meeting.

#### **5. REGISTER OF MEMBERS**

The Secretary shall keep and maintain a register of members in which shall be entered the full name, address, the category of membership and the date of entry of the name of each member, and the register shall be available for inspection by members at the address of the Public Officer.

#### **6. RESIGNATION OF MEMBER**

1. If the subscription of a member shall remain unpaid for a period of 30 days from the due date, then the member may after notice of the default sent to him by the Secretary or treasurer be debarred by resolution of the Committee from all privileges of membership, provided that the Committee may reinstate the member on payment of all arrears if the Committee thinks fit to do so.
2. A member of the Club who has paid all monies due and payable by him to the Club may resign from the Club by first giving one months notice in writing to the Secretary of his intention to and upon expiration of that period of notice, the member shall cease to be a member.
3. Upon the expiration of the 30 days under sub clause (1) or the notice given under sub-clause (2), the Secretary shall make in the register of members an entry recording the date on which the member ceased to be a member of the Club.

#### **7. DISCIPLNE OF MEMBERS.**

1. Subject to these Rules, the Committee may by resolution;
  - a) Expel a member of the Club
  - b) Suspend a member from membership of the Club for a specified period; or
  - c) Fine a member in accordance with the Regulations, if the Committee is of the opinion that the member-
    - i). Has refused or neglected to comply with these Rules;
    - ii). Has been guilty of conduct unbecoming a member or prejudicial to the interests of the Club.

2. A resolution of the Committee under sub-clause (1):
  - a) Does not take effect unless the Committee, at a meeting held not earlier than fourteen and not later than twenty-eight days after the service on the member of a notice under sub-clause (3) confirms the resolution in accordance with this clause; and
  - b) Where a member exercises the right of appeal to the Club under this clause does not take effect unless the Club confirms the resolution in accordance with this clause.
  
3. Where the Committee passes a resolution under sub-clause (1), the Secretary shall, as soon as practicable, cause to be served on the member a notice in writing:
  - a) Setting out the resolution of the Committee and the grounds on which it is based;
  - b) Stating that the member may address the Committee at a meeting to be held not earlier than fourteen and not later than twenty-eight days after service of the notice;
  - c) Stating the date, place and time of the meeting;
  - d) Informing the member that he may do one or more of the following-
    - i) Attend that meeting;
    - ii) Give to the Committee before the date of the meeting a written statement seeking the resolution;
    - iii) Not later than twenty-four hours before the date of the meeting, lodge with the Secretary a notice to the effect that he wishes to appeal to the Club in General Meeting against the resolution.

**Page 5. As at 29 July 2003**

4. At a meeting of the Committee held in accordance with sub-clause (2), the Committee:
  - a) Shall give to the member an opportunity to be heard;
  - b) Shall give due consideration to any written statement submitted by the member; and
  - c) Shall by resolution determine whether to confirm or revoke the resolution.
  
5. Where the Secretary receives a notice under sub-clause (3), he shall notify the Committee and the Committee shall convene a General Meeting of the Club to be held within twenty-one days after the date on which the Secretary received the notice.
  
6. At a General Meeting of the Club convened under sub-clause (5);
  - a) No business other than the question of the appeal shall be transacted;
  - b) The Committee may place before the meeting details of the grounds for the resolution and

the reasons for passing the resolution;

- c) The member shall be given the opportunity to be heard; and
- d) The members present shall vote by secret ballot on the question whether the resolution should be confirmed or revoked.

7. If at the General Meeting:

- a) Two-thirds of the members vote in person or by proxy in favour of the confirmation of the resolution, the resolution is confirmed; and
- b) In any other case the resolution is revoked.

#### **8. Disputes and mediation**

1. The grievance procedure set out in the Rule applies to disputes under these Rules between: -

- a) A member and another member; or
- b) A member and the Association.

2. The parties of the dispute must meet and discuss the matters in dispute and if possible resolve the dispute within 14 days after the dispute comes to the attention of all parties.

3. If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must within ten days hold a meeting in the presence of a mediator.

4. The mediator must be: -

a) A person chosen by agreement between the parties; or

b) In the absence of agreement-

- i) In the case of a dispute between a member and another member, a person appointed by the Committee of the Association; or
- ii) In the case of a dispute between a member and the Association, a person who is a mediator appointed or employed by the Dispute Settlement Centre or the department of Justice.

5. A member of the Association can be a mediator.

6. The mediator cannot be a member who is part of the dispute.

7. The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.

8. The mediator in conducting the mediation must-

- a) Give the parties to the mediation process every opportunity to be heard; and
- b) Allow due consideration by all parties of any written statement submitted by any party; and
- c) Ensure that natural justice is accorded to the parties of the dispute throughout the mediation process.

9. The mediator must not determine the dispute.
10. If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act otherwise at law.

