

THE CRANKHANDLE CLUB
(Founded 1955)

CONSTITUTION
(Including all amendment up to 05/2007)

1. NAME

The name of the Club shall be THE CRANKHANDLE CLUB, hereinafter referred to as the Club

2. LEGAL STANDING

The Club shall be a separate persona in law having an existence distinct from that of its members and accordingly;

- a) The Club shall be a body corporate at law with perpetual succession.
- b) The Club shall have capacity in its own name to own property as distinct from its members.
- c) The Club is not formed for profit or gain. All assets shall be used for the objects of the Club and no assets shall be used for the profit or gain of individual members.
- d) The liability of members for the debts of the Club shall be limited to the extent of their unpaid subscriptions.
- e) The Club shall sue and be sued in its own name.

3. OBJECTS

The objects of the Club shall be:

- a) To encourage the interest , ownership, use, restoration and preservation of motor vehicles as classified by the SOUTHERN AFRICA VETERAN AND VINTAGE ASSOCIATION, and of such vehicles of an age less than twenty years as may be deemed to be worthy of preservation by the Club, and to promote any competitions, exhibitions or other activities to the furtherance of these aims.
- b) To foster, actively the preservation of all records, literature, data objects and memorabilia pertaining in any to the above and/or any associated matters.
- c) To co-operate with any bodies, institution or clubs concerned directly or indirectly with motoring in any of its many forms.
- d) If deemed expedient:
 - 1) To acquire by purchase, cession, private exchange, lease, tender, donation or otherwise from any State, individual corporation, firm or company and deal with movable and immovable property, shares, debentures, debenture stock, government or municipal stock or any other securities of any company or private undertaking.
 - 2) To sell, improve, develop, transfer, exchange, donate, lease, mortgage, dispose of or pledge or otherwise deal with all or any kind of property both movable or immovable.
 - 3) To borrow, raise and if need be, to secure the payment of money upon pledge, or mortgage of the Club's property movable or immovable.
 - 4) To insure the whole or any part of the property of the Club, either fully or partly against fire, accident, loss, damage and liability of any kind.

4. MEMBERSHIP

a) Applications.

Applicants for membership shall complete such forms of application for membership as may be prescribed by the Committee from time to time. Applicants must be proposed and seconded by two members of the Club as defined in clauses 4(b) 1,2,3,4 and 6 excepting that no member may either as a proposer or a seconder, sponsor more than 3 (three) new members into the Club in each club year and that he or she shall have been a member for at least 1 (one) year. When the completed application form has been received by the Honorary Treasurer, supported by a proposer and a seconder, it will be submitted to the Committee for approval by a simple majority. When such approval has been granted and the requisite payment made to the Honorary Treasurer, the applicant will be issued with a club membership card and a copy of the Constitution. Presentation of an application form will be held to be evidence of the applicant's acceptance of the Club's Constitution in its entirety, whether or not it has been read by the applicant at the time,

b) Classes

There shall be the following classes of membership:

1. Foundation Members – being those members who become members within three months of the date of the first meeting held on Friday, 14 July 1955.
2. Senior Members - Unbroken membership of 15 (fifteen) years in classes (3), (4) or (7) shall entitle the member to Senior membership. Senior Members will enjoy all the rights and privileges accorded to Foundation Members.
3. Full Members – Application for Full membership is open to any person over the age of 18 years.
4. Country Members - Application for Country membership is open to any person over the age of 18 years residing more than 80km from the General Post Office, Cape Town.
5. Honorary Members – being persons elected to membership at an Annual General Meeting or Special General Meeting called for the purpose, in recognition of services rendered to the Club or for interest shown in the aims and objects of the Club or by virtue of their services to motoring in general. Such members shall be proposed by the Committee. Membership lapses at the next Annual General Meeting but Honorary Members may be re-elected.
6. Honorary Life Members – being members defined in clauses 4 (b) 1,2,3 and 4 elected to this status in recognition of outstanding service rendered to the Club for a long period. Nomination of Honorary Life membership require to be proposed and seconded by members as defined in clauses 4(b) 1,2,3 and 4 and submitted to the Committee for approval by a simple majority vote. If the Committee approves the nomination, the nominee shall be elected to membership at an Annual General Meeting or a Special General Meeting called for the purpose.
7. Family Members – The spouse and/or children (under the age of 18 years) of any members as defined in clauses 4(b) 1, 2, 3,4 and 6 may apply to be Family members.
8. Junior Members – Application for Junior membership is open to any person over 12 years and under 18 years.

