



National Pajero 4x4 Club of Australia Inc. Constitution

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The name of the Club shall be the National Pajero 4x4 Club of Australia Inc. referred to in this constitution as the "Club".

Objective: - To promote and enjoy Four Wheel Driving in a responsible manner with minimal impact on the environment.

1. Members and Visitors: -

- a) Membership of the Club is defined as a single individual (who may be accompanied by family or friends), and have been accepted as, a financial member of the Club.
- b) A financial membership is entitled to a single vote only. Should, for instance, a couple request two votes, two memberships will be required to be submitted, approved and paid.
- c) A single membership entitles the individual, use of a single vehicle on any particular Club trip.
- d) A visitor to the Club is a single person or an immediate family member who has been invited by a Club member to attend a Club event.
- e) The visitor may attend any three Club events that have been advertised on the Club's Facebook Page or Website, as a visitor, before making a decision to apply to become a member of the Club. Attendance at those events will require the visitor to sign an insurance waiver form.
- f) A copy of the Club Constitution and By-Laws will be made available to the prospective member to read and agree to be bound by them whilst a member.

2. Membership: -

- a) The membership fee (see section 3) is to be paid in full before the rights and privileges of membership are extended to the new member.
- b) Club members will be given a membership number which remains theirs for the duration of their membership.
- c) Renewal reminders will be automatically emailed to the member 30, 14 and 7 days before the expiry date of the membership. An expiration email will also be sent on the day of expiry.
- d) The member will have thirty days to renew their membership. If the member renews within the thirty day grace period, the renewal price will apply. If the member attempts to renew after the thirty day grace period, they will be required to submit a new application, and the Initial Membership application fee will be applied.
- e) If a renewal is processed after expiry, but within the thirty day grace period, the member's expiry date will not change; the payment will cover the period that the member was expired and up until the date and month of the member's anniversary.

3. Membership Fee: -

- a) Membership year will commence on the day payment is received by the treasurer and will be noted in the members registrar by the Secretary. (Duration of 12 months)
- b) May be reviewed by the Executive Board at any given time.
- c) Those members who have not paid their annual membership fee will not be able to exercise their right to vote as a member at the Annual General Meeting or Special General Meeting.

4. Expulsion of a member: -

- a) If it is brought to the Club's attention that a member has not been acting in the interests of the Club or its objectives (as outlined above), then the following action will be taken:
 - i. The matter is brought to the attention of the Executive Board, who will form a committee to investigate the matter.
 - ii. Either the President or a nominated committee member is to have a "counselling session" with the member/s involved to discuss the issue in an attempt to resolve the issue.
 - iii. The committee, after investigation, shall report to the members at the next General Meeting and put forward their recommendation for action if required.
- b) The member has right of address at the meeting at which the recommendation from the committee is considered by members for further action.
- c) If in the event that expulsion is recommended and is passed by majority vote of committee members, then the President shall inform the member by letter, of the Club's decision and the date of effect.
- d) Should a member be expelled from the Club we will ask the individual involved to remove any Club stickers and return any Club-related merchandise or property in their possession. Any remaining monetary portion of the membership will be forfeited.
- e) Members who are expelled are not entitled to attend future club events in any capacity, including as a visitor.

5. Office Bearers, Executive and General: -

- a) The Office Bearers of the Club will present all matters for members' decision by vote at General Meetings.
- b) The Executive Board will consist of President, Secretary, Treasurer and Public Officer.
- c) The General Board will consist of all Head State Representatives and Club Officers.
- d) A Committee may be formed as required to address specific issues that arise within the Club, comprised of the Executive Board and 2 General Board members. (6 in total)
- e) Minimum quorum for conducting Club business at all meetings will require at least 2 Executive Board members and 2 General Board members to be present.
- f) The Executive Board and General Board are to attend the majority of Club meetings.
- g) The Office Bearers of the Club shall be:

President

- a) It is the responsibility of the President to chair all general meetings and other meetings that are so called.
- b) The President shall present a report to the members of the Club at the Annual General Meeting.
- c) The President will be responsible for the general day-to-day operations of the Club and assist in the future directions of the Club.
- d) Represent the Club in a professional manner at any other events that he/she may need to attend.

Secretary

- a) Keep record of current financial members and their details.
- b) Shall minute all meetings and document them according to the template, so as a true and accurate record is kept of all proceedings.
- c) The Secretary will assist in the general day to day operations of the Club.
- d) Collect and respond to correspondence (excluding financial correspondence) in and out and take care of applications from prospective members.
- e) Check the Post Office box on a weekly basis.

