



Members of F.B.H.V.C.
and Association of
Classic Car Clubs

Recognised by the
R.A.C. MSA Ltd., D.V.L.A.
and Ford Motor Co. Ltd

RULES AND BYE-LAWS

Ford Anglia 105E Owners Club Limited

Registered Company number 2764369 London
Registered Office: 443 Ashley Road Parkstone Poole Dorset BH14 OAX.

www.fordanglia105eownersclub.co.uk

Section 1 – Constitution

1.1 Title

The name of the company shall be “Ford Anglia 105E Owners’ Club Ltd” hereinafter referred to as “the Club” and Ford Anglia Spares Ltd hereinafter referred to as “Spares Ltd”

1.2 Legal Status

The Club is incorporated as a guarantee company with liability of members being limited to £1 per person for both current members and ex-members who ceased to be members within the previous twelve months.

1.3 Objectives

The objectives of the Club are set out in Clause 3 of the Memorandum of Association of the company.

1.4 Administration of the Club

The constitution and main governing rules and regulations of the Club are set out in the Memorandum and Articles of Association of the company, a copy of which is available to members upon written request. In addition to the main governing rules and regulations the Club is also governed by subsidiary rules and by-laws, as authorised by Article 55. These rules and bye-laws control all aspects of the administration of the Club that has not been covered

in the Memorandum and Articles of Association. No part of these bye-laws may conflict with the Memorandum of Articles of Association, and should conflict arise, the Memorandum and Articles of Association always take precedence.

1.5 Mutual Trading

Article 56 of the Articles of Association states that the Club shall not sell, or allow to be sold, spare parts, books, regalia or the benefits of membership to anyone who is not a paid-up member of the Club. The Club shall be a non-profit making company as defined in the various Taxes Acts.

Section 2 Management of the Club

2.1 Councillors and Committee Members

The authority and day to day responsibility for the management of the Club is vested in a Council of Management, hereinafter known as the “Council”. The Chairman, General Secretary (Company Secretary), Membership Secretary and Treasurer shall be members of the Council.

All Council members are registered with the Register of Companies as Directors of the company. The General Secretary

is also registered as the Company Secretary of the company.

In addition to the Council, management of the Club is invested in a Management Committee. The members of which hold equal status to the Council members but are not registered with the authorities as Directors of the company. No person who is not a member of the Management Committee shall be eligible to hold office as a Council Member. In addition to the Council, the Committee shall consist of not less than five and not more than twenty members.

Both Council and Committee members shall meet together as one management committee to administer the Club. At all such meetings at least three Council members and three other Committee members must be present in order for there to be a quorum. Where necessary "meeting together" includes meeting virtually by means of Zoom or Teams or by telephone conference call

The appointment, authority and proceedings of the Council members and Committee members meetings are laid out in the Articles of Association.

2.2 Frequency of meetings

The management committee shall

meet at least two times per calendar year other than In exceptional circumstances such as the existence of a Pandemic or such other serious occurrence adversely affecting the Country

2.3 Absence from Management Committee Meetings

Any member of the Council or Committee who shall, without sufficient reason, absent themselves from two consecutive management committee meetings will be understood to have resigned their position. The resignation shall be confirmed in writing to the member by the General Secretary.

2.4 Expulsion of Council and Committee Members

If the management committee considers it to be in the interest of the Club to ask a Council or Committee member to resign from their post, they can do so if two thirds of the management committee agree. (all management committee members must vote either in person at the appropriate meeting or in writing) or by Zoom or Teams meetings.

2.5 Resignation of Council or Committee Members

Any Council or Committee Member who resigns from his post must return all Club property and any cash float to

the General Secretary on ceasing to hold office. This includes all property obtained by the member in his capacity as a Club official.

Section 3 - Finance

3.1 Banking

All monies of the Club shall be banked in the name of the Club within one week of receipt. All incoming cheques and postal orders shall be crossed "account payee only" and made payable to the Club. All cheques drawn on the Club bank account shall be signed by designated members of the Committee. All disbursements must be authorised by the General Secretary.

