



**BENTLEY**

**OBJECTS AND RULES OF  
BENTLEY DRIVERS CLUB (N.S.W. REGION) INC.  
2000**

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**OBJECTS OF  
BENTLEY DRIVERS CLUB (N.S.W. REGION) INC.  
2000**

1. The name of the Club is Bentley Drivers Club (N.S.W. Region) Inc. (the "Club").
2. The objects for which the Club is formed are:
  - 2.1 to promote the sport and pastime of motoring in connection with motor vehicles manufactured in the United Kingdom and entitled to bear the name Bentley.
  - 2.2 to encourage and promote the ownership and good keeping of motor vehicles manufactured in the United Kingdom and entitled to bear the name Bentley.
  - 2.3 to become and remain a member of the Federation of Bentley Drivers Clubs.
  - 2.4 to encourage social contacts between its membership and generally afford the usual privileges, advantages and accommodations of a Club;
  - 2.5 to invest its funds in any manner permitted or authorised by law;
  - 2.6 to raise money in such manner and on such terms as may be permitted or authorised by law;
  - 2.7 to do all such other things as are incidental or conducive to the attainment of all or any of these objects.



**RULES OF  
BENTLEY DRIVERS CLUB (N.S.W. REGION) INC.  
2000**

1. Interpretation

1.1 **"Act"** means The Associations Incorporation Act 1984;

**"Bentley motor car"** means a motor vehicle manufactured by Bentley Motors (1931) Limited or Bentley Motors Limited;

**"Club"** means Bentley Drivers Club (N.S.W. Region) Inc.;

**"Member"** means a natural person admitted to Membership of the Club;

**"owner of a Bentley motor car"** means:

- (a) a natural person who is the owner or joint owner of a Bentley motor car; or
- (b) a natural person who with the consent and approval of its owner has in possession, power and control for a period exceeding 1 year a Bentley motor car.

**"Public Street"** means any street, road, lane, thoroughfare, footpath or place open to or used by the public, and included any place at the time open to or used by the public on the payment of money or otherwise;

**"Regulation"** means the Associations Incorporation Regulation 1994;

**"RTA"** means the Roads & Traffic Authority of New South Wales or any body governmental, quasi-governmental or corporate which may from time to time replace it.

**"Secretary"** means:

- (a) the person holding office under these Rules as Secretary of the Club; or
- (b) if no such person holds that office then the public officer of the Club.

1.2 In these Rules:

1.2.1 headings are inserted for convenience of reference only and are to be ignored in the interpretation of these Rules;



1.2.2 a reference to a function includes a reference to a power, authority and duty;

1.2.3 a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.

1.3 The provisions of the Interpretation Act 1987 apply to and in respect of these Rules in the same manner as those provisions would so apply if these Rules were an instrument made under the Act.

## **2. Membership**

2.1 A person is qualified to be a Full Member of the Club if the person is a natural person who:

2.1.1.1 is a person referred to in Section 15(1)(a) of the Act who has not ceased to be a Member of the Club at any time after incorporation of the Club under the Act; or

2.1.1.2 is of or over the age of 18 years and is the owner of a Bentley motor car; and

2.1.2 has been nominated for Membership of the Club as provided by, Rule 3.1; and

2.1.3 has been approved for Membership of the Club by the Committee of the Club.

2.2 A person is qualified to be an Associate Member of the Club if the person is a natural person who:

2.2.1.1 is a -person referred to in Section 15(1)(a) of the Act who has not ceased to be a Member of the Club at any time after incorporation of the Club under the Act; or

2.2.1.2 is of or over the age of 18 years and who not being the owner of a Bentley motor car is deemed by the Committee of the Club worthy of admission to the Club by reason of that person's interest in and enthusiasm for Bentley motor cars; and

2.2.2 has been nominated for Membership of the Club as provided by Rule 3.1; and

2.2.3 has been approved for Membership of the Club by the Committee of the Club.