Treasurer

- a) The Treasurer shall keep a true and accurate record of all financial transactions for the Club.
- b) The Treasurer shall present an up to date financial report at each General Meeting of the preceding month and present a financial statement for the year just ended at the Annual General Meeting.
- c) The Treasurer shall collect and receipt all monies received by/due to the Club. Overdue monies shall be brought to the attention of the committee.
- d) The Treasurer shall maintain an asset register which is to be audited bi-annually by the Public Officer.
- e) Upon request, the Treasurer shall provide written evidence or access, to any Executive Board Member, of the current Club Financial status, within a timely manner.

Public Officer

- a) The responsibility of the Public Officer is to ensure that the Club is meeting all its legal and financial requirements as per the Constitution and Club Aims.
- b) The Public Officer has the power to veto any Executive Board decision, if it is does not fall within the Club's Constitution.
- c) The Public Officer is required to chair the AGM at the end of the year.
- d) The Public Officer shall, with the Treasurer, conduct a bi-annual audit of the Club's asset register.

Executive Board

- a) The Executive Board will be voted on at each AGM by all financial members, except in the first year of Club inception, of which this period shall be of no less than 18 months.
- b) Nominations for Executive positions should be received no later than 28 days prior to the AGM.

General Board Members

- a) General Board Members' main duties will be the organising of a minimum of 2 State based meetings/Club runs per calendar year and to assist in policy, and any other relevant issues that may need addressing at any given time including, but not limited to, nominating for Executive Board positions.
- b) The General Board Members are voted upon and approved after review from the Executive Board.
- c) General Board Members may assist the Executive Board in the general day-to-day operations of the Club.

7. Meetings: -

- a) The Club shall hold a General Meeting once a month via electronic means. This may be changed only by Executive Board with 24 hours notice due to special circumstances.
- b) At the end of the calendar year, following the General Meeting, an Annual General Meeting shall be held for the purpose of electing office bearers.

8. Annual & Special General Meetings: -

- a) The Club's Annual General Meeting will be held in December each calendar year.
- b) The AGM is to be advertised at least 28 days before the date fixed for holding a general meeting, specifying the date and time for holding the meeting; and the nature of the business to be transacted at the meeting.
- c) A special General Meeting can be called by either the Executive Board or by a minimum of 10 financial members or 25% of the member base, whichever is greater, with 14 days notice.

- d) Nominations for Office Bearers are to be conducted in the following manner:
- i. All financial members are entitled to nominate themselves for a position on the Board, or nominate another financial member (with their permission).
 - ii. All financial members are then entitled to vote for one of those members nominated for a committee position.
 - iii. All nominations are to be sent to the Public Officer and are to be kept in confidence.
 - iv. If there are no nominations for a position it may be opened to the floor at the meeting for present members to nominate for a vacant position on the committee. If no nominations are forthcoming, then the Executive Board will continue until the next AGM.
 - v. Nomination of nominees for the committee are to be:-
 1. Made in writing or via electronic means supported by another member of the Club and accompanied by the consent of the candidate (which may be endorsed on the nomination) and:
 2. Delivered to the Public Officer of the Club, at least 28 days before the date of the Annual General Meeting.
 3. A list of positions nominees will be posted via electronic means at least 7 days before the AGM.
 4. Nominators are to remain confidential.
 5. Nominations will be open for a period of 14 days, from the General Meeting prior to the AGM.

9. Voting: -

- a) All nominations, and vote tallies will be managed by a member who is not currently, nor running, for a board position. This person will be responsible for announcing the results at the AGM.
- b) Voting for Executive Board positions will be open for a period of 24 hours, and scheduled as such that voting will close 60 minutes before the start of the AGM.
- c) All votes will be voiced via electronic means, at the discretion of the President.
- d) All decisions made at monthly meetings will be by majority vote, with the President having the casting vote in the event of equal votes.
- e) The General Board, State Representatives and other Administration positions are to be voted upon and approved at the full discretion of the Executive Board, after reviewing the applicants.
- f) Board members may vote by proxy by either written or electronic means. A proxy vote must be sent to the Committee including Public Officer (group message) and must be clearly from a current Board member.
- g) At Special General Meetings, all members are entitled to vote on specific items relating to modifications to the Club Constitution and By-Laws only.
- h) As per Section 1 b) only the person named on the membership card is entitled to vote. No other votes by association will be accepted.