Members as defined in clauses 4(b) 1, 2, 3, 4 and 6 are entitled to all the benefits of membership, including the right to vote at any General Meeting and to stand for election to the Committee. Members as defined in clauses 4(b) 5, 7 and 8 shall enjoy the privileges of membership and drive in events when eligible, but shall not have voting rights and may not stand for election to the Committee.

Should a Family member or Junior member, having enjoyed such membership for three consecutive years, wish to become a Full or Country members, an Entrance Fee will not be levied. Club correspondence and circulars will not be sent separately to Family members or to any member paying a reduced subscription in terms of clause 11(e) if they reside at the same address as their spouses and/or parents. Such correspondence and circulars will only be sent to Junior members if their parents are not members.

The privileges of membership shall not be transferable and shall cease on the death of a member, except that Family membership shall be valid for the remainder of the year.

c) Termination

1. Resignation

Any member wishing to resign shall give notice in writing to the Honorary Secretary. No refund of subscriptions or other monies will be made on resignation. If a member resigns in good standing and wishes to re-apply for membership at a future date he or she will not be liable for any entrance fee or other charges that may be levied on new members from time to time.

2. Non-payment of Subscriptions

Any member whose subscription is not paid before the time and date of the Annual General Meeting shall cease to enjoy the privileges of membership. Any member whose subscriptions is not paid by 30 September following that year's Annual General Meeting shall cease to be a member. If such a member wishes to rejoin the Club after 30 September of any year, the Committee shall have the discretion to reinstate him or her as a member, if he or she has tendered his or her subscription and any arrears and has satisfied the Committee at a Committee Meeting as to his or her failure for paying subscriptions due and his or her reasons for wanting to rejoin

3. Expulsion

Any member who by a greater than two-thirds majority vote of the Committee shall be found to have committed a breach of the Constitution of the Club, or to have been found guilty of conduct rendering it desirable that he or she should cease to be a member, may be expelled from the Club by the Committee, after an enquiry at which they shall have been invited in writing to be present, provide that such a member shall have the right to appeal to a Special General Meeting of the Club whose decision by a majority vote in a secret ballot shall be final

5. CLUB

The Club shall consist of :-

- a) An executive Committee headed by a chairman;
- b) Trustees
- c) A non-executive President and Vice-Presidents;
- d) Members as defined in Clause 4(b)

6. MANAGEMENT

The affairs and activities of the Club shall be managed by the Committee which shall have full power and authority to do and to perform all acts and things within the scope of the objects of the Club, which are not specifically reserved to the Annual General Meeting or a Special General Meeting or otherwise defined in this Constitution.

7. ELECTION OF OFFICE BEARERS AND COMMITTEE MEMBERS

a) The President

The president shall be elected at the last meeting of the outgoing Committee. The President shall be elected for a period of one year. After serving a term of three consecutive years, he/she shall not be eligible for re-election for a period of three years. Members wishing to nominate a President for the ensuing year must lodge their nominations in writing with the Honorary Secretary no later than 30 June. The election shall be decided by a majority vote of the Committee after all nominees for the post have advised in that they are prepared to accept the nomination. The President shall not have a vote in the affairs of the Club unless simultaneously a member as defined in clause 4(b) 1, 2, 3, 4 or 6.

b) Vice Presidents

One or two Vice-Presidents shall be elected at the Annual General Meeting. Nominations for Vice-Presidents, countersigned by the Nominees, must be lodged in writing with the Honorary Secretary not less than fourteen days before the advertised date of the Annual General Meeting. Vice-Presidents shall hold office until the next Annual General Meeting and shall not have a vote in the affairs of the Club unless simultaneously a member as defined in Clause 4(b) 1, 2, 3, 4 or 6.

c) Office Bearers and Committee Members

Each year at the Annual General Meeting the following shall be elected to hold office until the next Annual General Meeting.

