

## **Volkswagen Type 2 Owners Club Ltd**

### **Constitution and Rules**

#### **1. Name.**

- 1.1 The club shall be a limited company, known as the Volkswagen Type Two Owners Club (VWT2OC Ltd).
- 1.2 The club and its assets shall be administered and managed in accordance with the constitution and statutory and or regulatory legislation by the Management Team.



#### **1.3 Purpose:**

- a) To assist enthusiasts of all types of Volkswagen Type 2 Transporters.
- b) To provide information to all club members.
- c) To promote social activities, including rallies, camps, and other events.
- d) To provide an inclusive and respected club for the benefit of its members.

#### **2. Membership.**

##### **2.1 Eligibility.**

- a) Any owner or enthusiast of any Type 2 transporter may, on payment of the current fee, become a member for a period of 12 months. This fee is non-refundable.
- b) The partner of a member shall be entitled to the benefits of membership. Children of the paid club membership holder may attend club events when camping this entitles the use of one pitch Further pitches may be requested by cannot be guaranteed and are subject to rules of the event.
- c) Any member not renewing their membership within three months of expiry shall be deemed to have left the club.
- d) The Management Team shall retain the right to refuse or withdraw an individual's membership of the club. In this event, the individual shall be informed, and the reason given in writing within 15 working days. The individual will have the right to appeal and may submit supporting evidence with this. The appeal should be made in writing within 15 days of receiving the rejection letter. The Management Team will discuss the appeal at the next meeting; the individual may attend the defined meeting and put forward their case in person. They will be informed of the Management Team's final decision within 15 working days after this meeting.
- e) Members give permission for support of any charitable trust or organisation as elected at its AGM.
- f) Members are required to treat fellow members, management committee and those supporting the club with respect and to not bring the club into disrepute.

##### **2.2 Membership Fees**

Membership fees will be reviewed annually by the Management Team. Changes in the membership fees shall be presented at the AGM or SGM and voted for by those present at the meeting. Members would be informed in the next available magazine.

##### **2.3 Use of club supplied material by members.**

- a) Material supplied for use by the club may be used to promote the club in a variety of mediums including website, social media, or other methods
- b) Material will not be passed on or used for commercial gain without prior permission.
- c) Members accept that from time-to-time photographs, drawings, representations or references to members may be used to promote the club or associated events. This may include, but not limited to the club's website, social media, or other methods. Should at any time a member not give approved permission they can withdraw consent by writing to the clubs Social Media Manager and cc the company Chair.

### **3. Annual and Special General Meetings (AGM & SGM).**

#### **3.1 Frequency and Notice.**

- a) The Management Team will hold regular meetings each year, see point 5. A special meeting may be called at any time by the Chair or by any three members of the management team. All notices must be given in writing.
- b) The Management Team shall organise an AGM to be held approximately 12 months after the previous AGM, but not later than 30th September.
- c) An SGM may be called by the Management Team or following a receipt by the secretary of a request in writing by at least 25 members, stating a reason for such a meeting. This notice must be received by the secretary not less than 30 days before the proposed date of the meeting.
- d) Notice of an AGM or SGM shall be given to the members not less than 90 days before the date of the meeting. Nominations may be sought for vacant Management Team posts and sent to the Secretary prior to the AGM.
- e) The Management Team or any individual member may propose to an AGM or SGM any addition or amendment within this constitution. Notice of the proposal must be provided in writing to the secretary not less than 30 days before the date of the meeting. This notice must be in provided by the proposer and seconded also in writing, both of whom must be paid up and existing members of the club.
- f) Notice of a motion to change the club constitution rules shall be given to members in writing not less than 30 days before an AGM or SGM.
- g) The accidental omission to give notice of a meeting or the non-receipt of notice of a meeting by any member entitled to receive it, shall not invalidate the proceedings of an AGM or SGM
- h) All meetings will be confirmed in writing with details of attendees and apologies, as a minimum actions and decisions will be documented and available to members subject to written request.

#### **3.2 Quorum and Voting.**

- a) Members are required to show their membership card or confirm their membership number on entry to the AGM or SGM.
- b) The quorum of an AGM or SGM shall be 67% of the headcount of the Management Team, plus a minimum of 10 non-Management Team adult members.
- c) Each paid up or honorary member shall be entitled to one vote by show of hands on each motion put to the meeting.

#### **3.3 Election of the Management team.**

- a) Each member of the management team shall serve until they or a quorum at the AGM request that they step down, or another member wishes to be elected to the position held. This will be decided by a show of hands by those members present.