## **Page 6. As at 29 July 2003**

### **9. ANNUAL GENERAL MEETING**

1. The Club shall in each calendar year convene an Annual General Meeting of its members.
2. The Annual General Meeting shall be held on such a day the committee determines.
3. The Annual General Meeting shall be specified as such in the notice convening it.
4. The ordinary business of the Annual General Meeting shall be:
  - a) To confirm the minutes of the preceding Annual General Meeting and of any General Meeting held since that meeting;
  - b) To receive from the Committee reports upon the transactions of the Club during the preceding financial year;
  - c) To elect officers of the Club and the ordinary members of the Committee; and
  - d) To receive and consider the statement submitted by the Club in accordance with section 30 (3) of the Act.
5. The Annual General Meeting may transact special business of which notice is given in accordance with these Rules.
6. The Annual General Meeting shall be in addition to other general meetings that may be held in the same year.

### **10. SPECIAL GENERAL MEETINGS.**

All General Meetings other than Annual General Meetings shall be called Special General Meetings.

#### **11. (Convening of special general meetings)**

1. The Committee may, whenever it thinks fit, convene a Special General Meeting of the Club and, where, but for this sub-clause, more than fifteen months would lapse between Annual General Meetings, shall convene a Special General Meeting before the expiration of that period.
2. The Committee shall, on requisition in writing of members representing not less than five percent of the total number of members, convene a Special General Meeting of the Club.
3. The requisition for a Special General Meeting shall state the objects of the meeting and shall be signed by members making the requisition and send to the address of the Secretary and may consist of several documents in a like form, each signed by one or more of the members making the requisition.
4. If the Committee does not cause a Special General Meeting to be held within one month after the date on which requisition is sent to the address of the Secretary, the members making the requisition, or any of them, may convene a Special general Meeting to be held no later than three months after that date.
5. A Special General Meeting convened by members in pursuance of these Rules shall be convened by the Committee and all reasonable expenses incurred in convening the

meeting shall be refunded by the Club to the persons incurring the expenses.

## **12. CONVENING OF GENERAL MEETINGS**

1. The Secretary of the Club shall, at least fourteen days before the date fixed for holding a General Meeting of the Club, cause to be sent to each member of the Club at his address appearing in the register of members, a notice by pre-paid post stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
2. No business other than set out in the notice convening the meeting shall be transacted at the meeting.
3. A member desiring to bring any business before a meeting may give notice of that business in writing to the Secretary, who shall include that business in the notice calling the next General Meeting after the receipt of the notice.

## **13. PROCEDURE OF GENERAL MEETING AND PROCEEDINGS AT MEETINGS**

1. All business that is transacted at a special general Meeting and all business that is transacted at the Annual General Meeting with the exception of that specially referred to in these Rules, as being the ordinary business of the Annual General Meeting shall be deemed special business.

### **Page 7. As at 29 July 2003**

2. No item of business shall be transacted at a General Meeting unless a quorum of members entitled under these Rules to vote is present during the time when the meeting is considered an item.
3. Ten members personally present (being members entitled under these rules to vote at a general Meeting) constitute a quorum for the transaction of the business of a General Meeting.
4. 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 members shall be dissolved and in any other case shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairman at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place, and if at the adjournment meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than five) shall be a quorum.

## **14. (Chairman of meetings)**

1. The President, or in his absence, the Vice President, shall preside as Chairman at each General Meeting of the Club
2. If the President and Vice President are absent from a General Meeting, the members present shall elect one of their number, to preside as Chairman at the meeting.

## **15. (Adjournments of meetings)**

1. The Chairman of the General Meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but 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 meeting is adjourned for fourteen days or more, a like notice of the adjourned meeting shall be given as in the case of the General Meeting.
3. Except as provided in sub-clause (1) and (2), it is not necessary to give notice of adjournment or of the business to be transacted at an adjourned meeting.

## **16. VOTING.**

A question arising at a meeting of the Club shall be determined on a show of hands and unless before or on the declaration of the show of hands a poll is demanded, a declaration by the Chairman that resolution has, on a show of hands, been carried or carried unanimously or carried by particular majority or lost, and an entry to that effect in the Minute Book of the Club is evidence to the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

## **17. (Votes)**

1. Upon any question arising at a General Meeting of the Club, a **(Joint) Full Member** has One vote, and a Single Full Member has Two votes only.
2. All votes shall be given in person or by proxy.
3. In the case of an equality of voting on a question, the Chairman of the meeting is entitled to exercise a second or casting vote.

## **18. (Poll)**

1. If at a meeting a poll on any question is demanded by not less than three members, it shall be taken at that meeting in such a manner as the Chairman may direct and the resolution of the poll shall be deemed to be a resolution of the meeting on that question.
2. A poll that is demanded on the election of the Chairman or a question of an adjournment shall be taken forthwith and a poll that is demanded on any other question shall be taken at such a time before the close of the meeting as the Chairman may direct.