2.3 A person is qualified to be a Junior Associate Member of the Club if the person is a natural person who:



- 2.3.1.1 is a person referred to in Section 15(1)(a) of the Act who has not ceased to be a Member of the Club at any time after incorporation of the Club under the Act; or
- 2.3.1.2 is of or over the age of 14 years but under the age of 18 years and who is the owner of a Bentley motor car or not being the owner of a Bentley motor car is deemed by the Committee of the Club worthy of admission to the Club by reason of that person's Interest In and enthusiasm for Bentley motor cars; and
- 2.3.2 has been nominated for Membership of the Club as provided by Rule 3.1; and
- 2.3.3 has been approved for Membership of the Club by the Committee of the Club.

### **3. Nomination For and Election To Membership**

- 3.1 A nomination of a person for Membership of the Club:
  - 3.1.1 shall be made in writing by a Full Member of the Club in the form set out in Schedule 1; and
  - 3.1.2 shall be lodged with the Secretary of the Club.
- 3.2 3.2.1 As soon as practicable after receiving a nomination for Membership, the Secretary shall refer the nomination to the Committee of the Club;
- 3.2.2 The Committee of the Club shall resolve to accept or reject the nomination without being compellable to publish a reason for its resolution;
- 3.2.3 Upon such approval or rejection of a nomination for Membership the Secretary shall as soon as practicable notify the nominee of such approval or rejection and in the case of an approval shall request the nominee to pay within 28 days the sum payable under these Rules as the entrance fee and the first annual Membership fee;
- 3.2.4 The Secretary shall on payment by the nominee of the amounts referred to in clause 3.2.3 within the said period enter the nominee's name in the register of Members and, upon the name being so entered, the nominee shall become a Member of the Club.



#### **4. Change in Status of Member**

- 4.1 A Full Member who ceases to be an owner of a Bentley motor car shall, immediately upon such cessation, become an Associate Member unless such Full Member shall have been a Full Member for a period of at least 10 years immediately preceding the date of such cessation in which case the member shall remain a member as Full Member.

#### **5. Membership Rule for Associate Members and Junior Members**

- 5.1 No Associate Member or Junior Member shall be an office bearer or Member of the Committee of the Club;
- 5.2 No Associate Member or Junior Member shall be entitled to vote at any special or annual general meeting of the Club.

#### **6. Cessation of Membership**

- 6.1 A person ceases to be a Member of the Club if the person:
- 6.1.1. dies; or
  - 6.1.2 resigns that person's Membership in accordance with Rule 8; or;
  - 6.1.3 is expelled from the Club.

#### **7. Membership Entitlements not transferable**

- 7.1 A right, privilege or obligation which a person has by reason of being a Member of the Club is not capable of being transferred or transmitted to another person and terminates upon cessation of the person's Membership.

#### **8. Resignation of Membership**

- 8.1 A Member of the Club is not entitled to resign that Membership except in accordance with this Rule.
- 8.2 A Member of the Club who has paid all amounts payable by the Member to the Club in respect of the Member's Membership may resign Membership of the Club by first giving notice (being not less than 1 month or not less than such other period as the Committee of the Club may determine) in writing to the Secretary of the Member's intention to resign and, upon the expiration of the period of notice, the Member ceases to be a Member.



8.3 Where a Member of the Club ceases to be a Member pursuant to Rule 8.2, and in every other case where a Member ceases to hold Membership, the Secretary shall make an appropriate entry in the Register of Members recording the date on which the Member ceased to be a Member.

## **9. Register of Members**

9.1 The Secretary of the Club shall establish and maintain a register of Members of the Club specifying the name and address of each person who is a Member of the Club together with the date on which the person became a Member.

9.2 The Register of Members shall be kept at the registered office of the Club and shall be open for inspection, free of charge, by any Member of the Club at any reasonable hour.

## **10. Fees, Subscriptions etc**

10.1 A person shall upon being notified by the Secretary of the approval of that person's nomination for Membership of the Club be required to pay an entrance fee as determined from time to time by the Committee of the Club.

10.2 A Member of the Club shall pay to the Club an annual Membership fee of \$55.00 or, where some other amount is determined by the Committee of the Club, that other amount:

10.2.1 except as provided by paragraph 10.2.2, before the 1st day of January in each year; or

10.2.2 where the Member becomes a Member on or after the 1st day of October in any year upon becoming a Member and before the 1st day of January in each succeeding year.

## **11. Members' Liabilities**

11.1 The liabilities of a Member of the Club to contribute towards the payment of the debts and liabilities of the Club or the costs, charges and expenses of the winding-up of the Club is limited to the amount, if any, unpaid by the Member in respect of Membership of the Club as required by Rule 10.