3.2 Cash Float

The regalia secretary shall carry a fifty pound float. The spares secretaries shall carry a four hundred pound float. Such cash float shall be kept on the imprest system.

3.3 Investment

Surplus funds shall be invested in a bank account or applied elsewhere as agreed by the Club in General Meeting.

3.4 Remuneration

Councillors and other members of the committee shall normally provide

their services without requiring remuneration. Proposed remuneration of any person shall be communicated to all Members and settled by the Club in General Meeting.

3.5 Expenses

Any member of the Club incurring authorised expenditure on behalf of the Club shall be entitled to reimbursements from the Club funds (subject to Clause 3.1) providing that a valid receipt is obtained for all expenses properly incurred.

All claims for expenses must be sent to the General Secretary for signature on the correct expenses sheet, before being passed to the Treasurer for payment.

Section 4 - Membership

4.1 Membership

Election to Membership of the Club in any category shall be dependent upon payment of the relevant subscription and approval by the Council/Committee as in clause 4.2 the Clauses of Membership shall be as follows:

a) Ordinary Members Any person who owns any vehicle or machinery as specified in the Memorandum and Articles of Association or who expresses interest in the Club

shall be eligible for election as an Ordinary Member. as specified in the Memorandum and Articles of Association or who expresses interest in the Club shall be eligible for election as an Ordinary Member.

b) Honorary Members Any person who has been distinguished in promoting the cause of motoring in general or of the Club in particular shall be eligible for election as a Honorary Member, Such Honorary Members may, at the discretion of the Committee, be designated Honorary President or Honorary Vice-Presidents.

4.2 Election of Members

Applications of Candidates for membership of the Club shall be submitted to the Council/Committee by the Membership Secretary, and the election of such candidates shall be at the discretion of the Council/Committee. The name and description of the Candidate shall be stated on each application submitted. A vote of more than one-third against any applicant for membership shall exclude such applicant from membership. Membership of the Club shall continue only for the period covered by the current subscription, and Members shall be subject to re-election annually by the Council/Committee.

4.3 Subscriptions and Entry Fee

Subscriptions and joining fees for all classes of membership shall be determined by the Committee. A joining fee shall only be payable when application is made to become an Ordinary Member of the Club, together with the first subscription. Renewal subscriptions are payable annually from start date. In the event of a Candidate for membership not being elected as a Member such candidates subscription shall be refunded in full.

4.4 Non-payment

Any member of the Club who has not paid his subscription within three clear months of the date of which it became due shall be removed from the register of Members forthwith. No Member whose subscription is in arrears shall be eligible to take part in any event organised by the Club to vote at Meetings of the Club or otherwise enjoy any of the benefits of the Club. Members whose names have been removed from the register of Members may be required to pay a rejoining fee should they subsequently desire to rejoin the Club.

4.5 Resignation

Any Member wishing to resign his Membership may do so by giving seven days notice in writing to the Membership Secretary. Any Member

ceasing, voluntarily or otherwise, to be a Member of the Club shall return all Club and/or Company property to the General Secretary and shall thereafter cease to have any claim upon the property of the Club or to enjoy any of the privileges of Membership: but shall remain liable for the payment of any debts due to the Club from him. Please refer also to Clause 6 of the Memorandum of Association.

4.6 Suspension/Expulsion of Members

The Council/Committee shall have the authority after due enquiry, to suspend from the benefits of Membership or to expel from Membership of the Club any member who has committed a grave breach of these rules, or whose conduct in any respect render it desirable that such a step is taken.