## **19. (Voting and lapsed membership).**

No member shall be entitled to vote at any General Meeting if his Annual subscription shall be more than 30 days in arrears at the date of that meeting.

## **Page 8. As at 29 July 2003**

## **20. (Proxy votes)**

The notice appointing the proxy shall be in the usual common form or any other form prescribed by the Committee and shall be signed by the member.

## **21. COMMITTEE OF MANGEMENT.**

1. The affairs of the Club, shall be managed by the Committee of management constituted as provided in Rule 22.
2. The Committee:
  - a) Shall control and manage the business and affairs of the Club;
  - b) May, subject to these Rules, the regulations and the Act, exercise all such powers and functions as may be exercised by the Club other than such powers and functions that are required by these Rules to be exercised by General Meetings of the members of the Club; and
  - c) Subject to these Rules, the regulations and the act, has power to perform all such acts and

things as appear to the Committee to be essential for the proper management of the business and affairs of the Club.

## **22. (Officers)**

1. The Officers of the Club shall be:
  - a) A President
  - b) A Vice President
  - c) A Secretary
  - d) A treasurer
  - e) A Assistant Secretary
  - f) Editor
  - g) Public Relations Officer
  - h) Trip Coordinator
2. The provision of Rule 23 so far as they are applicable and with the necessary modification, apply to and in relation to the election of persons to any offices mentioned in sub-clause (1).
3. Each officer of the Club shall hold office until the Annual General meeting next after the date of his election but is eligible for re-election.
4. In the event of a casual vacancy in any office referred to in sub-clause (1), the Committee may appoint one of its members to the vacant office and the member so appointed may continue in office up to and including the conclusion of the Annual General Meeting next following his appointment.
5. Subject to section 22 of the Act, the Committee shall consist of;
  - a) The Officers of the Club; and
  - b) Three ordinary members- each whom shall be elected at the Annual General Meeting of the Club in each year.
6. Each ordinary member of the Committee shall, subject to these Rules, hold office until the Annual General Meeting next after the date of his election but is eligible for re-election.
7. In the event of a casual vacancy occurring in the office of an ordinary member of the Committee, the Committee may appoint a member of the Club to fill the vacancy and the member so appointed shall hold office, subject to these Rules, until the conclusion of the Annual General Meeting next following the date of his appointment.

## **23. ELECTION OF COMMITTEE**

1. Nominations of candidates for elections as Officers of the Club or as ordinary Members of the Committee:
  - a) Shall be made on the form prescribed by the Committee and circulated to members at least one month prior to the election, signed by two members of the Club and made with the approval of the candidate (which may be an endorsement on the form of nomination or verbally given to the Secretary by the candidate); and
  - b) Shall be delivered to the Secretary of the Club not less than seven days before the date fixed for the holding of the Annual General Meeting.
2. If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated, shall be deemed to be elected and further nominations shall be received at the Annual general meeting.
3. 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.

4. If the number of nominations exceeds the number of vacancies to be filled, the election of Office bearers shall be preferential secret ballot, conducted in the following manner:
  - a. Separate elections will be held for each position on the Committee following the order prescribed in Rule 22.
  - b. Members nominated for the position of President or secretary, but not elected to those positions will automatically become nominated for the position of Vice-President and Treasurer respectively, unless the candidate shall advise that he is unwilling to do so.
  - c. Members nominated for, but not elected to the position of ordinary member on Committee, unless the candidate shall advise that he is unwilling to do so.

#### **24. VACANCY OF COMMITTEE MEMBERSHIP**

For the purpose of these Rules, the Officer of the Club or of an Ordinary Member on the Committee becomes vacant if the Officers or member:

- a) Ceases to be a member of the Club
- b) Becomes an insolvent under the administration within the meaning of the Companies (Victoria) Code;
- c) Is directly or indirectly interested in any contract or proposed contract with the Club;
- d) Resigns his office by notice in writing given to the Secretary.

#### **25. PROCEDURE OF COMMITTEE**

1. The Committee shall meet at least three times in each year at such place and such times as the Committee may determine.
2. Special Meetings of the Committee may be convened by the President or by any seven of the members of the Committee.
3. Notice shall be given to members of the Committee of any Special Meeting specifying the general nature of the business to be transacted and no other business shall be transacted at such a meeting.
4. Any seven members of the Committee constitute a quorum for the transaction of a meeting of the Committee.
5. No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present the meeting shall stand adjourned to the same place and at the same hour of the same day following week unless the meeting was a special meeting in which case it lapses.
6. At a meeting of the Committee:
  - a) The President or in his absence the Vice-President shall preside; or
  - b) If the President and the Vice-President are absent, such one of the remaining members of the Committee, as may be chosen by the members present, shall preside.
7. 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.

8. 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 and, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
9. Subject to sub-clause (4) the Committee may act notwithstanding any vacancy on the Committee.