## **12. Resolution of Internal Disputes**

- 12.1 Disputes between Members (in their capacity as Members) of the Club, and disputes between Members and the Club are to be referred to a Community Justice Centre for mediation in accordance with the Community Justice Centres Act 1983.

## **13. Disciplining of Members**

- 13.1 Where the Committee of the Club is of the opinion that a Member of the Club:

13.1.1 has persistently refused or neglected to comply with a provision or provisions of these Rules; or

13.1.2 has, persistently and wilfully acted in a manner prejudicial to the interests of the Club;

the Committee may, by resolution:

13.1.2.1 expel the Member from the Club; or

13.1.2.2 suspend the Member from Membership of the Club for a specified period.

- 13.2 A resolution of the Committee of the Club under Rule 13.1 is of no effect unless the Committee of the Club, at a meeting held not earlier than 14 days and not later than 28 days after service on the Member of a notice under clause 13.3, confirms the resolution in accordance with this Rule.

- 13.3 Where the Committee of the Club passes a resolution under clause 13.1, the Secretary shall, as soon as practicable, cause notice in writing to be served on the Member:-

13.3.1 setting out the resolution of the Committee of the Club and the grounds on which it is based;

13.3.2 stating that the Member may address the Committee of the Club at a meeting to be held not earlier than 14 days and not later than 28 days after service of the notice;

13.3.3 stating the date, place and time of that meeting; and

13.3.4 informing the Member that the Member may do either or both of the following:



- 13.3.4.1 attend and speak at that meeting;
  - 13.3.4.2 submit to the Committee of the Club at or prior to the date of that meeting written representations relating to the resolution.
- 13.4 At a meeting of the Committee of the Club held as referred to in Rule 13.3, the Committee of the Club shall:-
- 13.4.1 give to the Member an opportunity to make oral representations;
  - 13.4.2 give due consideration to any written representation submitted to the Committee of the Club by the Member at or prior to the meeting; and
  - 13.4.3 by resolution determine whether to confirm or to revoke the resolution.
- 13.5 Where the Committee of the Club confirms a resolution under Rule 13.4, the Secretary shall within 7 days after that confirmation, by notice in writing, inform the Member of the fact and of the Member's right of appeal under Rule 14.
- 13.6 A resolution confirmed by the Committee of the Club under Rule 13.4 does not take effect:-
- 13.6.1 until the expiration of the period within which the Member is entitled to appeal against the resolution where the Member does not exercise the right of appeal within that period; or
  - 13.6.2 where within that period the Member exercises the right of appeal, unless and until the Club confirms the resolution pursuant to Rule 13.4.

#### **14. Right of Appeal of Disciplined Member**

- 14.1 A Member may appeal to the Club in a special general meeting against a resolution of the Committee of the Club which is confirmed under the preceding Rule 13.4, within 7 days after notice of resolution is served on the Member, by lodging with the Secretary a notice to that effect.
- 14.2 Upon receipt of a notice from a Member under Rule 14.1, the Secretary shall notify the Committee of the Club which shall convene a special general meeting of the Club to be held within 21 days after the date on which the Secretary receives the notice.



- 14.3 At a special general meeting of the Club convened under Rule 14.2:
- 14.3.1 no business other than the question of the appeal shall be transacted;
  - 14.3.2 the Committee of the Club and the Member shall be given the opportunity to state their respective cases orally or in writing, or both; and
  - 14.3.3 the Members present shall vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
- 14.4 If at the special general meeting the Club passes this special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

**15. Powers etc, of Committee of the Club**

- 15.1 The Committee shall be called the Committee of the Club and, subject to the Act, these Rules and to any resolution passed by the Club in a special general meeting:
- 15.1.1 shall control and manage the affairs of the Club;
  - 15.1.2 may exercise all such functions as may be exercised by the Club other than those functions that are required by the Act or these Rules to be exercised by a special general meeting of Members of the Club; and
  - 15.1.3 has power to perform all such acts and do all such things as appear to the Committee of the Club to be necessary or desirable for the proper management of the affairs of the Club.