- 1) A Chairman:
- 2) A Vice Chairman:
- 3) An Honorary Secretary:
- 4) An Honorary Treasurer:
- 5) Up to 5 Committee Members

1, 2, 3 and 4 shall herein be referred to as the Office Bearers.

Nominations for the above posts, countersigned by the nominees, must be in writing and must be lodged with the Honorary Secretary not less than 14 days before the advertised date of the Annual General Meeting. Retiring Office Bearers shall be eligible for re-election, but those who have served in office for a period of three full years may only be re-elected for a fourth year with a two-thirds majority vote, and thereafter, will not be eligible for election as Office Bearers or Committee Members for a period of two years except in terms of Clause 8(b).

Retiring Committee Members shall be eligible for re-election but those who have served for three full years shall not be eligible for re-election as Committee Members, but shall not be barred from nomination and election to a Office Bearer's post.

d) Trustees

Three Trustees shall be appointed by the Annual General Meeting or a Special General Meeting. The appointment of one such Trustee shall be for one year, another for two years and a third for three years. All Trustees shall not be eligible for re-appointment on termination of their office. A one year break is mandatory before a past Trustee or Alternate may seek re-election. When any Trustee is appointed or re-appointed, the meeting shall appoint an alternate to such Trustee to act in the absence or incapacity of a Trustee, such alternates to be appointed on the same basis as for the same duration as the Trustee.

Nominations for Trustees, countersigned by the nominee, must be made in writing and delivered to the Honorary Secretary not less than 14 days before the advertised date of the Annual General Meeting or seven days before the advertised date of a Special General Meeting.

8. THE COMMITTEE

- a) The committee shall comprise of not less than 5(five) or not more than 8(eight) persons:
 1. The Chairman:
 2. The Vice Chairman:
 3. The Honorary Secretary:
 4. The Honorary Treasurer:
 5. Up to five members:
- b) The Committee shall, at its first meeting after the Annual General Meeting, appoint members of the Committee to the portfolios of Publications Officer, Social Events Officer, Competitive Events Officer and the Club Property Manager as well as appointing a Librarian, a SOUTHERN AFRICAN VETERAN AND VINTAGE ASSOCIATE Delegate and an Alternate SAVVA Delegate.
- c) The Committee shall have the power to appoint Sub-committees, always provided that the Committee shall be responsible to the Club for any acts of such Sub-committees. The Committee may at any time terminate any appointment to a sub-committee. Such Sub-committee and membership of sub-committees shall be ratified at each Annual General Meeting if the sub-committee is to exist beyond the date of the Annual General Meeting.
- d) The Committee may fill any vacancy occurring in any office or in itself by co-option, such co-option shall be valid for the Committee's term of office.
- e) Any member of the committee or any sub-committee failing to attend two consecutive meetings of his or her committee of which due notice has been given, and failing to provide an explanation satisfactory to the Committee of sub-committee shall cease to be a member of such Committee.

9. POWERS AND DUTIES OF THE COMMITTEE

- a) The duty of the Committee will be to attend to manage the day-to-day affairs of the Club.
- b) The Committee shall meet once a month.
- c) Proper records of all meetings, available on request to Club members at the discretion of the Committee, shall be kept.
- d) Proper registers of members and Club assets shall be kept.
- e) All monies received by the Honorary Treasurer shall be receipted.
- f) Two authorised members of the Committee shall sign all cheques.
- g) The Committee shall protect the assets of the Club and shall arrange for their insurance.

10. FINANCE

- a) The Financial Year of the Club shall run from 1st July to 30th June.