## **26. DUTIES OF SECRETARY**

The Secretary of the Club shall keep minutes of the resolutions and proceedings of each General Meeting and each Committee Meeting in the books provided for that purpose together with a record of the names of the persons present at Committee Meetings. Collect any proxy's on the prescribed form prior to commencement of any meetings.

## **27. DUTIES OF TREASURER**

1. The Treasurer Of the Club:
  - a) Shall collect and receive all monies due to the Club and make all payments authorised by the Club; and
  - b) Shall keep correct accounts and books showing the financial affairs of the Club with full details of all receipts and expenditures connected with the activities of the Club;
  - c) Shall cause the books and accounts to be subjected to an annual audit, and the auditor's report presented to the Club.
2. The accounts and books referred to in sub-clause (1) shall be available for inspection of members.

## **Page 10. As at 29 July 2003**

## **28. REMOVAL OF COMMITTEE MEMBER**

1. The Club in General Meeting may by resolution remove any member of the Committee before the expiration of his term of office and appoint another member in his stead to hold office until the expiration of the term of the first mentioned member.
2. Where the member to whom a proposed resolution referred to in sub-clause 91) makes representations in writing to the Secretary or President of the Club (not exceeding a reasonable length) and request that they be notified to the members of the Club, the Secretary or the President may send a copy of the representation to each member of the Club or, if they are not sent, the member may require that they be read out at the meeting.

## **29. CHEQUES ETC**

All cheques, draft, bill of exchange, promissory notes and other negotiable instruments shall be signed by any two Officers of the (officers of the) Club as per Rule 22.1.

## **30. COMMON SEAL**

1. The Common Seal of the Club shall be kept in the custody of the Secretary.
2. The Common Seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal shall be attested by the signatures either of two members of the Committee or of one member of the Committee and the Public Officer of the Association.

### **31. ALTERATION OF THE RULES AND STATEMENT OF PURPOSES**

These Rules and the Statements of Purposes of the Club shall not be altered except in accordance with the Act.

### **32. NOTICES**

1. A notice may be served by or on behalf of the Club upon any member either personally or by sending it by post to the member at his address shown in the Register of Members.
2. Where a document is properly addressed pre-paid and posted to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post.

### **33. DISPOSAL OF ASSETS**

1. In the event of the winding up or the cancellation of the incorporation of the Club, the assets of the Club, after the satisfaction of all debts and liabilities, shall be given or transferred to some registered Charity or to an Association or Club whose Statement of Purpose of Association or Constitution shall prohibit the distribution of its income or property among its members.
2. Determination of which Institution or Clubs the assets of the Club shall be distributed amongst shall be made by the members of the Club at or before the time of dissolution and in default by the Register of Association in accordance with these Rules.

### **34. CUSTODY OF BOOKS**

Except as otherwise provided in these Rules, the Secretary shall keep in his custody or under his control all books, documents and securities of the Club.

### **35. SOURCE OF FUNDS**

The funds of the Association shall be derived from the entrance fees, annual subscriptions, donations and such other sources as the Committee determines.

### **Page 11. As at 29 July 2003**

## **DRIVELINE GEELONG (INC) KNOWN AS THE "GEELONG FOUR WHEEL DRIVE CLUB" BY-LAWS**

### **1. RIGHTS AND OBLIGATIONS OF MEMBERS.**

- a) All members shall be entitled to display on their vehicles a Club badge indicating their membership. These badges must be removed from vehicles when the membership ceases.
- b) One copy of each issue of the official Club magazine will be distributed for each annual subscription paid.
- c) No member of the Club shall undertake any obligation or make any statement on behalf of the Club without prior authorization of the Club.
- d) All applicants for membership of the Club (with the exception of Victorian country and interstate applicants) will be expected to attend at least one Club meeting or event prior to their application being received. The Committee will have authority to waive this requirement where the applicant can show that personal hardship would result.
- e) All new members to the Club are required to attend one day Easy Trip before being eligible

to participate in a Club medium or hard standard four wheel drive trip. This requirement may be waived at the discretion of the Trip Leader in particular circumstances.