**16. Constitution and Membership of the Committee of the Club**

- 16.1 The Committee of the Club shall consist of:
- 16.1.1 the office bearers of the Club, and
  - 16.1.2 3 Members,
- each of whom shall be elected at the annual general meeting of the Club pursuant to Rule 17.
- 16.2 The office bearers of the Club shall be:-



16.2.1 the Chairman;

16.2.2 the Vice-chairman;

16.2.3 the Secretary; and

16.2.4 the Treasurer; and

16.3 Each Member of the Committee of the Club shall, subject to these Rules, hold office until the conclusion of the annual general meeting following the date of the Member's election, but is eligible for re-election provided however that no person shall serve as Chairman for longer than 3 consecutive years after which that person shall remain ineligible to again serve as Chairman for a further 3 years.

16.4 In the event of a casual vacancy occurring in the Membership of the Committee of the Club, the Committee of the Club 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 the appointment.

#### **17. Election of Office Bearers and of Committee Members**

17.1 Nominations of candidates for election as office bearers of the Club or as Members of the Committee of the Club:

17.1.1 shall be made in writing, signed by 2 Members and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and

17.1.2 shall be delivered to the Secretary of the Club not less than 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.

17.2 If insufficient nominations are received to fill all vacancies on the Committee of the Club, the candidates nominated shall be deemed to be elected and further nominations in respect of vacant positions shall be received at the annual general meeting.

17.3 If insufficient further nominations are received, any vacant positions remaining on the Committee of the Club shall be deemed to be casual vacancies.

17.4 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.



- 17.5 If the number of nominations received exceeds the number of vacancies to be filled, a ballot shall be held.
- 17.6 The ballot for the election of office bearers and committee members of the Committee of the Club shall be conducted at the annual general meeting in such usual and proper manner as the Committee of the Club may direct.
- 18. Secretary**
- 18.1 The Secretary of the Club shall, as soon as practicable after being appointed as Secretary, lodge notice with the Club and with the statutory authorities of the Secretary's address.
- 18.2 It is the duty of the Secretary of the Club to keep minutes of:-
- 18.2.1 all appointments of office bearers and members of the Committee of the Club;
- 18.2.2 the names of Members of the Committee of the Club present at a Committee meeting, a special general meeting or an annual general meeting; and
- 18.2.3 all proceedings at Committee meetings, special general meetings and annual general meetings.
- 18.3 Minutes of proceedings at a meeting shall be signed by the chair of the meeting or by the chair of the next succeeding meeting.
- 19. Treasurer**
- 19.1 It is the duty of the Treasurer of the Club to ensure that:-
- 19.1.1 all money due to the Club is collected and received and that all payments authorised by the Club are made; and
- 19.1.2 correct books and accounts are kept showing the financial affairs of the Club including full details of all receipts and expenditure connected with the activities of the Club.
- 20. Casual vacancies**
- 20.1 For the purposes of these Rules, a casual vacancy in the office of a member of the Committee Of the Club occurs if the Member:-



- 20.1.1 dies;
- 20.1.2 ceases to be a Member of the Club;
- 20.1.3 becomes an insolvent under administration within the meaning of the Corporations Law;
- 20.1.4 resigns office by notice in writing given to the Secretary;
- 20.1.5 is removed from office under Rule 21;
- 20.1.6 becomes a mentally incapacitated person; or
- 20.1.7 is absent without the consent of the Committee of the Club from 3 consecutive meetings of the Committee of the Club.

## **21. Removal of Member of the Committee of the Club**

- 21.1 The Club in a special general meeting may by resolution remove any member of the Committee of the Club from office before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
- 21.2 Where a member of the Committee of the Club to whom a proposed resolution referred to in clause 21.1 relates makes representations in writing to the Secretary or Chairman and requests that the representations be notified to the Members of the Club, the Secretary or the Chairman may send a copy of the representations to each Member of the Club or, if they are not so sent, the Member of the Committee is entitled to require that the representations be read out at the meeting at which the resolution is considered.

## **22. Committee Meetings and Quorum.**

- 22.1 The Committee of the Club shall meet at least 6 times in each period of 12 months at such place and time as the Committee of the Club may determine.
- 22.2 Additional meetings of the Committee of the Club may be convened by the Chairman or the Secretary.
- 22.3 Oral or written notice of a meeting of the Committee of the Club shall be given by the Secretary to each Member of the Committee of the Club at least 48 hours (or such other period as may be unanimously agreed upon by the Members of the Committee of the Club) before the time appointed for the holding of the meeting.