- b) The Honorary Treasurer shall keep proper books and accounts reflecting all the financial dealings of the club and the committee shall arrange for their audit prior to the submission of the financial statements and Balance Sheet to members along with notice of the Agenda of the Annual General Meeting.
- c) All monies received for and on behalf of the Club shall be handed forthwith to the Honorary Treasurer, who shall deposit such monies without undue delay with such banking institution as may be decided by Committee.
- d) The Honorary Treasurer and Honorary Secretary may carry such petty cash as may be authorised by the Committee, and may authorise other committee members to hold petty cash and/or floats.
- e) All payments, irrespective of the amount and method and including the reimbursement of petty cash held floats must be authorised by the Committee.
- f) The Committee shall decide on the amount and method of investment of any funds which the Club may accumulate and which appear to be surplus to immediate needs and shall only have the power to invest them in registered financial institutions without specific approval of the Club.
- g) Members shall not incur any liability beyond payment of the subscription fixed at an Annual General Meeting and every officer and member of the Club shall be indemnified by the Club against any costs, losses and expenses which any officer or member may incur or become liable for in any way in the execution of his or her office or trust, unless same shall be incurred or occasioned by his or her own wilful act or default, and none of the said officers or members shall be answerable for any act or default of any other of them or for any loss, misfortune or damages which may happen in the execution of the duties of his or her office or trust or in relation thereto , except where same shall have happened by his or her own wilful act or default.
- h) If at any time the club shall be wound up, the Trustees shall allocate the Club assets as follows and in the following order:
 1. To liquidate any overdraft, bond or other public liability;
 2. To return any interest-free loans if any are outstanding;
 3. Any assets remaining must be transferred to another non-profit making organisation having similar objectives, in accordance with proceedings taken at a properly constituted Special General Meeting at which the Trustees or the Alternates must be present.

11. ENTRANCE FEES AND SUBSCRIPTIONS

- a) The entrance fees and subscriptions shall be determined from time to time at successive Annual General Meetings or Special General Meetings if so convened, except that the Committee may predetermine an increase in subscriptions in time for the new Club year up to maximum of 10%. Any such increase shall be advised to members in writing. Any changes approved by the Annual General Meeting or Special General Meeting shall be advised to all members within thirty(30) days of such meeting along with Minutes of the meeting.

Entrance fees and subscriptions shall be determined for each class of membership, viz:

- 1) Foundation Members – Annual Subscription;
- 2) Senior Members – Annual Subscription;
- 3) Full Members – Entrance Fee and Annual Subscription;
- 4) Country Members – Entrance Fee and Annual Subscription;

- 5) Honorary Members – Nil;
 - 6) Honorary Life Members – Nil;
 - 7) Family Members – Annual Subscription;
 - 8) Junior Members – Annual Subscription;
- b) The Committee may in its sole discretion decide to reduce the subscription payable by a member in deserving cases and to exempt a member from the obligation to pay a subscription in such cases.
 - c) Where the applicant to any category of membership has, immediately prior to his or her application to join the Club, been a member of any other club affiliated to the SOUTHERN AFRICA VETERAN AND VINTAGE ASSOCIATION in the Republic of South Africa, the Entrance Fee shall be waived if a letter from his or her previous club is presented with his or her application for membership, stating that he or she is or was a member in good standing and that a change of domicile of a minimum of 80 kilometres is involved.
 - d) Application for membership, as defined in Clause 4(b) 3 and 4, by a husband and wife shall incur only one Entrance Fee.
 - e) The Annual Subscription fee payable by a husband and wife, who have both applied for membership, will be a reduced rate of 75% of the normal subscription for two members.