- f) All proposed trips to be reported to the Trip Co-ordinator to enable the trip to be listed on Club calendar and to be sanctioned as an official Club Trip.
- g) At Club events, members will obey instructions and signs of the Trip Leader.
- h) Eligibility of vehicles to participate in Club events shall be determined by the Trip Leader.
- i) When dogs are taken on Club events, they must be placed on a fixed leash at meals times, and must be placed on a leash at any other time when so requested by the Trip Leader.
- j) All fire regulations that may be in force from time to time are to be obeyed. The regulations governing the location and clearing for campfires are to be observed at all times. No campfires are to be left unattended and must be extinguished and buried prior to departing.
- k) Firearms are prohibited on all Club events unless prior permission has been obtained from the Trip Leader.
- l) Motorbikes of all types are prohibited on all Club events unless prior permission has been obtained from the Trip Leader.
- m) Before leaving a camp or meal site, members will clear the site of litter, carrying it out with them if there are no litter receptacles in the area. (Observe the carry-in carryout Rule). Leaving only your footprints.
- n) When in the bush and answering the call of nature, members are required to take and use a shovel and bury result so that it cannot be dug up by animals and be further than 100 meters from any stream.
- o) The speed limit at campsites is to be kept to a walking pace, being alert at all times for children.
- p) The minimum requirements for a vehicle participating in Club trips are, First Aid Kit (basic), an in-vehicle Fire Extinguisher, a Two-Way radio (preferably UHF) and securely mounted (front and rear) tow points.
- q) Life Membership requirements. 15 years of continuous membership, ongoing and outstanding service as a Full Member to the Club. The member may be nominated by the Committee and ratified by a vote of the Club membership at the Annual General Meeting. The nomination must be accompanied with a written resume stating the reasons for the nomination and a brief outline of the member's history and service with the Club (for publication in the Club magazine).
- r) Members disagreeing with any decision or direction made by the Trip Leader may bring the matter before the Committee in a written form. The Committee must deal with the matter as soon as possible and collect all relevant information to resolve the matter.

## **2. CONVOY PROCEDURE**

Only the Trip Leader is authorised to temporarily suspend any By-Law.

- a) The Trip Leader has charge of the event and travel in leading vehicle at the head of the convoy.
- b) The Trip Leader will choose an experienced driver with a reliable vehicle to travel as last vehicle at the tail of the convoy. This driver and vehicle are referred to as "Tail End Charlie".
- c) The Trip Leader will determine the starting order of the vehicles in the convoy. These vehicles are referred to as the convoy body and will remain in starting order subject to "d".

- d) At any turn off or intersection at to which doubt may exist as to the correct direction to proceed, the Trip Leader will have the leading vehicle in the convoy body park in such a manner as to indicate the correct direction for the convoy to proceed. This vehicle, when parked, is referred to the duty vehicle and its driver as a duty driver. The duty vehicle rejoins the convoy immediately in front of "Tail End Charlie".
- e) A similar procedure is used when hazards and closed gates are encountered. At a hazard the Trip Leader will have a duty vehicle park each side of the hazard. The two duty drivers will make sure that each vehicle is safely across before the next vehicle starts to negotiate the hazard. The last vehicle to cross the hazard is "Tail End Charlie". At a closed gate the duty driver attends the gate while the convoy passes through and closes the gate behind "Tail End Charlie". At no time is the gate to be left open and unattended. When an open gate is encountered, the convoy proceeds through without stopping.

### **Page 12. As at 29 July 2003**

- f) It is the responsibility of every driver to regularly check the whereabouts and well being of the vehicle immediately following.
- g) When travelling on the highways the convoy will spread out to give other road users plenty of room to manoeuvre
- h) Persons leaving the convoy must notify the Trip Leader and "Tail End Charlie" and give details of intentions.
- i) At the completion of a Club event. The Trip Leader will obtain two volunteer drivers who will depart for home after all other members. These two rearguard vehicles will travel together and assist other members and each other in case of breakdowns, etc.

### **3. CLUB PERSON OF THE YEAR**

Points are for participating and leading authorised Club trips and activities throughout the year. The Trip coordinator allocates these points, and the awards announced at the Annual Presentation Dinner.

Points are allocated for;

Gazetted Club Trips or Activities that are advertised in the Club magazine and/or recorded in the Club minutes.  
**N.B.** *"Spur of the moment trips, which members may run from time to time are not eligible for points allocation."*  
 Points are allocated on the basis of one point per member per day for the duration of the trip or activity to a maximum of seven points for any one trip or activity.

The Trip Leader or Activity Organiser will receive two additional points per trip or activity and an official "Tail End Charlie" will receive one additional point.

Members participating in extended trips are eligible for the maximum of seven points where the duration of the trip is seven days or more.

An extended trip, to qualify as an official trip, must have a minimum of three vehicles participating.

One additional point per trip or activity will be awarded to any member participating in an official trip or activity, who submits a written report on the trip or activity to the Editor for publication in the Club magazine.

The committee may on special circumstances award points to any member that has organised or performed some outstanding service to the Club.

#### **A trip activity shall be defined as: -**

- A planned trip or activity with a defined leader;
- An activity organized by the Club;

Being conducted under the by-laws of the Club;  
Being advertised in the Club magazine or at a Club meeting; and  
Having a minimum of three vehicles participating.

Conditions for allocation of points: -

It is the responsibility of the leader to Notify the Trip Coordinator in writing as to the participants of the trip and its duration; and

Where the Trip leader DOES NOT notify the Trip Coordinator or a written report IS NOT SUBMITTED to the Editor for publication, no points will be awarded for the trip or activity for any participants.

