

Model T Ford Club of South Africa CONSTITUTION

As revised and approved on 21 August 2021

1. NAME:

The name of the club shall be the 'Model T Ford Club of South Africa' or MTFCSA. Here after referred to in this document as 'the Club'.

The Club shall be a legal entity and persona in law having an existence distinct from its members and shall have all the powers, rights, and privileges, which are normally applicable to legal entities and shall be liable in law.

2. AIMS:

The aims of the MTFCSA are for Model T Ford Owners to:

- a. Drive and display their Model T Ford in view of the general public as often as possible.
- b. Encourage future generations to own, maintain, rebuild and enjoy the heritage that the Model T Ford represents.
- c. Organise workshops, garage days and other technical information events so as to disseminate the technical knowledge related to the Model T Ford.
- d. Encourage the expansion of the Model T Ford ownership fraternity.
- e. Share knowledge with, and give assistance to other Model T Ford owners.
- f. Develop and encourage fellowship amongst the Model T Ford owners.
- g. Organise and participate in an annual Club gathering and tour.
- h. Encourage participation by Model T Ford Owners and their families in all club activities.
- i. Contribute information and articles on an on-going basis to The Club newsletter and website as well as any electronic or social media.

3. MEMBERSHIP:

3.1 Qualifications:

Full membership shall be for any person who owns or shows interest in a Model T Ford.

Membership shall include the main member, spouse (or life partner), and children under the age of 18 years.

3.2 Membership application:

Prospective members shall be proposed for membership by an existing member and seconded by an existing member. Prospective members shall apply for membership by completing and submitting a membership application form. Such application form must be signed by both the proposing member and the seconding member. Such application must be accompanied by one year's annual membership fee irrespective of date of application. Payments for new membership received on or after 1 September will be regarded as payment for the following year as well.

3.3 Membership fees:

Annual membership fees shall be for the member's entire family, including children under the age of 18. Membership fees shall be adjusted by the national council as and when required.

3.4 Membership cards:

Membership cards shall include the Restricted Competition Licence (RCL) wording as prescribed by SAVVA on the back. Membership cards shall include the names and surnames of the main member, spouse (or life partner). In addition, all members are to be issued with indemnity cards, so as to align with the SAVVA regulations.

3.5 Cancellation of Membership

Any Members being over three months in arrears with their membership fees may be liable to have their membership either suspended or cancelled by the committee. Cancellation of a membership as a result of unpaid membership fees, shall however not result in the member be discharged from liability for any monies owed to the Club

3.6 Honorary Membership:

Any club member may be elected by the National Executive as an Honorary Member of the MTFCSA.

Any club member may propose any other club member in good standing with the club to be considered by the National Executive as an Honorary Member. This proposal must be accompanied by a thorough motivation.

Honorary Membership shall be lifelong and such members will be exempt from paying membership fees for a period of one year.

3.7 Members access to the Constitution:

The latest version of the constitution shall always be available on the club's website.

4. MEETINGS

Minutes shall be recorded at every committee or general meeting of the club. The Chairman of that meeting, or the following Chairman shall sign these minutes, which shall be conclusive evidence of the business transacted at the meeting

4.1 Annual General Meeting

An Annual General Meeting of the club shall be held every year no later than the 31st day of December of each calendar year. Twenty-One (21) calendar days' notice in writing by ordinary mail or any other electronic means or by advertisement shall be given prior to the date of the meeting. Accidental omission or failure to send a notice to a member shall not invalidate the proceedings at the meeting. Spouses, life partners shall not be entitled to receive separate notices or communications from the Club. The business to be conducted at the Annual General Meeting shall include, but not be limited to:

- a. To present and discuss the President's report on the affairs of The Club.
- b. To present and discuss the financial statements of the club.
- c. To elect a president, national executive members and officers.
- d. To consider and vote upon, with or without amendment any properly proposed resolution, amendments-to the constitution, or matters concerning the affairs of the club. Notice of any resolution to be proposed must be lodged with the

secretary at least 14 days before the meeting and any such notice shall be included in the agenda of the meeting.

4.2 Term of office:

The term of office of Club portfolio holders will be:

- a. National President - A two-year term but is eligible for re-election.
- b. Secretary – as for the president.
- c. Treasurer – as for the president.
- d. Webmaster - as for the president.
- e. Regional champions – as for president.

4.3 Special General Meeting:

A Special General Meeting may only be called by the National Executive.

The National Executive may also at their discretion, call a SGM on behalf of a member requesting a SGM in writing, signed by ten (10) Members of the Club.