- 22.4 Notice of a meeting given under clause 22.3 shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted at the meeting, except business which the Committee Members present at the meeting unanimously agree to treat as urgent business.
- 22.5 4 members of the Committee of the Club shall constitute a quorum for the transaction of the business of a meeting of the Committee of the Club.
- 22.6 No business shall be transacted by the Committee of the Club unless a quorum is present and if within half an hour after the appointed time for the meeting a quorum is not present, the meeting shall stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to Members given before the day to which the meeting is adjourned) at the same place.
- 22.7 If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting shall be dissolved.
- 22.8 At a meeting of the Committee of the Club:
- 22.8.1 the Chairman or in the Chairman's absence, the Vice-chairman, shall preside; or.
- 22.8.2 if the Chairman and the Vice-chairman are absent or unwilling to act, such one of the remaining members of the Committee of the Club as may be chosen by the Members present at the meeting shall preside.

### **23. Delegation by Committee of the-Club to Sub-Committee**

- 23.1 The Committee of the Club may, by instrument in writing, delegate to one or more sub-committees (consisting of such Member or Members of the Club as the Committee of the Club thinks fit) the exercise of such of the functions of the Committee of the Club as are specified in the instrument, other than:-
- 23.1.1 this power of delegation; and
- 23.1.2 a function which is a duty imposed on the Committee of the Club by the Act or by any other law.



- 23.2 A function the exercise of which has been delegated to a sub-committee under this Rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- 23.3 A delegation under this section may be made subject to such conditions or limitations as to the exercise of any function the subject thereof, or as to time or circumstances, as may be specified in the instrument of delegation.
- 23.4 Notwithstanding any delegation under this Rule, the Committee of the Club may continue to exercise any function delegated.
- 23.5 Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this Rule has the same force and effect as it would have if it had been done or suffered by the Committee of the Club.
- 23.6 The Committee of the Club may, by instrument in writing, revoke wholly or in part any delegation under this Rule.
- 23.7 A sub-committee may meet and adjourn as it thinks proper and shall, unless excused by the Committee of the Club from so doing, report in writing to the Committee of the Club within a reasonable time its decisions, determinations and actions.

#### **24. Committee Voting and Decisions**

- 24.1 Questions arising at a meeting of the Committee of the Club or of any sub-committee appointed by the Committee of the Club shall be determined by a majority of the votes of Members of the Committee of the Club or sub-committee present at the meeting.
- 24.2 Each member present at a meeting of the Committee of the Club or of any sub-committee appointed by the Committee of the Club (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- 24.3 Subject to Rule 22.5, the Committee of the Club may act notwithstanding any vacancy on the Committee of the Club or sub-committee.
- 24.4 Any act or thing done or suffered, or purporting to have been done or suffered, by the Committee of the Club or by a sub-committee appointed by the Committee of the Club, is valid and effectual notwithstanding any defect that may afterwards be discovered in the appointment or



qualification of any Member of the Committee of the Club or Sub-Committee.

**25. Annual General Meetings - holding of**

25.1 The Club shall, at least once in each year and within the period of 5 months after the expiration of each financial year of the Club, convene an annual general meeting of its Members.

**26. Annual General Meetings - calling of and business at**

26.1 The annual general meeting of the Club shall, subject to the Act and to Rule 25.1, be convened on such date and at such place and time as the Committee of the Club thinks fit.

26.2 In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting shall be:

26.2.1 to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since the meeting;

26.2.2 to receive from the Committee of the Club reports upon the activities of the Club during the last preceding financial year; and

26.2.3 to elect office bearers of the Club and Members of the Committee of the Club.

26.3 An annual general meeting shall be specified as such in the notice convening it.

26.4 The Secretary shall, at least 21 days before the date fixed for the holding of an annual general meeting, cause notice to be sent by pre-paid post to each Member at the Member's address appearing in the register of Members, a notice specifying the date, place and time of the annual general meeting.

26.5 1.2 Members present in person constitute a quorum for the transaction of the business of an annual general meeting.

