

NOTICE

**The Nottingham Sports Car Club  
Ltd.**



**RULES**

## **OBJECTS**

1. To promote, hold and encourage motor racing and motor sport generally.
2. To organise social events for the benefit of members and their friends.

## **MEMBERSHIP**

### **3. Applications for membership**

No person shall become a member of the company unless:

- (a) that person has completed an application for membership in a form approved by the directors, and
- (b) the directors have approved the application.

4. The annual subscription due on the 1st January shall be as follows:

AS ON APPLICATION      **AS ON APPLICATION FOR MEMBERSHIP / MEMBERSHIP  
RENEWAL**

Any person becoming a member of the Club on or after the 1st October in any year shall pay the appropriate subscription on acceptance which shall entitle him to membership until 31st December of the following year.

Any person becoming.

### **5. Termination of membership**

- (1) A member may withdraw from membership of the company by giving 7 days' notice to the company in writing.
- (2) Membership is not transferable

### **6. Payment of membership subscriptions**

- (1) Any person wishing to be a member of the company must pay annual subscriptions. Membership is valid for the period from 1st January to 31st December each year or part thereof. There is no reduction or apportionment of membership subscriptions received after 1st January. Costs of the various levels of Membership shall be reviewed each year and amended at the discretion of the Directors of the Club.
- (2) In the event that a member has not paid his subscription, his membership shall automatically cease.

7. The liability of each member is limited to £1, being the amount that each member undertakes to contribute to the assets of the company in the event of its being wound up while he is a member or within one year after he ceases to be a member, for:-
  - (a) payment of the company's debts and liabilities contracted before he ceases to be

a member,

(b) payment of the costs, charges and expenses of winding up, and

(c) adjustment of the rights of the contributories among themselves.

### **GENERAL MEETING**

8. The Club shall hold a General Meeting annually with a minimum 48hours notice to all members.
9. No business shall be transacted at a General Meeting unless a quorum of ten members shall be present.
10. **Voting: general**  
A resolution put to the vote of a general meeting must be decided on a show of hands unless a poll is duly demanded in accordance with the articles.  
In the case of equality of votes the Chairman of the meeting shall be entitled to a second or casting vote.
11. Every member shall have one vote.
12. Members wishing to propose any business at a General Meeting must send particulars in writing to the Secretary at least 48 hours before the meeting.  
An “ordinary resolution” a resolution proposed or passed (as the case may be) by 6 or more of the members of the company being entitled to attend and vote in general meeting.  
A “special resolution” a resolution proposed or passed (as the case may be) by 8 or more of the members of the company being entitled to attend and vote in general meeting.

### **DIRECTORS**

13. **Directors’ general authority**  
Subject to the articles, the directors are responsible for the management of the company’s business, for which purpose they may exercise all the powers of the company The minimum number of directors shall be 10 and the maximum number of directors shall be 20.
14. The officers of the Club shall consist of a Chairman, a Secretary, a Treasurer and an Assistant Treasurer all of whom shall be members of the Club.
15. No Director other than the Secretary shall be entitled to any remuneration.
16. The directors of the Company will retire on the date being the first anniversary following their appointment unless they are re-elected by the members by ordinary resolution. Any member who is willing to act as a director, and is permitted by law to do so, may be appointed to be a director by ordinary resolution of the members.
17. The company may pay any reasonable expenses which the directors properly incur subject to the approval of the directors.

18. The directors may meet together for the despatch of business as appropriate. Questions arising at a meeting shall be decided by a majority of votes. ) The quorum for directors' meetings shall be 7 directors.
19. **Records of decisions to be kept**  
The directors must ensure that the company keeps a record, in writing, for at least 7 years from the date of the decision recorded, of every unanimous or majority decision taken by the directors.
20. **Directors may delegate**  
Subject to the articles, the directors may delegate any of the powers which are conferred on them under the articles to a person or committee.  
Committees to which the directors delegate any of their powers must follow procedures which are based as far as they are applicable on those provisions of the articles which govern the taking of decisions by directors.
21. **Participation in directors' meetings**  
(1) Subject to the articles, directors participate in a directors' meeting, or part of a directors' meeting, when:-  
(a) the meeting has been called and takes place in accordance with the articles, and  
(b) they can each communicate to the others any information or opinions they have on any particular item of the business of the meeting.  
(2) In determining whether directors are participating in a directors' meeting, it is irrelevant where any director is or how they communicate with each other.  
(3) If all the directors participating in a meeting are not in the same place, they may decide that the meeting is to be treated as taking place wherever any of them is.
22. The profits of the Club howsoever derived shall be applied solely towards the promotion of the objects of the Club as set forth in the Memorandum of Association

## ACCOUNTS

23. The directors shall cause proper books of account to be kept all in accordance with the Companies Acts 1948 - 2006.
24. The Financial Statements of the Company as verified will be presented at the Annual General Meeting.
25. In the event that the company is wound up any assets remaining after the payments of debts and liabilities of the company and the costs of liquidation shall be devoted to a society or constitution with similar aims or to a philanthropic or charitable purpose and shall not be distributed amongst the members.

The Club is a private company limited by guarantee and was incorporated on the 22<sup>nd</sup> day of June 1951.

The full context of the Memorandum and Articles of Association may be seen by any paid-up member of the Club on application to the Secretary.