A special General Meeting will only consider business related to the reason for which it is called, as notified to members.

Twenty-One (21) calendar days' notice in writing by ordinary mail or any other electronic means or by advertisement shall be given prior to the date of the meeting. Accidental omission or failure to send a notice to a member shall not invalidate the proceedings at the meeting. Spouses and life partners shall not be entitled to receive separate notices or communications from the Club

4.4 Quorum:

- a. The quorum for a general meeting shall be at least 20% of the paid-up members.
- b. Should there be no quorum at a general meeting, a second meeting shall be called, for which seven (7) days' notice shall be given. Those members then present shall form a quorum.

4.5 Voting:

Each paid-up member and spouse or life partner (including honorary members) shall have one vote each at any Annual General Meeting or Special General Meeting. Voting for National Executive portfolios shall be by secret ballot which may be cast by either ballot forms or by the use of an electronic or internet-based voting system. Voting for any other resolution may be by a show of hand. The Chairman of the meeting will have the casting vote in the event of a tie.

Members that cannot attend a meeting, whether real or virtual, may vote by Proxy. A Proxy signed must be submitted to the Secretary prior to the commencement of the meeting. Before any voting takes place, the Chairman shall establish the voting strength of the meeting and make it known to the meeting.

4.6 Majorities:

Resolutions concerning amendments to the constitution shall require a two-thirds majority of those members present to be passed. Other resolutions shall require a simple majority of members only.

5. NATIONAL EXECUTIVE

5.1 Definition:

The management and control of the Club shall rest in the National Executive who shall be elected at the Annual General Meeting. The National Executive shall consist of a minimum of four members and a maximum of eleven members. The National Executive shall consist of the following portfolios:

- a. President,
- b. Secretary,
- c. Treasurer,
- d. Webmaster other ex-officio members as required.
- e. Regional Champions for each region as may be determined from time to time.
- f. Any other portfolio as the National Executive may deem necessary.

5.2 Duties and Responsibilities:

- a. Open and operate a banking accounts and to make all arrangements for the financial and general upkeep of the Club. All the transactions on the Club banking account shall be authorised by the club president or the treasurer and supported by any other member of the National Executive.
- b. To spend any of the monies of the Club in such a manner as they may deem necessary in terms of its aims for the operation of the Club.
- c. To collect, invest in a registered bank only funds of the club in terms of its aims. No long-term financial commitment enduring beyond the term of office of the committee may be entered into without prior approval at a General Meeting of the Club.
- d. To receive, consider or ratify statements of the Club income and expenditure or sub-sections thereof.
- e. To subscribe to membership of SAVVA and any other relevant related body on behalf of the Club.
- f. To institute, defend, carry on, abandon, compromise and settle any action or actions or other proceedings in any court of law and to submit any claim by or against The Club and any dispute to arbitration. The Club shall sue or be sued in its own name.
- g. To do such acts and things, consistent with these rules, which in the interests of the Club may be considered necessary?
- h. To co-opt a club member to the National Executive in order to fill any vacancies.
- i. To co-opt, appoint and or engage the assistance of any persons or organisations to assist or advise the Club as and when required. These persons or organisations appointed at the National Executive's sole discretion, may or could be accountants, auditors, attorneys and/ or legal advisors, a newsletter editor, an events secretary, a librarian, a disciplinary committee, a club historian, a club photographer or any such other appointment the Committee might deem appropriate or required from time to time.
- j. To deal with disciplinary matters as hereinafter set out (Section 7).
- k. To establish a schedule of events for the year.
- l. To arrange fund raising activities.
- m. To ensure compliance with all current SAVVA rules and regulations.
- n. To decide on any Club related matter, which is not provided for in the Club constitution.

- o. To nominate at least one of its members to serve at least two years consecutively as the Club's SAVVA representative; i.e., to act as the Club's representative and to vote on behalf of the club at meetings of SAVVA. At the discretion of the Committee, any number of members may be nominated at any given time, to represent the Club at SAVVA meetings, but only the principal nominee shall act as conduit between the Club and SAVVA.
- p. Co-opt any club member to serve on the National Executive. At the first AGM this member must be voted to the position.

5.3 National Executive appointments:

- a. All candidates shall be proposed and seconded by paid up members of the Club.
- b. All candidates shall be voted in during an Annual General meeting or a Special General Meeting.
- c. All candidates shall be fully paid-up members.

