

# **ARTICLES OF ASSOCIATION OF THE COLWALL CAR CLUB -26<sup>th</sup> Oct 09**

## **1 Name**

The Club shall be known as the Colwall Car Club, hereinafter referred to as CCC.

CCC is an Unincorporated Voluntary Organisation run for and by its members

## **2 Membership**

Membership of the Club will be open to anyone who has:

- attended a car pool meeting, bringing the paper part of their driving license and meets insurers requirements
- paid the Joining Fee
- agreed to pay the monthly Membership Fee
- agreed to abide by the guidelines including the rules and responsibilities

New members are on a six month trial period - during this time, they cannot take on any financial or booking tasks, and they are expected to try to attend all car pool meetings held during this time.

## **3 Aims and objectives of the Association will be to:**

The Aim of the CCC is to reduce the Carbon Emissions associated with transport and to provide a more resilient transport system in the post cheap and plentiful oil age, for the benefit of local residents. CCC will do this by:

- Owning cars of different types, all practical, economical work/business/holiday vehicles.
- Buy older vehicles and sell/scrap them when they are considered as being too money/time consuming for CCC to maintain.
- Maintaining a balance of club car members to vehicles, to both get good overall utilisation and reasonable availability to meet members requirements.
- The members of the Club taking responsibility for managing the affairs of the Club and doing so in an inclusive and transparent manner,
- Transferring into CCC members vehicles where possible.
- Basing vehicles in different locations across the village.

## **4 Powers**

4.1 In addition to any other powers which the Members of the CCC may exercise the following powers may be exercised in furtherance of the Club's objects:

4.2 Power to raise funds and receive contributions;

4.3 Power to buy, take on lease or in exchange any property and to maintain and equip it for use;

4.4 Power to sell, lease or otherwise dispose of all or any other part of the Club's property, subject to complying with any restrictions placed on disposals;

4.5 Power to borrow money;

4.6 Power to enter into legal agreements appropriate to the running of CCC.

## **5 Management Arrangements**

5.1 The affairs of the CCC shall be conducted by Members at regular meetings (6 to 8 week intervals). All documentation will be transparent to all members. There will be a number of formal roles these will rotate so over time all members contribute to the running of the Club (as at October 2009 the roles are):

### Bookings Administrator (main person with 2 backups)

The Booking Administrators job is to accept & arrange bookings for those not using the web based system.

### Financial Matters (2)

The Charges Administrator is to prepare a spreadsheet of what's owed by or to members, using the logs of miles and time sent in by the keepers of the vehicles. A Payments Coordinator will;

- Receive and bank payments,
- Make payments for items not paid directly by the members
- Maintain record books of the above and prepares cash flow and necessary accounts for the monitoring of the Clubs finances.

### Fleet Usage Monitor (Can be combined with Charges Administrator)

The Fleet Usage monitor is to review the booking calendar and Charges Administrator's spreadsheets and prepare a report for the 6<sup>th</sup> monthly fuller review of need for replacement vehicles, utilisation and expansion /contraction of the fleet &/or members, availability/disappointment record and or whether sufficient funds are being accumulated.

### Vehicle 'Keepers'

The vehicle 'keeper' oversees the condition of the vehicle and arranges for it to go to the garage when necessary. At the end of every month they ensure the time/mileage log is sent to the Treasurer – within 5 days of month-end.

### Secretary

Organises meetings and is keeper of all CCC records and maintains the documentation necessary for assisting the members to use the cars.

### Minute Taker

The minute taker at a meeting reads/summarises the last meetings minutes and then takes meeting minutes (i.e. points of information, decisions made, action points). This job rotates each meeting.

### Meetings Chairman

A rotating Chair will be agreed at each meeting for the subsequent meeting.

At least 4 of the role holders need to be present to form a Management Committee on the day of the meeting. The Committee shall include a Chair, a Minute Taker and at least one of the two Financial Matters roles.

Other role holders may be agreed and elected, if considered appropriate by a General Meeting.

5.2 Tenure of any post on the Committee and of all other role holders voted for at a General Meeting, whether permanent or temporary, shall be voluntary, unpaid and open only to Members of the Club.

5.3 These role holders, having been duly proposed and seconded with their agreement, shall be elected for the ensuing agreed period by majority vote at each General Meeting of the Club, with a quorum of 4 members present or a minimum of 25% of all members, whichever is the greater.

5.4 Role Holders shall be eligible for re-election each year at an Annual General Meeting. There will be a general meeting at least once a year and one of these will be the Annual General Meeting.

5.5 In exceptional circumstances, following the tabling of a specific agenda item to the effect, Role Holders may be asked to step down by a majority vote at a General Meeting, with a quorum as described in 5.3 above.

