



## **RULES OF THE NAYLOR CAR CLUB**

1. **TITLE.** The name of the club shall be the "Naylor Car Club" hereinafter referred to as the 'Club'.
  
2. **OBJECTS.**
  - 2.1. To further interest in Naylor and Hutson TF1700 and Mahcon sports cars and motoring and motor sport.
  - 2.2. To arrange social and other meetings, discussions, lectures and tours.
  - 2.3. To afford members such benefits and privileges as it may be possible to arrange.
  - 2.4. To provide members with information, advice and assistance on matters connected with Naylor and Hutson TF1700 and Mahcon sports cars, motoring and motor sport.
  - 2.5. To maintain a register of Naylor and Hutson TF1700 and Mahcon sports cars and their owners.
  - 2.6. To watch local administration of the laws and regulations affecting motoring and motor vehicles and to report any proposed local action or scheme to Motorsport UK.
  - 2.7. To promote motor competitions in accordance with the rules of Motorsport UK.
  
3. **MEMBERSHIP CATEGORIES.** Membership is dependent on the appropriate fees as determined by the Committee from time to time being paid for the category of membership. Membership categories shall consist of:
  - 3.1. **Full Members.** Qualification for annual Full Membership is current ownership of a Naylor or Hutson TF1700 or Mahcon sports car or any derivative thereof as the Committee may accept. Full Members have the privilege of displaying the Club badge on their vehicles and of inviting guests to join meetings and social events and receive one copy of the Club magazine and news letters. Full Members are eligible to purchase car spares from the Club spares department and have access to the Club website Full Members section. Full Members are eligible to serve on the Club Committee and have one vote at General Meetings.
  
  - 3.2 **Joint Members.** Full Members may apply for Joint Membership where they wish their spouse or partner or one of their children and/or stepchildren to join. Benefits and rights are the same as for Full Members, except that only one copy of the Club magazine and newsletters will be sent to the couple.

3.3. **Associate Members.** Associate Membership shall be open to any person whose interests are sympathetic with those of the Club but who does not possess a vehicle qualifying them for Full Membership. Associate Members will receive the Club magazine and newsletters and are entitled to enter events and attend meetings including with their spouse, partner, children and/or stepchildren though they must not attempt to enter any event where the organisers have expressly asked for Full Members only. Associate Members have one vote at a General Meeting and are entitled to serve on the Committee.

3.4. **Life Members.** Life Membership may be offered in exceptional circumstances by the Committee to a person or persons who have worked tirelessly for many years to ensure the success of the Club. This membership entitles the person to Full Membership benefits and rights but they are not required to pay an annual subscription.

3.5. **Honorary Members.** Honorary Membership may be offered to a non-Club member who has supported the Naylor Car Club and can provide useful further support or guidance to the Club. No subscription is required and it does not entitle the individual to any voting privileges; however, they would be entitled to attend Club events and functions and to receive the Club magazine and newsletters. The membership is for a term not to exceed 5 years whereupon the Committee will review the membership with power to renew for a further term of 5 years.

4. **MEMBERSHIP APPLICATIONS.** The Registrar shall inform the Committee of new candidates for membership of the Club. The admittance of candidates shall be at the discretion of the Committee and, provided that there are no objections, agreement to membership shall be assumed and will commence from the receipt of the appropriate subscription. The subscription to be paid will be the appropriate proportion of the annual subscription for the year. No new member shall be entitled to any of the privileges of membership until after payment of their first subscription. For all Members, membership of the Club shall continue only for the period covered by the current subscription and membership will be reissued after the payment of the next subscription.

5. **RESIGNATION.** Any member wishing to resign their membership shall give notice in writing of such desire to the Registrar, Secretary or Treasurer on or before the date on which their subscription would have become due for renewal in any year, otherwise they shall be liable to pay the subscription for the ensuing year. Also any member ceasing, voluntarily or otherwise, to be a member of the Club shall thereafter cease to have any claim upon the property of the Club or to enjoy any privileges of membership but they shall remain liable for the payment of any debts due to the Club from them.

6. **EXPULSION OF MEMBERS.** It shall be the duty of the Committee if at any time they shall be of the opinion that the interests of the Club so require, by letter to invite any member to withdraw from the Club within a time specified in such a letter, and in default of such withdrawal to submit the question of their expulsion to a meeting of the Committee to be held within 42 days after the date of such a letter. Members of the Committee shall be given at least 14 days notice that the question of a withdrawal or expulsion is to be discussed at a meeting of the Committee. The member whose expulsion is under consideration shall be given at least 14 days notice of such a meeting and shall be allowed to offer an explanation of their conduct verbally or in writing and if two thirds of the Committee members present shall vote for their expulsion, they shall thereupon cease to be a member of the Club.