5.4 National Executive Quorum:

The quorum shall be at least fifty per cent (50%) of the National Executive members.

6. FINANCES:

6.1 Club Assets:

A comprehensive register is to be kept of all club assets.

6.2 Bank Accounts:

- a. The treasurer shall maintain proper records of bank accounts. The revenue and expenditure account and the balance sheet shall be presented at and made available to all members at the Annual General Meeting. Any paid-up member may request the financial statements of the club at any time.
- b. The club's financial year shall begin on the first day of January and end on the last day of December.

6.3 Auditing:

The financial statements of the club shall as a minimum requirement, be certified by an independent accountant before being presented at the Annual General Meeting.

6.4 Liabilities (financial):

Neither the committee nor any members of the club shall have power to incur liabilities or commitments exceeding in total the realisable value of the assets of the club.

No club member may make any financial commitment on behalf of the club without prior written approval of the National Executive.

6.5 Debts:

No member of The Club or the executive shall be liable for the debts of the club.

6.6 Claims:

No member of the club shall be liable for any claim for loss or damages suffered by any person or body as a result of any contravention of the rules of The Club. This

clause does not restrict any claim, which is legally enforceable irrespective of the breach of the rules of the club.

7 GENERAL RULES:

7.1 Misconduct by Members and Sanctions Imposed on Members

No club member may by their actions be in breach of any of the MTFCSA or SAVVA rules or constitution. No member may by their conduct or activities bring The MTFCSA or SAVVA into disrepute or make public statements on behalf of the MTFCSA or SAVVA which are regarded as incorrect or false. Such misconduct will be investigated by a Disciplinary Committee, as provided for in paragraph 7.2 and upon the majority of the Disciplinary Committee finding such Member guilty of such misconduct, the Disciplinary Committee may impose the following sanctions:

- a. Issue a warning; or
- b. Suspension for a period not exceeding 6 (six) months; or
- c. Suspend the suspension in sub-clause (ii) above for a period not exceeding 12 (twelve) months; or
- d. Expel such a member
- e. Such suspended or expelled Member may lodge an appeal against such finding or expulsion as provided for in paragraph 7.3 and 7.4

7.2. DISCIPLINARY HEARINGS

Disciplinary hearings may be held in person or by means of a virtual platform.

Disciplinary hearings will be conducted by a Disciplinary Committee. The National Executive will nominate the members of the Disciplinary Committee. The members nominated must consist of two National Executive Members and two Non-National Council Members. The Disciplinary Committee will appoint their own Chairman. Not less than three members will constitute a quorum for the purposes of a disciplinary hearing. The members of this Disciplinary Committee may not preside on a case if they have been involved in any way with the circumstances of the matter or have any conflict of interest with the matter under investigation.

The concerned parties shall be summoned to appear, either in writing or by electronic means. The Members of the Disciplinary Committee must ensure that a summons has been personally received by all persons concerned.

Legal representation is not allowed in disciplinary hearings, but the involved parties may be represented by fellow members in the same club/association, provided that any such representative may not be a practicing attorney or advocate. Where a party involved in a hearing wishes to exercise his right to representation in terms of the above, he/she shall notify the Disciplinary Committee of his/her intentions in this regard. The other parties involved in the hearing shall then be afforded the opportunity to avail themselves of a similar representation if they so wish. However, where the involved party is a practising

attorney or advocate, the disciplinary committee reserves the right to appoint a practising attorney or advocate as a member of the Disciplinary Committee.

In the absence of any of the parties or witnesses at the hearing, a finding/decision may be proceeded with by default. The parties may be accompanied by witnesses and during the hearing the Disciplinary Committee may allow further witnesses to be called. The involved party must state the case of the complaint/misconduct first and the other party/parties will proceed after the involved party. The involved party and person/s investigated shall remain at the hearing and be party to all evidence led and shall be allowed to cross examined.

While disciplinary hearings are of necessity informal, it is stressed that order must be maintained. Hearsay evidence may be led and will be given due weight by the Disciplinary Committee. The interested parties should be asked to retire from the venue of the hearing while the Disciplinary Committee deliberate and come to a finding/decision.

If a finding/decision cannot be given immediately after the hearing then the parties concerned shall be advised within one hour of the end of the hearing of the time and place at which the decision will be given. In case of a split vote amongst the Disciplinary Committee members, the Chairman of the Disciplinary Committee has the casting vote.

The Disciplinary Committee shall render the decision and sanction as provided for in paragraph 7.1 to the parties concerned, this may be conveyed orally but must be followed by a written decision. The parties must be reminded of their rights of appeal.

