

The Gordon-Keeble Owners' Club ®

Constitution

1. Name

The name of the club shall be Gordon-Keeble Owners' Club, hereinafter referred to as GKOC.

2. Aims

The aims of the GKOC are:

To bring together owners and enthusiasts of the Gordon-Keeble car.

To encourage and enable its preservation and perpetuation.

To foster the enjoyment of using the cars in the company of like-minded persons.

To nurture mutual support and joint aid among the members.

To promote and protect the history, image and perception of the Gordon-Keeble marque.

3. Membership

Application for **Full Membership** is invited from anyone who:

Currently owns, or has previously owned, a Gordon G.T. or Gordon-Keeble car, made between 1959 and 1971 inclusive.

Associate Membership is open to:

Ex-employees, pending owners and marque enthusiasts.

Honorary Membership may be bestowed by the GKOC Committee to:

Any person in recognition of outstanding service to the club.

The Vice-President is an Honorary member.

All of the above three membership categories carry the entitlement to vote at an Annual General Meeting.

Family Membership is free to any one person related to a member in any of the above three categories.

An additional family member may also join, on payment of a small administrative fee.

However, only one Family Member may be nominated to cast a vote at the Annual General Meeting.

A Family Member can enrol as an Associate Member on payment of the full annual membership fee.

Membership will begin as soon as the membership form and first annual payment has been received. Note, however, that all applications for membership are subject to acceptance by the GKOC Committee, which maintains the right to reject an application without explanation.

There will be an annual membership fee which will be agreed at the Annual General Meeting (AGM) and will be payable by all Full and Associate Members.

A list of all members will be kept by the Membership Secretary.

Members may resign at any time in writing to the Committee via the Membership Secretary.

Any member who has not paid their membership fee within three months of its due date will be contacted on behalf of the Committee who, if payment is not then made, will decide whether that member is deemed to have resigned.

Any offensive behaviour, including racist, sexist or inflammatory remarks and/or actions detrimental to the well-being of the GKOC will not be tolerated. Anyone behaving in an offensive way or breaking the equal opportunities policy may, at the discretion of the Committee, be asked to desist, apologise or resign from the club. The individual concerned shall have the right to be heard by the Committee, accompanied by a friend, before a final decision is made.

In the event of a member leaving during the course of the year, for whatever reason, no refund of the membership fee will be due.

The Club will abide by the requirements of the Data Protection Act 1998, and/or any new Act or subsequent revision. Information provided by members will only be shared with any third party with whom the Club has an agreement for the protection of data, including but not limited to printing services. The Club will not sell

or otherwise share information for marketing, telesales or other purposes not in pursuance of the Club's aims.

4. Equal Opportunities

GKOC will not discriminate on the grounds of gender, race, colour, ethnic or national origin, sexuality, disability, religious or political belief, marital status or age.

5. Officers and Committee

The business of the GKOC will be carried out by a Committee, comprising the Vice-President, Officers elected at the Annual General Meeting, and such other members drawn from the Full or Associate Members to fulfil the requisite club functions. Additional members may be co-opted onto the Committee at the discretion of the Committee.

The Committee will meet not less than once a year.

The Officers' roles are as follows:

Chair, who shall chair the annual general meeting. This position will generally be held for two years.

General Secretary, who shall be responsible for Minutes being taken at Meetings, the distribution of papers and administration.

Membership Secretary, who shall be responsible for keeping records of members.

Treasurer, who shall be responsible for maintaining accounts.

Present incumbents of the General Secretary, Membership Secretary and Treasurer positions may stand for re-election at the AGM.

In the event of an officer standing down during the year, a member may be co-opted and a replacement will be elected at the next General Meeting of members.

6. Meetings

6.1. Annual General Meetings

The inaugural Annual General Meeting will be held in September 2017.

An AGM will be held within fifteen months of each previous AGM.

Members will be given at least 3 weeks' notice by telephone, email or post, giving the venue, date and time.

Any member unable to attend may vote by proxy. The member must nominate their proxy and duly advise the Secretary at least 2 weeks before the AGM. The proxy will carry the member's vote at the meeting.

Nominations for the committee may be made to the Secretary before the meeting, or at the meeting.