12. ADMINISTRATION

- a) The Annual General Meeting of the Club shall be held before 31st August each year and thirty days notice shall be sent to members. The audited Accounts and Balance Sheet for the previous financial year shall be sent with the Agenda of the meeting not less than seven days before the Annual General Meeting. Notice of all Annual General Meetings shall be deemed adequate if the relevant envelopes containing the notices are postmarked thirty two days prior to the dates of the intended meetings.
- b) A Special General Meeting may be called by the Committee, the Chairman, the Honorary Secretary, or if requested by notice in writing, delivered to the Honorary Secretary, signed by not less than 20% of the total members of the Club as defined in Clauses 4(b) 1, 2, 3, 4 and 6 or any one of the Trustees, the Committee shall call a Special General Meeting. An application for a Special General Meeting shall state the objects of the meeting, giving full particulars of all matters to be discussed at such a meeting. Not less than 14 days notice of a Special General Meeting shall be given, by the Honorary Secretary, in writing to members, together with an explanation of the object of the Meeting, as well as an Agenda.
- c) It shall not be competent for members to vote on any matter not included in the published agenda or amendments thereto at any Annual General Meeting or Special General Meeting.
- d) All decisions at any meeting shall be by majority vote save those under clauses 4(c) 3,7(c), 14(b) and 15 and shall be by a show of hands unless a secret ballot is requested. The Chairman shall have the casting vote.
- e) Only members as defined in Clause 4(b) 1, 2, 3, 4 and 6 who are in good standing, shall be entitled to vote.
- f) Proxies and postal votes shall be allowed and must be in writing. No member shall be entitled to hold more than a maximum of five(5) proxies. To be eligible they must be delivered to the Honorary Secretary not less than thirty minutes before the meeting at which they are to be used. Postal votes on an amended proposal are void.

- g) Business meeting of the Club at which general matters as well as policy matters shall be discussed shall be held quarterly or more frequently.
- h) Minutes shall be kept of all meetings and shall form part of the records of the Club.
- i) Quorums: The following shall be Quorums for the meetings referred to;
 - 1) Annual General Meeting and Special General Meeting – 20% or 50 of the members in good standing as defined in Clause 4(b) 1, 2, 3. In the absence of such a quorum upon the advertised date and time of the meeting, the meeting shall be adjourned. All members shall be advised in writing of the adjournment and the date of the resumption in writing, when those present at the adjournment shall constitute a quorum. The adjourned meeting shall be held at least 14(fourteen) days after the advertised meeting.
 - 2) Committee Meetings: At least 50% of the members of the Committee'
 - 3) Proxies shall be counted as part of the quorum total if general, otherwise if they are specific, then they shall be part of the quorum for that proposal only.

13. CLUB VEHICLE AND OTHER ASSETS

- a) The acquisition or sale of any vehicles by the Club must be discussed and voted on at an Annual General Meeting or Special General Meeting. Custodianship and use of such vehicles shall likewise be voted on at an Annual General Meeting or a Special General Meeting, after a recommendation by the Committee as to the manner of their custodianship and use had been advised to all members in terms of notice for such meetings.
- b) All other assets not acquired for resale can only be sold if all the Trustees give their consent in writing, except that duplicate copies of books, magazines etc., may be disposed of by sale to club members with approval of the Librarian and the Committee.

14. CONSTITUTION

- a) No amendments, additions to or deletions from this Constitution shall be made except at an Annual General Meeting or a Special General Meeting, where such proposed amendment, addition to or deletion from has been included in the published agenda. All amendments, qualifications and the like to any proposal or resolution on the Agenda of an Annual General Meeting or Special General Meeting can be taken from any member during or before such meetings but such an amendment can only be voted upon at a subsequent meeting after such amended proposal has been circulated in such meeting's agenda.
- b) No change in, or addition to the objects of the Club as defined in Clause 3 shall be made without the agreement of a two-thirds majority of all Foundation and Senior Members.
- c) The interpretation of this Constitution by the Committee and Trustees, by simple majority, shall be deemed to be final.

15 TRUSTEES

All the assets of the Club, movable and immovable, shall vest in the Trustees for the time being of the Club, as are appointed in terms of the aforementioned provisions, and the said Trustees are empowered to deal with the Club's assets in accordance with the objects of the Club set out in Clause 3(d) above. In the exercise of such powers the said Trustees shall take cognizance of any recommendation placed before them by the Committee but shall not be bound by such recommendations.

The Trustees shall abide by the greater than two-thirds majority vote of members at an Annual General Meeting or Special General Meeting provided that the meeting has not been adjourned and resumed.