**27. Special General Meetings - calling of**

27.1 The Committee of the Club may, whenever it thinks fit, convene a special general meeting of the Club.



27.2 The Committee of the Club shall, on the requisition in writing of not less than 7 Members entitled to vote under these Rules, convene a special general meeting of the Club.

27.3 Such requisition for a special general meeting:-

27.3.1 shall state the purpose or purposes of the meeting;

27.3.2 shall be signed by the Members making the requisition;

27.3.3 shall be lodged with the Secretary; and

27.3.4 may consist of several documents in a similar form, each signed by one or more of the Members making the requisition.

27.4 If the Committee of the Club fails to convene a special general meeting to be held within 1 month after the date on which a requisition for the meeting is lodged with the Secretary, any one or more of the Members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.

27.5 A special general meeting convened by a Member as referred to in clause 27.4 shall be convened as nearly as is practicable in the same manner as special general meetings are convened by the Committee of the Club and any Member who thereby incurs reasonable expenses for telephonic, posting, printing and hiring of a meeting place is entitled to be reimbursed by the Club therefore.

## **28. Notice for Special General Meetings**

28.1 Where the nature of the business proposed to be dealt with at a special general meeting requires a special resolution of the Club, the Secretary shall, at least 21 days before the date fixed for the holding of the special general meeting cause notice to be sent by pre-paid post to each Member at the Member's address appearing in the register of Members, a notice specifying the place, date and time of the meeting and the intention to propose the resolution as a special resolution.

28.2 A Member desiring to bring any business before a special general meeting may give notice in writing of that business to the Secretary who shall include that business in the next special general meeting after receipt of the notice from the Member.



**29. Procedure and Quorum for General Meetings and Special General Meetings**

- 29.1 No item of business shall be transacted at a general meeting or special general meeting unless a quorum of Members entitled under these Rules to vote is present during the time the meeting is considering that item.
- 29.2 12 Members present in person (being Members entitled under these Rules to vote at a special general meeting) constitute a quorum for the transaction of the business of a special general meeting.
- 29.3 If within half an hour after the appointed time for the commencement of an annual general meeting or a special 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 following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to Members given before the day to which the meeting is adjourned) at the same place.
- 29.4 If at the adjourned meeting a 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 7) shall constitute a quorum.

**30. Presiding Member**

- 30.1 The Chairman or, in the Chairman's absence, the Vice-chairman, shall preside as chair at each annual general meeting, general meeting and special general meeting of the Club.
- 30.2 If the Chairman and the Vice-chairman are absent or unwilling to act, the Members entitled to vote under these Rules present shall elect one of their number to preside as chair at the meeting.

**31. Adjournment of Special General Meeting**

- 31.1 The chair of a special general meeting at which a quorum is present may, with the consent of the majority of Members present at 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.
- 31.2 Where a special general meeting is adjourned for 14 days or more, the Secretary shall give written or oral notice of the adjourned meeting to each Member of the Club stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.



- 31.3 Except as provided in Rules 31.1 and 31.2, notice of an adjournment of a special general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

### **32. Making of Decisions**

- 32.1 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 chair that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Club, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.

- 32.2 At a special general meeting of the Club, a poll may be demanded by the chair or by not less than 7 Members present, in person or by proxy at the meeting.

- 32.3 Where a poll is demanded at a special general meeting, the poll shall be taken:-

32.3.1 immediately in the case of a poll which related to the election of the chair of the meeting or to the question of an adjournment; or

32.3.2 in any other case, in such manner and at such time before the close of the meeting as the chair directs,

and the resolution of the poll on the matter shall be deemed to be the resolution of the meeting on that matter.

### **33. Special Resolution**

- 33.1 A resolution of the Club is a special resolution if it is required to be and is passed by a majority which comprises not less than three-quarters of such Members of the Club as, being entitled under these Rules so to do, vote in person or by proxy at a special general meeting of which not less than 21 days written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these Rules.



**34. Voting at Annual General Meetings, General Meetings and Special General Meetings**

- 34.1 Upon any question arising at an annual general meeting, general meeting or special general meeting of the Club a Member entitled to vote has 1 vote only.
- 34.2 All votes shall be given personally or by proxy, but no Member may hold more than one proxy.
- 34.3 In the case of an equality of votes on a question at a special general meeting, the chair of the meeting is entitled to exercise a second or casting vote.
- 34.4 A Member or proxy is not entitled to vote at any special general meeting of the Club, unless all money due and payable to the Club by the Member or proxy has been paid, other than the amount of the annual subscription payable in respect of the then current year.