The quorum for the AGM will be a minimum of 10 eligible voting members.

At the AGM:-

The Committee will present a report of the activities of the GKOC over the year.

The Committee will present the accounts of the club for the previous financial year.

The Officers for the next year will be elected, re-elected or ratified, as appropriate.

Any proposals received by the Secretary at least 7 days in advance of the meeting will be discussed.

6.2 Special General Meetings

The Secretary will call a Special General Meeting at the request of a minimum of 10 club members giving a written request to the Chair or Secretary stating the reason for their request.

The meeting will take place within twenty-one days of the request.

All members will be given two weeks' notice of such a meeting, giving the venue, date, time and agenda, and notice may be by telephone, email or post.

Members unable to attend may vote by proxy, advising the Secretary at least 10 days before the meeting.

The quorum for the Special General Meeting will be a minimum of 10 voting members.

6.3 Committee Meetings

Committee meetings may be called by the Vice President, Chair or Secretary. Committee members must receive at least 7 days' notice of the meeting.

Committee meetings will normally be chaired by the Vice-President or, in the absence thereof, the Chair.

The quorum for Committee meetings is 5 Committee members.

The Committee meetings will be open to any other member of the GKOC wishing to attend, who may speak but not vote.

7. Rules of Procedure for meetings

All questions that arise at any meeting will be discussed openly and the meeting will seek to find an answer that everyone present can agree to.

If a consensus cannot be reached, a vote will be taken and a decision will be made by a simple majority of members present. If the number of votes cast on each side is equal, the Chair shall have an additional casting vote.

In the case of an AGM or Special GM, all club members present, be they Full, Associate, Honorary or one nominated Family member, are entitled to vote.

At Committee Meetings, the Officers and standing Committee Members (provided they are Full, Associate or Honorary) are entitled to vote. In the event of a tie, the Chair shall have a casting vote.

8. Finances

An account will be maintained on behalf of the club at a bank agreed by the Committee. Two cheque signatories will be nominated by the Committee (one to be the Treasurer). The signatories must not be related nor members of the same household.

All payments must be agreed by the two signatories.

For cheques and other payments under £250 (such as BACS payments, cash withdrawals, debit card payments or cash payments), a collateral document will be signed by one of the two signatories, and held by the treasurer.

For transactions in excess of £250, both signatories must be in agreement and the collateral document signed by at least one of them.

Records of income and expenditure will be maintained by the Treasurer and a financial statement presented at each meeting. An annual Statement of Account should be produced for examination by a suitable person (not on the Committee) and presented for acceptance by the Membership at the AGM.

All money raised by or on behalf of the GKOC may only be used to further the aims of the GKOC, as specified in item 2 of this constitution.

9. Assets

Club Assets such as, but not limited only to, trusteeship of registered marks and badges, club regalia, the marque's historical archives, club presentation material and financial/correspondence records remain the property of the GKOC. Any person holding such assets, upon relinquishment for whatever reason of their position or entitlement to be custodian thereof, must surrender same forthwith to the Club.

10. Amendments to the Constitution

Amendments to the Constitution may only be made at the Annual General Meeting or a Special General Meeting.

Any proposal to amend the Constitution must be given to the General Secretary in writing. The proposal must then be circulated with the notice of meeting.

Any proposal to amend the Constitution will require a two thirds majority of those present and entitled to vote.

11. Dissolution

If a meeting, by simple majority, decides that it is necessary to close down the GKOC, it may call a Special General Meeting to do so. The sole business of this meeting will be to dissolve the club.

If it is agreed to dissolve the club, all remaining money and other assets, once outstanding debts have been paid, will be donated to a charitable organisation. The organisation will be chosen at the meeting which agrees the dissolution.

The Draft Constitution, including the amendments outlined in the Minutes of the Inaugural General Meeting of the GKOC on 2nd September 2017, was approved and signed by Paul Thompson (Club Chairman) and Ann James (Vice-President) on that date.

This version RD 3, drafted 31/10/2017, incorporates the amendments approved above and the proposed additions raised and minuted at the AGM, as considered and agreed at the Annual Committee Meeting 05/11/2017.