### **4. The Management Team.**

#### **4.1 The management team shall consist of members who will serve under the following titles:**

President

- a) Chair
- b) Company Secretary
- c) Treasurer
- d) Vice Chair
- e) Competition Manager
- f) Discounts Manager
- g) Events Manager
- h) Membership Secretary
- i) Magazine Editor

- j) Social Media Manager
- k) Marketing Manager
- l) Website Manager
- m) Assistant Discounts Manager
- n) Assistant Events Manager
- o) Assistant Magazine Editor
- p) Assistant Membership Secretary
- q) Assistant Treasurer
- r) Assistant Secretary, club administration

and

General Management Team

Event Support will be requested from both the management team and membership. Anyone fulfilling the Event Support roles at a club event, will also be bound by the rules of the club's constitution and accept that no voting rights are permitted in this role.

4.2 There may be up to 6 General Management Team members, plus events support

4.3 As circumstances dictate, certain posts may be combined or left vacant

4.4 One member may hold more than one Management Team post, or one Management Team post may be shared across multiple members.

4.5 President is an honour awarded at the Management Team's discretion.

- a) This is bestowed on a member who has worked for or will bring prestige to the VWT2OC.
- b) They will receive notes and documentation of meetings and will exist in an advisory capacity only.
- c) They do not have a vote.
- d) The length of this position shall be decided by the Management Team at the AGM or SGM.

4.6 The position of Chair should be held by a present Management Team member. If this is not available, then by a member who has been a continuous member of the VWT2OC for 5 years.

4.7 For the purpose of running the company, the secretary shall be known as the company secretary.

4.8 The Chair and Secretary shall be directors of the club.

4.9 If a management team post becomes vacant due to disqualification or resignation, the Management Team shall reserve the right to co-opt a VWT2OC member to that position.

4.10 The management team shall have the right to purchase for the club from the club funds any equipment, supplies or services required to carry out its duties or to further the purpose of the VWT2OC.

- a) Purchases and budget for events would be discussed and agreed by the management team, with the majority agreement. It is accepted that in exceptional circumstances costs may be incurred without prior agreement, these would only be reimbursed if evidence provided that these were incurred for the benefit of the club membership. All such actions would be recorded via the next management team meeting notes.
- b) Purchase receipts to be filed with the treasurer.

4.11 Annual reports of the management team.

- a) The Management Team shall present an annual report at the AGM.
- b) The treasurer shall submit an audited financial statement to be accepted by the membership at the AGM.

4.12 The management team will act with respect and integrity and fulfil their roles as per agreed job descriptions and will conduct themselves accordingly for the benefit of the club and its members.

4.13 The management team will actively seek feedback from its members, and whilst it is accepted that not all members will have the same views, should a member have a suggestion or a concern they should contact one of the management team. Escalations of complaints should be made in writing to the registered email as follows: [exec@vw2oc.co.uk](mailto:exec@vw2oc.co.uk).

## **5. Management Team Meetings.**

5.1 The Management Team shall hold a minimum of 3 meetings in a twelve month period (either physically or virtually) to conduct the business of the club.

5.2 The quorum of the Management Team shall be a minimum of 51% of the headcount of the Management Team membership.

5.3 At the first meeting following the AGM, the Management Team shall validate all roles and determine if any changes to job descriptions are required.

5.4 Management Team meetings shall be chaired by the Chair, or in the Chair's absence, by the Vice Chair.

5.5 Each member of the Management Team shall be entitled to one vote on each motion.

5.6 In the event of a voting tie, the Chair shall award the casting vote.

5.7 A member of the Management Team who fails to attend the Management Team meetings for three consecutive occasions, without sufficient reason, shall be deemed to have resigned from the Management Team.

5.8. Active members of the Management team may submit expenses for pre agreed face to face meetings, any such request must be made in writing to the Treasurer and expenses would be reimbursed based on HMRC rules at the time of the expense being occurred.

## **6. Dissolution of the VWT2OC.**

6.1 If the number of ordinary members of the club shall at any time fall below 25, or if at any time an AGM or SGM shall pass by a two thirds majority, cast a resolution of its intention to dissolve, the Management Team shall take immediate steps to convert into money all associated assets of the VWT2OC Ltd.

6.2 The Management Team retains power to postpone or delay the conversion of any particular asset of the VWT2OC Ltd, as agreed during a meeting of the Management Team.

6.3 Out of the proceeds of such conversion, the Management Team shall discharge all debts and liabilities of the club, including the expenses of such conversion, and any balance remaining shall be disposed of as agreed during an SGM and thereupon the VWT2OC Ltd shall for all purposes be dissolved.

6.4 If the VWT2OC has not, within 6 months after the date of the passing of a resolution to dissolve, resolved upon the disposition of any such balance, the same shall be divided equally between all persons who were members of the VWT2OC Ltd at the time of the resolution to dissolve.

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