*The word member, where used, refers to a member being financial for the year in which the trip or activity is held.*

### **Page 13. As at 29 July 2003**

#### **The President**

The President is to:

- a) In conjunction with the Committee, ensure the operation and activities of the Club are in accordance with the Club's "Purposes and Rules of Association".
- b) Preside as Chairperson at each General Meeting and Committee Meetings.
- c) Oversee the activities of the Club and Committees.

#### **The Vice President**

The Vice President is to:

- a) Assist the President with his/hers duties.
- b) Preside as Chairperson at General Meetings or Committee Meetings in the absence of the President.
- c) To ensure the Club is represented at Victorian Association of Four Wheel Drive Clubs (Inc) meetings.
- d) To assist the Treasurer as required at meetings and other duties when Treasurer is unable.
- e) To oversee the Property Officer or do the duties of the Property Officer.

#### **The Secretary**

The Secretary is to:

- a) Keep minutes of the resolutions and proceedings of each General Meeting.
- b) Keep a record of the names of persons present at Committee meetings.
- c) Keep, in custody or under control, all books, documents and securities of the Club.
- d) Keep and maintain a register of members in which shall be entered the full name, address, the category of membership and the date of entry of the name of each member.
- e) Cause to be sent to each member of the club at the address appearing in the register of members, a notice by pre-paid post stating the place, date and time of the meeting.

- f) Open the Club's mailbox, and attend to matters arising from the mail received.
- g) Collect any proxy's on the prescribed form prior to commencement of any meetings.
- h) Keep the Common Seal of the Club in secure custody.

### **The Assistant Secretary**

The Assistant Secretary is to:

- a) Assist the Secretary with his/her duties.
- b) Coordinate Guest Speakers, displays or other forms of interest items at General/Special Meetings.
- c) Keep the notice boards, photo boards and other visual displays updated in the Clubrooms.

### **The Treasurer**

The Treasurer of the Club is to:

- a) Collect and receive all monies due to the Club.
- b) Make all payments authorised by the Club.
- c) Keep correct accounts and books showing the financial affairs of the Club with full details receipts and expenditure connected to the activities of the Club.
- d) Prepare as statements of the Club's financial affairs for presentations to each General Meeting.
- e) Cause the books and accounts to be subjected to an annual audit, and the auditors' report presented to the Club.

### **The Ordinary Members of the Committee**

The Ordinary Members of the Committee are to:

- a) Assist the Office bearers of the Club with their duties.
- b) When requested by the Committee, ensure that the Committee, or members prepare proposals and resolution papers for consideration.
- c) Oversee Sub-Committees as required.
- d) Undertake the duties of a sub-committee as and when required, by either assisting the sub-committee or performing the role themselves.

It's the task of all Committee members to make themselves aware of the wants and requirements of the Club and ensure that all members of the Club are listened to and issues dealt with promptly. The Club does not exist without members.

All Committee members are to assist the editor in the production of the Club magazine.

## **Page 14. As at 29 July 2003**

It was deemed prudent by the Committee that the positions of a) editor, b) Trip Coordinator, and c) Public relations officer/V.A.F.W.D.C. Delegate be held by Ordinary members of the Committee to ensure that these roles are more closely coordinated. The remaining Ordinary Member of the Committee would be available to fill any position the Committee feels necessary.

### **Duties and responsibilities of Sub-Committees.**

**Any of these positions may be filled by any member of the Club or Committee and are an important component of the Club as they reflect the core business of the Club. These positions are arguably more important than the Committee of Management as they are what the Club is all about.**

#### **The Editor**

The Editor is to:

- a) Receive all information to be published in the Club's magazine prior to, or at each General Meeting.
- b) Edit all material for publication.
- c) Arrange for the typing of all material to be included in the magazine.
- d) Arrange for the layout for each issue of the magazine.
- e) Encourage all members to contribute material for publication in the magazine.

#### **The Assistant Editor**

The Assistant Editor is to:

- a) Assist the Editor in producing the Club magazine.
- b) Assist in collecting articles and reports.
- c) Ensure that all members receive a copy of the magazine, as well as distributing complementary copies to other Clubs, guests and visitors as required.

#### **Public Relations Officer**

The Public Relations Officer is to:

- a) Ensure the Club is reported favourably and correctly in the media.
- b) Inform the public of events of the Club that are open to the public to attend.
- c) Liaise with Government departments that affect the activities of the Club and assist Government departments with activities (cleanups and track reports etc).
- d) Obtain and keep available list of track closures.
- e) Establish and maintain a corporate image.

#### **V.A.F.W.D.C. Delegate**

The Club V.A.F.W.D.C. Delegates are to:

- a) Attend meetings of the Victoria Association of Four Wheel Drive Clubs (Inc) representing the Geelong Four Wheel Drive Club.
- b) Provide written and verbal reports to the Club on VAFWDC meetings.
- c) Advise the Committee on sensitive issues facing the four-wheel-drive fraternity.