10. Finance: -

- a) The Treasurer shall open an account at a financial institution as agreed to by the Club and shall operate a business account.
- b) All accounts for payment are to be approved by committee at a General Meeting.
- c) Any income, however derived, shall be applied solely towards the promotion and the aims of the Club.
- d) No portion therefore shall be paid or transferred directly or indirectly by dividend, bonus or otherwise to any Club member other than for direct out of pocket expenses incurred within the objectives of the Club.

- e) Member Subscription can either be paid by Credit Card, Cheque, Electronic Transfer or cash – If payment is made by electronic means, please advise the treasurer and the secretary by email.
- f) Accounts and Bills that the Club incurs can either be paid via Club cheque or electronically. If paid electronically, an email must be sent to the Executive Board confirming the payment.
- g) Reimbursement payments will only be made to members who can produce a receipt or other form of evidence or proof, acceptable to the Committee.

11. Property of the Club: -

- a) The property of the Club is to be applied solely towards the promotion and the objectives of the Club.
- b) No portion of the property of the Club is to be paid or transferred to any member of the Club.

12. Winding Up

- a) The affairs of the Club can go into recess or be wound up at a special meeting by a resolution of a 75% majority vote of the existing financial membership base.
- b) All outstanding accounts are to be settled.
- c) In the event of the Club being wound up, the Executive Board shall dispose of the Club's property by auction or tender with preference given to Club members. Proceeds of which will be distributed evenly amongst the members of the Club at the time of winding up.
- d) All accounts in the Club name are to be closed.
- e) If the Club is wound up –
 - i. every member of the Club; and
 - ii. Every person who, within the period of 12 months immediately preceding the commencement of winding up, was a member of the Club, is liable to contribute –
 - 1. To the assets of the Club for payment of the debts or liabilities of the Club
 - 2. For the costs, charges or expenses of winding up; and
 - 3. For the adjustment of the rights of the contributories among themselves.

Any liability outlined above is not to exceed \$1.00.

13. Audit of Accounts: -

- a) At the end of each financial year, the Committee will appoint a Chartered Accountant to oversee the Club's financials.
- b) The Committee and the Accountant are to examine the accounts of the Club each financial year.
- c) Upon receiving the Financial Report from the Accountant, is to confirm that an "Annual Return of Association" has been lodged with the Tax Department, including the associated fee, along with a copy of the minutes from the AGM and the Club accounts from that financial year.

14. Rule changes: -

- a) The Club's Executive Board may alter, rescind, or make new rules and By-Laws at an Annual General Meeting or Special General Meeting by conducting a majority vote to facilitate the conduct and administration of the Club.
- b) Proposed Rule changes must be posted on the web page no later than 7 days prior to the AGM or a SGM

15. Club Correspondence

- a) Any official Club document is to be sighted and approved by a member of the Executive Board prior to being sent out.
- b) ONLY official documents may use the Club letterhead.

16. Disclaimer: -

- a) None of the Office Bearers of the Executive Board, General Board or a Trip Leader, or any member of the Club shall be legally responsible in the event of any person dying or suffering injury, or financial loss while engaged in any of the activities of the Club, and no action shall lie against any one or more of them, nor against Club funds or property on account of negligence or otherwise of any one of them.

17. By-Laws: -

a) Vehicle Reliability

The Club recommends that each member/s (and visitors) are responsible for ensuring that their vehicle is in road worthy condition prior to any event, and have arrangements in place for assistance / recovery in the event the vehicle breaks down whilst in transit. It is recommended that each driver has their own FULL comprehensive insurance, rated recovery gear and fire extinguisher.

b) Convoy Procedure

The convoy procedure was devised to provide a means by which trips may be run with the maximum safety and minimum inconvenience. With large numbers and the nature of the terrain sometimes traversed, some delays are unavoidable but with the understanding and co-operation of those involved these will soon be overcome without detriment to the enjoyment of the trip.