All parties concerned shall be bound by the decision and sanction handed down, subject to the rights of appeal hereinafter provided.

7.3 APPEAL PROCESS

Any Member that has been suspended or expelled from the MTFCSA as indicated in paragraph 7.1 may lodge an appeal in writing to the National Executive against their suspension or expulsion within 21 days of the finding/decision and sanctions imposed by the Disciplinary Committee.

7.4 APPEAL HEARINGS

Appeal hearings will be conducted by the National Executive. Not less than four National Council Members will constitute a quorum for the purposes of the Appeal Hearing. The members of the National Executive may not preside on a case if they have been involved in any way in any earlier finding and/or decision or have any conflict of interest with the matter under consideration.

All parties concerned shall be given adequate (generally a minimum of 7 working days) notice of the hearing, and they shall be entitled to call witnesses. Every notice summoning an individual to a hearing shall state the capacity (e.g.,

defendant, witness, etc) in which he/she is being required to attend. The hearing may proceed to a finding/decision by default of appearance by any party or witness. In the case of an appeal to the National Executive, the parties concerned shall state their case, and representation by a member of the MTFCSA. In appeal hearings conducted by the National Executive legal representation is also allowed.

When an appellant intends exercising his/her right to legal representation in the hearing of the Appeal, the MTFCSA is to be advised of this fact, and the identity of the representative, at least seven calendar days prior to the scheduled hearing. The National Executive shall then decide whether or not to obtain legal representation of its own and/or to allow the other parties in the hearing to obtain legal representation. Where an appellant fails to advise the National Executive of the MTFCSA of his/her intention to exercise his/her right to legal representation in terms of this regulation, National Executive shall be empowered to take appropriate action so as to prevent prejudice to the MTFCSA and/or the other parties involved in the hearing. Hearings are not public and are reserved for the parties and representatives concerned. National Executive may, however, invite parties deemed relevant to the proceedings, to the hearing, in the capacity of observers.

National Executive are entitled to call on witnesses, specialists or experts whose evidence they deem to be useful in assisting them. The parties involved in the hearing are also entitled to call witnesses including specialists or experts, but it is their responsibility to ensure their attendance.

The National Executive may on appeal decide that the penalty or decision appealed against may be waived or, if it should so decide, the penalty may be mitigated or increased.

The outcome of the findings/decision of the National Executive on the appeal is final and the interested party will have no further recourse.

7.5 Risk:

All Club members participate in club activities at their own risk.

8 ACTIVITIES OF THE CLUB:

8.1 General:

The club consists of regions as determined by the National Executive, each with a Champion to co-ordinate the activities of the region.

8.2 Duties of Club Champions:

Area Champions will aim to organise at least four Model T Ford related events for his area per year. Such events shall be in line with the Aims of The Club.

8.3 Champion team:

The Area Champion may appoint Club members on an ad-hoc basis from his area to assist him with the operation of the area such as:

- a. Communications officer;
- b. Official photographer; etc

8.4 Reporting of Activities:

The area champions and or one of their team members shall post information and photos on the club's social media (WhatsApp, Facebook and or website) any event. The area champions or their representatives will prepare and deliver a short presentation at each AGM to report back to the club on the activities of their areas.

9. Indemnification

- a. Committee Members and any other officials of the Club shall be indemnified by the members of the Club in respect of all reasonable matters undertaken for the direct benefit of the Club and in pursuance of its objects.
- b. The Club shall in no way be liable for, or the recovery of, damage in respect of injuries sustained by members or their passengers, whether to their person or vehicle. Any person participating in Club events of whatever nature does so at his own risk.
- c. Members of the Committee, appointed members of the Club, or any such other person having been duly authorized by the Committee in writing to do so, may make public statements on behalf of the Club. No person, member or committee member making statements on behalf of the Club, will be held liable for making any such statements.

10 Dissolution of the Club

If, upon dissolution of the club there remains, after the satisfaction of all debts and liabilities any property whatsoever, the same shall be handed to a selected similar club or to S.A.V.V.A. in the sole discretion of the last Committee, a majority vote of remaining Committee members (without the need to have a quorum at such a meeting), the last Chairman or the member of longest standing, in that order.

No Committee member or any other club member shall benefit in any way from the dissolution of the Club.

11 Non-Profit / Profit nature of the club.

The Club is not formed for profit or gain. All assets shall be used for the objects of the Club and no assets shall be used for the profit or gain of individual members.