#### **Trip Coordinator**

The Trip Coordinator is to:

- a) Seek opinions of Club members on desirable Club trips.
- b) Encourage members to run trips.
- c) List dates of proposed trips on the trip board and magazine.
- d) Supply trip leaders with all relevant details of trip participants.
- e) Ensure trip reports are passed on to the editor and verbal reports are available at meetings.
- f) Keep records for Club person of the Year as per By-Laws.
- g) Monitor trips for safety, behaviour, quality and whether it confirms to the Club's Statement of Purposes.

#### **Special Events Officer.**

The special Events Officer is to:

- a) Arrange and organize one or more club events per year that may or may not involve other members of the VAFWDC or the public.
- b) Enlist and form a Sub-Committee to enable an event to be managed.
- c) Report the activities of the Sub-Committee and the requirements (materials and/or financial) to the Committee of management.

#### **Page 15. As at 29July 2003**

#### **Property Officer**

The Property Officer is to:

- a) Manage the Club's property, and store and issue equipment the Club may have for the use of members.
- b) Ensure that all Club equipment is in good working order.
- c) Ensure maintenance of buildings and attend management meetings related to the Clubrooms.
- d) Keep and maintain a record of all equipment. Reporting from time to time of the condition and further requirement of equipment.

## Catering Officer

The Catering Officer is to:

- a) Ensure supplies of refreshments are available at meetings.
- b) In consultation with the Property Officer, ensure the cleaning of the Clubrooms and maintenance there of.

## Training Officers

This Sub-Committee has the primary responsibility for providing the opportunity for members to experience four wheel driving.

To achieve this, activities will include 4WD driving, recovery, convoy, procedure, navigation exercises, bush camping and vehicle checking and preparation to improve the member's mechanical appreciation of their vehicles capability.

### a) 4WD Driving

Items such as vehicle safety, 'reading' tracks, river crossings, maintaining traction, use of diff. lock, high and low range, etc.

### b) Recovery.

Safety awareness, use of winches, slings, snatchems straps, shackles, hi-lift jacks and snatch blocks.

### c) Convoy Procedure.

Instruction and practice in the Cub convoy procedure.

### d) Navigation.

In addition to map reading, to be generally able to find your ones by observation of such things as ridges, valleys, stream flow, etc.

### e) Basic camping and Bushcraft.

The education of members in such things as fire-lighting, obtaining dry wood, selection of camp sites, hygiene and the effects of weather changes on tracks, campsites and humans.

### f) Vehicle Preparation

Advice on setting up vehicle for weekend trips or extended outback tours; necessary spares; accessories and modifications.

### g) Mechanical Appreciation

Understanding in general terms the mechanical features of four wheel drive vehicles, use of tools to perform straight forward tasks such as changing fan belts, wheels and tyres; replacement of such things as radiator hoses and filters; the importance of checking oil level and tyre pressures.

Other Sub-Committee positions that may be useful or occur from time to time are:

Purchasing and Sales	(T-shirts, caps, stubby holders, etc)
Editorial Team	(To assist the Editor.)
Public Displays	(To coordinate a display or 4wd stand.)
Christmas Committee	(To arrange Christmas event.)
Awards Night	(To arrange awards night.)
Social Director	(To arrange social outings for members.)

**Page 16. As at 29 July 2003**

**NOTES FOR TRIP LEADERS**  
**GUIDANCE AND RESPONSIBILITIES**

Trips are a very prominent part of the Club's activities. Any therefore a little planning will greatly enhance a trip. The following points are intended as a guide for running of a successful trip:

1. Check with the trip Coordinator for a suitable date to run the trip.
2. Brief details of the trip should be given to the editor for publication in the Club magazine at least one month prior to the event.

These should include the following: -

- a) Date, starting time and place.
- b) Meeting place for participants at commencement of trip.
- c) Trip standard, easy, medium, hard.
- d) Whether surveyed or unsurveyed.
- e) Total distance of round trip expected.
- f) Last refuelling station and expected distance to next refuelling station.
- g) Itinerary.
- h) Maps to be used.
- i) Campsites (if appropriate).
- j) How much and what food and water to carry. (Whether water is available at campsites or en-route).
- k) What clothing to wear and carry.
- l) Any special equipment to carry.
- m) Convoy limit.
- n) Trip Leader/s and contact number/s.

3. Trip classification:

Easy.                    2wd roads and tracks. Could be some high range 4wd.

Medium. Some 4wd in both high and low range. It is considered that no vehicles will need assistance on any section or hazard. Recovery equipment should be carried in case of adverse weather.

Hard. Much 4wd especially in low range. It is considered that some vehicles will need assistance on some sections or hazards. Chains and other recovery gear such as winches, solid tow slings, snatchem straps and shackles if owned must be carried.