- i. No vehicle in the convoy is to overtake the lead vehicle (unless directed to) as this vehicle sets the pace and knows the way. In the event of a breakdown, remain behind the stricken vehicle until the arrival of the last vehicle.
- ii. The lead vehicle shall stop at any turn-off or intersection at which doubt may exist as to the correct direction. It will wait for the following vehicle before moving off in the correct direction. Each vehicle will then likewise wait for the following vehicle before moving off. By this means all will follow the lead vehicle and a message can also be passed in both directions along the convoy. The last vehicle must be informed that it is last, before moving off from the start and he should ideally be as familiar with the route as the leader.
 1. It is also advised that this method should be employed when difficult parts of the track or obstacles are encountered; i.e. when arriving at an obstacle, stop, wait for the vehicle behind, then negotiate the obstacle and wait on the other side until the following vehicle is safely across before proceeding.
- iii. All gates are to be left as found.
- iv. When travelling in convoy, the distance between vehicles should not be less than six vehicle lengths. This allows other vehicles to pass safely on the highways etc. It is also a dangerous practice to travel too close behind the vehicle in front while driving on bush tracks.
- v. Fuel tanks must be filled and all provisions to be organised prior to the start of the trip. This avoids unnecessary stops en-route.
- vi. Prior to the start of the trip the organisers must arrange suitable rendezvous during the trip at which all vehicles must stop. These are to be based on either time or kilometres travelled. This means the convoy can be kept together, and refuelling may be arranged. Desirably rendezvous should be at places where fuel and other facilities for the convenience of members are available or at places of scenic or general interest.
- vii. Persons leaving the Club convoy to and from destinations must notify the trip leader and if possible give details of their intentions.
- viii. Trips will leave at the nominated time. No account will be taken for late comers.
- ix. Which vehicles can participate in trips is at the trip leader's discretion, depending on roadworthiness and trip severity.

c) Required vehicular equipment.

Minimum equipment in each vehicle will include: -

- i. A UHF C.B. radio in good working order.
- ii. A rated Snatch Strap.
- iii. A cable/strap damper suitable for use in recovery situations.
- iv. Approved tow points at front and back of each vehicle.
- v. An approved jack for each vehicle, including a jacking plate if needed.
- vi. A basic tool kit applicable to each vehicle.

d) Recommended Vehicular Equipment.

The Club recommends that its members carry the following items for their own safety and those around them:-

- i. A shovel
- ii. Toilet paper
- iii. An approved fire extinguisher.
- iv. Some type of roadside assistance (I.e. RACT Ultimate cover)
- v. Appropriate Tools & spare parts for the vehicle (e.g. suitable jack for tyre size)

e) Suitable use of Club Stickers

Club stickers are available to all new members. The Club committee reserves the right (by vote) to request a member remove any sticker or adornment, from their vehicle, that shall in any way bring the Club name or its members into disrepute.

f) General rules concerning Club trips or events.

- i. All attendees (members and visitors alike) are required to abide by the Club's constitution and bylaws.
- ii. No unofficial competitions or displays of four wheeling shall take place during Club trips without the permission of the organisers.
- iii. Club trip attendees are required to sign any paper work required to ensure that members on a trip are covered by the Club insurance. Visitors are required to sign the Insurance Waiver. All state and national road rules apply on all Club trips, including having a valid driver's licence.
- iv. All Emergency Services Instructions shall be obeyed at all times.
- v. Before breaking camp, members will clear the site of all litter and rubbish accumulated during their stay and remove it from the camp area.
- vi. When answering nature's call, members are expected to take a shovel and bury the result well away from any watercourses, swamps etc.
- vii. Drive very slowly within the camp area.
- viii. Keep to existing tracks if at all possible.
- ix. Responsible consumption of alcohol must be observed during all Club events. Drivers are not to exceed 0.05 as per the traffic act (0.00 for Learner and Probationary licence holders). The Club supports responsible consumption of alcohol i.e. a few drinks is OK; getting totally smashed is definitely not, and could result in a membership cancellation.
- x. Consumption of illicit drugs are strictly prohibited during all Club events. All drivers are expected to have no trace of illicit drugs in their system whilst attending Club events.
- xi. All minors must be under close adult or guardian supervision at all times, especially during recovery procedures.
- xii. All pets are to be on leads during Club events. All rules/regulations regarding entry of pets and pet littering are to be observed where stipulated.

NOTE:

Members would be well advised to keep this copy of the Constitution and By-Laws of the Club in a safe place. A good place to keep them may be in the vehicle, where you can refer to them whilst on a Club trip and so ensure that you, at least, will adhere to the rules of convoy procedure etc. The Club

constitution is available from the Club website or if you don't have access to the web, can be obtained from a committee member.