4.7 Child Protection and protection of Vulnerable Adults.

The safety and security of children and Vulnerable Adults is paramount. Ultimately, the safety and security of any child or vulnerable adult shall remain the responsibility of the child's parent/guardian and in the case of a vulnerable adult their parent/guardian. However, the Council / Committee, whilst taking no specific responsibility for any child or vulnerable adult,

shall take note of the basic principles noted below:

- The child's/vulnerable adult's welfare is paramount
- All children whatever their age, culture or disability, gender, language, racial origin, religious belief and/or sexual identity, have the right to protection from abuse as does any vulnerable adult whatever their age culture or disability, gender, language, racial origin, religious belief and/or sexual Identity, have the right to protection from abuse.
- All suspicions and allegations of inappropriate behaviour will be taken seriously and responded to swiftly and appropriately.
- As defined in The Children Act or subsequent amending legislation to The Children Act, any one under the age of 18 years should be considered as a child for the purposes of this document.

Section 5 - General Meetings

Whilst the full regulations are laid down in the Articles of Association, the following Rules and Bye-Laws shall also apply:

5.1 Annual General Meeting

- At each Annual General Meeting the following shall occur:
- a) The Treasurer shall present

externally audited statutory accounts for the consideration and adoption of the meeting. In addition he shall also present any other accounting information or reports that the council of management consider appropriate for the year ended on the thirty first day of December preceding the Meeting.

b) Receive from the Chairman/ General Secretary and Membership Secretary a report on the activities of the Club for the last year. Other Council of Committee members may also make reports if appropriate.

c) Elect members of the Council and Committee

d) Appoint external Auditors for the current accounting period and authorise the management of council to fix their remuneration.

e) Decide upon any resolution which has been properly submitted to the meeting.

5.2 Agenda of General Meetings

At least twenty-eight days notice of an Annual General Meeting and an Extraordinary General Meeting called for the passing of a special resolution appointing a person as a member of the council or committee shall be given. At least fourteen days notice of all other Extraordinary General Meetings shall be given.

All notices and general Agendas shall be made known either by direct correspondence or published in the Club's magazine. Should any member wish any matter to be discussed at any General Meeting they shall submit the text of such matter to the General Secretary not less than seven days prior to the meeting and it shall be included in the agenda.

5.3 Nominations for Council and Committee Members

No person other than a retiring member shall, unless recommended by the management committee, be eligible for election at any General Meeting unless, not less that 14 or more than 21 days before the date of the meeting, that prospective member has submitted a countersigned application for membership to the General Secretary or Chairman of the Club.

Retiring members to wish to offer themselves for re-election shall submit an application for membership to the General Secretary or Chairman of the Club at least 14 days before the date of the meeting.

All nominations correctly received shall be included on the Agenda.

5.4 Right to be Present

No person may take part in General

Meetings unless he has been duly elected as a member of the Club and has paid his subscription in accordance with the Rules and Bye-Laws.

5.5 Quorum

Twelve Members shall form a quorum at all General Meetings as provided for in Clause 15 of the Articles of Association.

5.6 Alterations to the Rules and Bye Laws

Any alterations may be made to the Rules and Bye-Laws by a General Meeting provided that:

a) Details of the proposed alteration(s) are included in the Agenda of such meeting

b) The resolution proposing such alteration(s) is carried out at least two thirds of those voting should a poll be demanded as provided for in Clause 15 of the Articles of Association.

Section 6 - General Rules

6.1 Observance and interpretation of Rules and Bye Laws

Every Member binds himself to abide by the rules and Bye-Laws of the Club as set out herein, and by any modification thereof made in conformity with such Rules and Bye-Laws, and also to accept as final and binding the decision

of the Council/Committee in all cases of dispute or disagreement as to their interpretation.

6.2 Copies of the Memorandum and Articles of Association and Rules and Bye Laws

Every Member shall be furnished with a copy of the Rules and Bye-Laws. Upon written request to the general Secretary, each member shall be furnished with a copy of the Memorandum of Articles of Association.

6.2 Gender

Wherever the context of these Rules and Bye-Laws requires it, the masculine shall be deemed to include the feminine.

6.3 Use of Club Name and Address

The name and/or any address of the Club shall not be given by a Member as his address for any purpose whatsoever, except with the express consent of the Council/Committee.

Applicants are advised that their membership details will be held on computer. This list is confidential and used only for providing address labels for club communications and lists for internal use only.