5.6 The Committee with as many members present as possible shall meet as a General Meeting to discuss issues relating to objectives of the group ideally twice a year and no less than once a year. Objectives, rules, roles and decisions on pricing and car replacement, disposal and acquisition can only be made at a general meeting or where there is written evidence that the whole membership has been consulted.

5.7 Four members shall form a quorum for committee meetings and shall have the full power to superintend and conduct the business of the Club according to the rules thereof and shall in all things act for and in the name of the Club.

5.8 Every question shall be decided by a majority of votes cast and if the votes are even the Chair will have the casting vote in addition to his vote as a member.

5.9 The Chair, Secretary, Treasurer and other elected members (role holders) of CCC shall keep accurate records of their dealings on behalf of CCC which shall be available for inspection by Members.

5.10 A Temporary Steering Committee of founder members named below:

- Robin Coates - Secretary
- Nathan Burlton - Bookings Administrator
- Deb Turnbull - Charges Administrator
- Hugh Smith - Keeper
- Marab Smith - Payments Coordinator

will administer the Club pending election of the Management Committee at the first general meeting.

## **6 Club meetings**

6.1 Members of the Club shall be eligible to vote at General Meetings.

6.2 At least seven days advance notification of the date and agenda of any General Meeting shall be circulated to the Members.

6.3 Items for the agenda of the next General Meeting, proposed by the Committee or any Members, shall be communicated to the Secretary a sufficient time in advance to allow preparation for the meeting.

6.4 The business of the Annual General Meeting will include reports from the Chair, the Secretary, Charges Administrator, Fleet Usage Monitor and the Payments Coordinator .

6.5 Special General Meetings may be called if considered desirable by a minimum of 6 Members. The Secretary shall advertise the date and agenda at least 14 days in advance.

## **7) Finance**

7.1 The Committee shall open and maintain a bank account in the name of the CCC and all monies received from any source on behalf of the Club shall be paid into that account.

7.2 Records and accounts of all transactions shall be kept by the Role Holders and shall be available for inspection by Members.

7.3 A summary of the accounts for the preceding year shall be presented at the Annual General Meeting.

7.4 Bank transfers will normally be made by the Payments Coordinator and systems/approvals will be set up so the Charges Administrator and Secretary and Keepers can assist if necessary. Amounts of £250 or under can be approved by one of these role holders, amounts above this need 2 persons approval and a written statement outlining the need for the payment. ALL transactions will be reported to the next meeting. Payments will be made by bank transfer, cheque and cash in exception circumstances.

7.5 All profits arising from the general business of the Club and all contributions received shall be used for the accomplishment of the objectives of the Club.

7.6 The full amount of all interest free loans supplied by Strand via Hugh Smith shall have a guarantee of repayment within the period agreed. Repayment of the loan as a priority over other payments and /or selling the assets of the CCC may be required to ensure the repayment period of the loan is met.

## **8 Trustees not to have a personal interest**

8.1 Following the setting up of the bank account no member may acquire or hold any interest in property of the organisation unless this is explicitly agreed at a meeting and confirmed to all members (except in order to hold it as a member of the Group).

8.2 In exceptional circumstances any role holder or member who possesses specialist skills or knowledge may charge and be paid reasonable charges for business done by him or her or his or her firm when instructed to act on behalf of the Club.

## **9 Power of Amendment**

**9.1** Amendment to this constitution may be made at General Meetings, Special General Meetings or Annual General Meetings, subject to 14 days notice of the intended changes to be considered at the meeting. Amendments may only be adopted by majority vote in a quorate meeting.

## **10 Power of dissolution**

10.1 If the members of the committee decide that it is necessary or advisable to dissolve the Club, they shall call a meeting of all members with not less than 14 days notice (stating the terms of the resolution to be proposed and the finality it implies). If members wish to be present but can't attend they can vote by sealed envelope through a proxy. If the proposal is confirmed by two thirds of those present and voting (including those not present and voting through a proxy), the committee members shall have power to realise any assets held by or on behalf of the Club.

10.2 Any assets remaining after the satisfaction of any proper debts or liabilities shall be given or transferred to some other charitable institution having similar aims as the members may determine, or if that cannot be done, shall be applied for some other charitable purpose local to Colwall.

This interim constitution was adopted at the inaugural Meeting of the Club on 26/10/2009, and will be formally ratified at the next General Meeting.

Name\_\_ Robin Coates \_\_\_\_\_

Signature \_\_\_\_\_

Name\_\_ Nathan Burlton \_\_\_\_\_

Signature \_\_\_\_\_

Name\_\_ Deb Turnbull \_\_\_\_\_

Signature \_\_\_\_\_

Name\_\_ Hugh Smith \_\_\_\_\_

Signature \_\_\_\_\_

For and on behalf of the Management Committee.