**35. Appointment of Proxies**

- 35.1 Each Member entitled to vote shall be entitled to appoint another Member as proxy by notice given to the Secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
- 35.2 The notice appointing the proxy shall be in the form set out in Schedule II.

**36. Funds**

- 36.1 All money received by the Club shall be deposited as soon as practicable and without deduction to the credit of the Club's bank account.

**37. Funds - Management**

- 37.1 Subject to any resolution passed by the Club in a special general meeting, the funds of the Club shall be used in pursuance of the objects of the Club in such manner as the Committee of the Club determines.
- 37.2 All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by 2 Members of the Committee of the Club so authorised in writing from time to time by the Committee of the Club.



**38. Alteration of Objects and Rules**

38.1 The Statement of Objects and these Rules may be altered, rescinded or added to only by a special resolution of the Club at a special general meeting convened in accordance with these Rules for that purpose.

**39. Common Seal**

39.1 The common seal of the Club shall be kept in the custody of the Secretary.

39.2 The common seal shall not be affixed to any instrument except by the authority of the Committee of the Club and the affixing of the common seal shall be attested by the signatures of 2 Members of the Committee of the Club, one of whom being the Secretary or treasurer.

**40. Custody of Books, etc**

40.1 Except as otherwise provided by these Rules, the Secretary shall keep in the Secretary's custody or under the Secretary's control all records, books and other documents relating to the Club.

**41. Inspection of Books, etc**

41.1 The records, books and other documents of the Club shall be open to inspection, free of charge, by a Member of the Club at any reasonable hour.

**42. Service of Notices**

42.1 For the purpose of these Rules 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 the Member's address shown in the register of Members.

42.2 Where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed for the purposes of these Rules to have been served on the person at the time at which the letter would have been delivered, in the ordinary course of post.

**43. Badge of the Club**

43.1 The Committee of the Club may cause to be manufactured a Club badge of such design, materials and markings as may be approved from time to time by the Committee of the Club.



#### **44. Conditional RTA Registration**

- 44.1 A financial Member may use a conditionally registered Bentley motor car ("subject motor car") on a Public Street for authorised Club events, travelling to and from such events and for the necessary servicing of the subject motor car. The subject motor car shall not be used on a Public Street for any other purpose without the prior consent of the Club.
- 44.2 The use of the subject motor car on a Public Street for any purpose other than that specified in Clause 44.1 including, but not limited to, authorised club events of other clubs and travelling to and from such events shall be subject to the Club's prior consent, such consent not to be unreasonably withheld.
- 44.3 It shall be the responsibility of the Member to ensure that the subject motor car complies in all respects with the rules and regulations of the RTA and that the subject motor car is in a safe and roadworthy condition. Use of the subject motor car on a Public Street shall not give rise to any liability by or on behalf of the Club.
- 44.4 A Register shall be maintained by the Club of its Members' Bentley motor cars which are conditionally registered. The Club may at any time upon written notice being given to a Member whose Bentley motor car is entered in the Register forthwith remove that Bentley motor car from the Register without assigning any reason therefore. Upon such removal from the Register, it shall be the obligation of the Secretary of the Club to notify the RTA of the removal of that Bentley motor car from the Register.
- 44.5 Continuation of recording on the Register of the subject motor car shall be conditional on the renewal annually, or for such other period as the RTA may specify, of the conditional registration of the subject motor car.
- 44.6 Upon disposal of the subject motor car, the Member shall forthwith notify the Secretary of the Club and the Secretary shall notify the RTA of the removal of the subject motor car from the Register.



**BENTLEY**

### **Schedule I**

Welcome and thank you for your interest in membership of the Bentley Drivers Club and its New South Wales Region. We enjoy day runs, weekends away, special occasion dinners and bi-monthly meetings with others passionate about Bentleys. Members are kept informed of the events calendar in our bi-monthly newsletter, the "Flying B".