7. **CLUB MANAGEMENT.** The authority and responsibility for the transaction of the business of the Club and for its management shall be vested in the Committee. In addition to the powers and authorities by these rules expressly conferred on it the Committee may exercise all powers and do all acts in furtherance of the objects of the Club for which the Club is established or specified by the Club in a General Meeting.

8. **COMMITTEE.**

8.1. **Committee Role and Structure.** The management of the Club (except as otherwise provided by these rules) shall be deputed to a Committee which shall consist of not less than 6 and not more than 12 members who shall be elected at the Annual General Meeting (AGM). In addition the President, Vice President, Treasurer and Secretary shall be ex-officio members of the Committee. The ex-officio Officers shall have the full rights and privileges of Committee members. The Committee shall elect from amongst its own members a Chair and a Vice-chair. One half of the Committee members including the ex-officio members shall form a quorum. Honorary Members may not serve on the Committee. The Committee shall have the power to appoint a Sub-committee of not less than 3 persons to meet on its behalf in respect of any matter which is specifically referred to such a Sub-committee. The Committee shall have the power to co-opt other members at any time as they deem necessary.

8.2. **Election of Committee.** The ex-officio Officers and Committee members shall retire from their posts each year at the AGM and the election of new ex-officio Officers and Committee members shall take place. The retiring Officers and other members of the Committee shall be eligible for re-election. The secretary must receive nominations for the continuation of current Committee members no later than 7 days before the AGM. New candidates for election to the Committee must be received by the Secretary not less than 7 days before the AGM, with a statement in writing signed by each member nominated that they are willing to serve. The member proposing them shall sign the nomination. Once the Committee has been elected at the AGM, proceedings will be adjourned and a Chair and Vice-chair will be proposed and elected by the newly appointed Committee, after which the AGM will be reconvened and the newly elected individuals confirmed to the membership. The Committee can nominate a member or members who have provided exceptional service to the club to be President or Vice-president for approval at the AGM.

8.3. **Meetings of the Committee.** The secretary, either of his own accord or by direction of the chair shall, unless otherwise agreed by all the Committee, give at least 14 days notice in writing of a meeting. It shall be the duty of the Secretary to attend in person or by deputy, all meetings of the Club and all meetings of the Committee to take minutes of the proceedings. Such minutes shall be entered in a book and presented for confirmation at the following meeting.

8.4. **Voting by Committee Members.** Each member present at a meeting of the Committee, including the ex-officio officers, shall be entitled to exercise one vote. In the event of a tie, the Chair's vote shall be regarded as decisive. The Committee shall vote by ballot if any member so demands.

8.5. **Absence from Committee.** Any members of the Committee who shall, without sufficient reason, absent themselves from three consecutive Committee meetings may be called upon to resign their position upon the Committee.

9. **FINANCE.**

9.1. **Banking.** The Treasurer, acting in the name of the Club, shall bank all moneys of the Club and no disbursements shall be made therefrom except in accordance with the form or forms authorised by the Committee.

9.2. **Subscriptions.** The annual subscription rate(s) applied to membership shall be such a sum as the Committee may from time to time determine. All annual subscriptions (except the first subscription of a new member as provided by Rule 4) should be paid by the 30th June and in any case within 60 days thereafter.

9.3. **Non-Payment of subscriptions.** Any member of the Club who has not paid their subscription within 60 days of the date on which it became due shall be notified of the fact in writing by the Registrar, Treasurer or Secretary and 30 days thereafter any member who has still failed to pay their subscription may, unless sufficient reason be shown to the Committee, be taken off the register of members forthwith. No member whose subscription is in arrears shall be eligible to take part in any competitions organised by the Club under the rules of Motorsport UK.

10. **GENERAL MEETINGS.**

10.1 **The Annual General Meeting.** The AGM of the Club shall be held in the month of September in each year upon a date and a time to be fixed by the Committee, 15 members shall form a quorum. The AGM shall: receive from the Committee a full statement of account duly audited showing receipts and expenditure for the year; settle any remuneration for the officers of the Club and the auditor; elect the auditor of the Club; elect the ex-officio officers of the Club and the members of the Committee as described in Rule 8.2. above; receive a report from the Chair of the activities of the Club during the year; and decide on any resolution that may be duly submitted to the Meeting as hereinafter provided.

10.2. **Special General Meetings.** A Special General Meeting may be convened by direction of the Committee or on a requisition to the Secretary stating the business for which the Special General Meeting is required and signed by not less than twelve members. If the meeting so requisitioned is not convened within 28 days, the said twelve members may convene such a meeting. 15 members shall form a quorum.