4. If possible a survey should be made of the trip route to check on track conditions and closures, availability of campsites and to search out points of interest. For extended or interstate trips this is not always possible and thus a lot more research is required.
5. The By-Laws shall be used as the basis for running trips and trip leaders and participants shall be aware of these By-Laws.
6. The Trip Leader should check with the local authorities of the areas to be traversed for conditions of tracks, closures and fire hazards, e.g. Department of Natural resources, National Parks and Aboriginal Groups.
7. Each vehicle should be provided with a list of participants and passengers, in convoy order with registration numbers, CB call sign, type of vehicle and whether the vehicle is carrying any special equipment, e.g. first Aid Kit, RFDS radio, etc.
8. At the commencement of the trip, the Leader should select a vehicle to act as 'Tail End Charlie', trip photographer, and verbal and written trip reporters.
9. Consider the experience of the trip participants and provide guidance on negotiating difficult sections, where necessary.
10. It is essential that the trip Leader keep the participants well informed of his intentions throughout the trip to avoid any confusion and to allow them to plan catering requirements for the day. Drivers should be briefed the night before of the following day's/days' itinerary and requirements. This briefing should cover: - stopping times; location of next campsite; duration of stay; facilities available; and whether fuel and food obtainable en-route.

### **Page 17. As at 29 July 2003**

11. Campsites should be selected early enough to enable participants to set up their tents, to cook in daylight hours and to give everyone an opportunity to socialize around the communal campfire. If the trip is running behind schedule consideration should be given to the selection of an alternate campsite, rather than risk arriving at the intended camp after dark.
12. Consideration should be given to passengers when long periods of driving are anticipated. Allowance should be made for sufficient tea and comfort stops. Children become restless and need to stretch their legs periodically.
13. Report back to the Committee any undesirable or discreditable behaviour of any trip participants.
14. Above all the Trip Leader should be sensitive to the needs and expectations of the participants. He should be aware of his responsibility for the safety and well being of the convoy and for the reputation of the Club.

### **Trip Reports.**

Both verbal and written reports should be made on Club trips and events.

### **Verbal reports.**

These should be made at the meeting after the trip or event. They should be brief – maximum of three minutes, and should include: -

- a) The number of vehicle or people;
- b) The area of the trip
- c) The highlights, amusing incidents, etc, and
- d) Any problems encountered.

On no account should this report be given day-to-day, or track-by-track basis. It needs to be of interest to members present at the meeting who were not on the trip and are therefore unfamiliar with names of tracks, etc.

### **Written reports.**

These reports are for publication in the Club magazine and should be of interest to current readers of the magazine and a useful resource for members wishing to run trips in the same area in the future.

The report should include: -

- a) The number of vehicles, giving names of occupants
- b) Detailed outline of the roads and tracks used and the distances covered
- c) Campsites used
- d) The highlights, sites visited of interest
- e) The weather conditions, and
- f) Difficulties encountered.

This report could be given on a daily basis to include the above details. On no account should activities, which could be seen as damaging to the environment, be highlighted, as these tend to be misinterpreted by some readers. Always ensure correct spelling of person's names and place names. The written report should be forwarded to the trip Leader for checking prior to submission to the Editor for inclusion in the next magazine.

### **Club CB Radios**

The excepted Club CB radio is currently an AM (27MHz) radio, using channel 6 for all communications.

As of 1<sup>st</sup> January 2001 the Club is switching to a UHF (476MHz) radio, using channel 12, to conform with the trend to UHF by most other VAFWDC Club members, and also to improve the sound quality offered by these radios. Both radios are being used at present and both will be used in the near future to allow all members time to purchase and install new radios.

Generally this Club does not use "call signs" as such, but uses the driver's name instead. This works quite well unless there's several people with the same name, then usually an alternative naturally presents itself.

During trips, idle chatter between vehicles is generally not a problem and does add to the enjoyment of a trip. Unless a single operator dominates air-time (this should be discouraged). Naturally, recovery operations, convoy instructions, emergency transmissions, etc will take priority over any other message.

**Page 18. As at 29 July 2003**

At the beginning of trips and each day of a trip the Trip Leader will call for a radio check just before the convoy moves off, each vehicle in turn should respond to the radio check with Tail End Charlie responding last. This gives the Trip Leader the opportunity to remedy any radio problems.

**Club Equipment.**

The Club has the following equipment available for the use by members at Club events, on Club trips or on recovery of members' vehicles. The loan of the equipment may be obtained from the Property Officer.

- a) Hand Winch
- b) Snatchem straps
- c) BBQ
- d) First Aid Kit

Borrowed equipment should be returned in the same condition as it was delivered.

The Clubrooms may be used by seeking permission from the Committee. The Committee may ask for a bond or surety for the use of the rooms.