Our bi-monthly meetings are held at the North Ryde RSL Community Club, Old Pittwater Road, North Ryde at 8.00pm. On the first Monday of February, April, June, August, October, December is our Christmas Dinner and AGM. If it's a public holiday the meeting it is the following Monday. Many members meet at the Bistro from 6.30pm for a pre-meeting meal.

We are one of the regions of the Bentley Drivers Club Ltd based in the UK. It was formed by a small group of W O Bentley owners in 1936. As interest grew Regions were established, our region in 1972.

NSW region members are encouraged to join the UK club, which publishes a monthly magazine and a merchandise listing of badges, publications & regalia. It also has a technical & spares advice section which can be useful when maintaining or restoring your Bentley. Please look at their website for details & membership application: [www.bdcl.org](http://www.bdcl.org)

For information and updates on our own Bentley Drivers Club (NSW Region), please visit our club website at [www.bentleydriversclub.com.au](http://www.bentleydriversclub.com.au) – you will find details of upcoming club events, as well as profiles of all major types of Bentley Motor cars. As a member of the club, you are also encouraged to supply some digital photographs of your Bentley car(s) so they can appear on our club website.

#### **Classes of Membership:**

Full Members	Bentley owners
Associate Members	Those with enthusiasm for Bentley motor cars
Junior Associate Members	Those with the same enthusiasm who under 18 yrs & over 14 yrs

**(Single Member) First Yr Fee: Joining fee \$10 + Current Annual Subscription \$55 = \$65**

**(Joint Membership) First Yr Fee: Joining Fee \$10 + 2 x \$55 each = \$120**

Please enclose with your completed form, and a **cheque made payable to "Bentley Drivers Club (NSW Region) Inc."** and please mark the cheque **"Not Negotiable"**.

A badge will be issued in your name and another for your partner if you wish.

Please send your application & Cheque to...	Further Information
<b>Bentley Drivers Club (NSW Region) Inc.</b>	Registrar
<b>The Secretary</b>	Barry Ashton      9680 3549
<b>Po Box 313</b>	
<b>Camperdown NSW 1450</b>	



**BENTLEY**

## Application for Membership

First Name _____		Last Name _____	
Partner's Name (optional) First _____		Last _____	
Postal Address _____			
Email _____			
Phone AH _____		Phone BH _____	
Mobile _____		Fax AH or BH _____	
I hereby apply to become a Full Member <input type="checkbox"/> Associate Member <input type="checkbox"/> Junior Member <input type="checkbox"/> of the Bentley Drivers Club (NSW Region) Inc.			
In the event of my admission as a Member, I agree to be bound by the "Objects and Rules of the Bentley Drivers Club (NSW Region) Inc." – these rules can be viewed and downloaded from the clubs website at <a href="http://www.bentleydriversclub.com.au">www.bentleydriversclub.com.au</a>			
I own the following Bentley motor vehicle/s:			
Year Built _____		Model _____	
Registration No: _____		Engine No: _____	
Chassis No: _____		Coachbuilder _____	
Type of Coachwork _____		History/interesting points of my Bentley(s) _____	
_____			
I would like to have my car(s) listed on the Clubs website - please contact me ( <i>please tick</i> ) <input type="checkbox"/>			
Signature of applicant _____		Date _____	

Name of full member Nominating \_\_\_\_\_

Signature of nominating member \_\_\_\_\_ Date \_\_\_\_\_

*Club Use Only:*

Application approval meeting date \_\_\_\_\_



**BENTLEY**

**Schedule II**

**Form of Appointment of Proxy**

I, \_\_\_\_\_ *(full name)*

of \_\_\_\_\_ *(address)*

being a member of the Bentley Drivers Club (NSW Region) Inc.

hereby appoint \_\_\_\_\_ *(full name of Proxy)*

of \_\_\_\_\_ *(address of Proxy)*

being a member of that Club, as my proxy to vote for me on my behalf at the ... *(please tick one box only)*

annual general meeting

special general meeting

of the club to be held on the \_\_\_\_\_ *(state date of meeting)*

and at any adjournment of that meeting.

My proxy is authorised to vote..... *(please tick one box only)*

in favour of the resolution

against the resolution

Resolution: \_\_\_\_\_

Signature of member appointing proxy \_\_\_\_\_ Date \_\_\_\_\_

Signature of proxy \_\_\_\_\_ Date \_\_\_\_\_