10.3. **Notice to Hold.** The secretary shall send out a Notice to Hold a General Meeting at least 21 days prior.

10.3. **Agenda.** When members wish a matter to be discussed at a General Meeting, the text of such matters signed by at least two members shall be sent to the Secretary at least 14 days before the date of such meeting so that it may be included in the agenda. Copies of the agenda shall be sent to all members at least 7 days before the date of the meeting along with a copy of the annual accounts for an AGM. The fact that any member has not received an agenda will not invalidate the proceedings. Business that is not included on the agenda may not be discussed unless a majority of members present are in favour. Should the proposer of any motion fail to move a resolution in respect of the relevant item on the agenda then any other member shall be entitled to do so.



10.4. **Voting.** Every person with a right to do so may exercise one vote. At all General Meetings except as provided in Rules 11.2. and 13., a majority of votes decides a resolution with the Chair's vote being decisive in the event of a tie. At any General Meeting any twelve members may demand a ballot, and thereupon the meeting shall be adjourned to a time and a place named by the Chair, and a remote poll shall be taken of all members of the Club. The decision of the members shall be reported to the reconvened meeting and shall be deemed to be the decision of such a meeting.

10.5. **Right to be Present.** No person or persons can take part in General Meetings unless they have been duly accepted as a member of the Club and have paid their subscription according to the Rules.

## 11. **CLUB RULES.**

11.1. **Observance and Interpretation of the Rules.** Every member binds themselves to abide by the Rules of the Club; also by any modifications thereof made in conformity with such Rules; and also to accept as final and binding the decisions of the Committee in all cases of dispute or disagreement as to the interpretation of these Rules. Every member shall have sight of the Club Rules upon joining and after any changes. All motor competitions organised by the Club shall be held under the rules and requirements of Motorsport UK to which members are also bound and must adhere to their code of conduct. Members must: conduct themselves in a proper manner at all times, in the best interests of UK motorsport; respect the decision of event officials; treat all competitors, marshals and officials equally with respect; maintain the highest standards of driving behaviour; not discriminate against individuals for any reason, whether as a result of race, colour, gender, marital status, sexuality, age, disability, occupation, religion or political persuasion. Any member convicted of an offence arising out of his being in charge of a motor vehicle in any Club event or on Club business shall thereupon be liable for expulsion from the Club under Rule 6.

11.2. **Alteration of the Rules.** Any alteration may be made to these rules by a General Meeting provided that details of the proposed alteration(s) are included in the notice to hold the General Meeting. Alteration(s) will be carried by a vote of a least two thirds of those present and voting or at least two thirds of those polling. The Club rules should be reviewed on a regular 3 yearly basis.

## 12. **MISCELLANEOUS.**

12.1. **Club Events.** Any Club Officer or member wishing to organise a Club event must notify the Events Co-ordinator or Chair at least 6 months before the proposed date of the event in order to receive approval. This is in order to avoid clashes of dates with other events and potentially to satisfy Motorsport UK requirements. If the proposed dates are unacceptable alternatives may be suggested. Once dates have been agreed they may not be altered without the assent of the Co-ordinator or Chair. This rule does not preclude the arrangement of informal ad hoc runs by groups of local members, which need not be notified.

12.2. **Sale of Items.** The sale of merchandise to raise money for the Club may only be made to Club Members, whereas the sale of spare parts may only be made to Full Members of the Club.

12.3. **Badges.** Any badges issued to a Full Member shall become the property of that Member. No Member shall display any such badge in a manner which may bring the Club into disrepute, nor following his/her ceasing to be a member of the Club.

12.4. **Use of Club Name.** The name of the Club shall not be used by a member for his/her trade, advertising or business purposes or in connection with any legal proceedings.

12.5. **Safeguarding Policy, General data Protection Regulation (GDPR), Social Media.** The Club intends to follow the guidance published on the Motorsport UK website where relevant.

13. **DISSOLUTION.** The Club may be dissolved by a Special General Meeting convened by the direction of the Committee, or on the requisition of the majority of the members. If the resolution of dissolution be duly passed by at least two thirds of those present and entitled to vote, the committee shall forthwith liquidate the affairs of the Club. If there be any surplus assets on realisation, these shall be disposed of at the discretion of the committee, save that neither members of the committee nor their families shall benefit from such disposal except pro-rata with other members of the Club.

These Club rules replace any and all previous versions and were ratified by the Club membership at the AGM September 2023.

Signed.....*RE Hennessey*.....Chair

date.....*09/09/2023*.....

Signed.....*T. Arditt*.....Secretary

date.....*09/09/2023*.....