

# AJS & MATCHLESS OWNERS CLUB LTD - RULE BOOK 2019

*Amended as agreed at the 2019 AGM*

## 1. GOVERNANCE

The Club shall be governed by the current Memorandum and Articles of Association and its Rules. Rules shall only be introduced or amended by a proposal being placed before an AGM or EGM and being carried. Such changes shall be effective from the date of that meeting. No Rule may contravene any provision of the Memorandum *and* Articles of Association.

## 2. PROFIT MAKING AND INDIVIDUAL/GROUP INTERESTS

The Club shall exist as a non-profit-making organisation other than for the Club's benefit. Any information or documentation produced by a Club Official in accordance with his or her terms of reference at the time of instruction or within the terms of reference then applying shall be deemed Club property. A copy of such information *shall* be held by a Club Official as part of the Club's archives.

## 3. QUALIFICATION OF MACHINES

The acceptance of *any* motorcycles bearing the name of the AJS or Matchless Marque into the Club will be at the discretion of the Management Committee.

## 4. MANAGEMENT

- a) The Club shall be *administered* by the Management Committee as described in the Articles of Association.
- b) *Representation* – All Management Committee members shall be fully paid up members of the Club.
- c) Financial Year – The financial Year of the Club shall be from 1 January to 31 December.
- d) Frequency and Operation of Meetings – The Management Committee shall meet at least four times per year. A quorum shall consist of seven members of the Management Committee of whom at least one shall be Chairman, Secretary or Treasurer, and at least one shall be a director of the Club. Where personal attendance is not possible, Management Committee members shall submit a written report to the Secretary in advance of the meeting. Between scheduled meetings the Management Committee may use electronic communications to discuss and decide action on matters arising. The Management Committee shall at all times manage the Club in accordance with any known majority wishes of the members within the guidelines of the Memorandum and Articles of Association and the Rules.
- e) Section Representatives – Each Section is encouraged to send one nominated delegate member to a Management Committee meeting and that person has the right to speak at the meeting, but not to vote. Prior notice of attendance of a Section delegate member at a Committee meeting must be notified in advance by the Section Secretary to the Secretary.
- f) Paid Officials – The Management Committee may appoint paid Officials to handle defined Club business. These Officials shall be responsible to Club members through the Management Committee and shall have voting rights only if they are members of the Management Committee. A written agreement shall regulate the relationship between the Management Committee and each paid Official.
- g) Casual Staff – The Management Committee shall be empowered to employ on a casual basis such temporary staff, services or labour as may be required, in connection with the management of the Club's affairs.
- h) Referendum – Where referred to in the Rules, a referendum shall consist of a postal ballot of all members. The outcome shall be decided by a majority of sixty percent of the votes received.
- i) All members of the AJS & Matchless Owners Club Ltd shall automatically *have privileged access to the Club's Parts Service*.

## 5. ANNUAL GENERAL MEETING

The purpose of the AGM is: –

- (i) To Consider Officers' reports
- (ii) To Elect the Management Committee of the Club.
- (iii) To Consider such other business as the Management Committee may bring before the meeting.
- (iv) To Consider any proposals that a Section or member has *notified* the Club Secretary in writing at least thirty days before the date of that meeting.
- (v) To Consider any other business of which proper notice has been given to the members.

A Quorum of an AGM and or EGM shall be as described in the Articles of Association:

A member who is entitled to vote and speak at a meeting but who cannot attend may appoint another member to act as his

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proxy by notifying the secretary, in writing, at least 24 hours prior to the meeting.

Calling notices for an AGM or EGM will inform members of their right to appoint a proxy for that specific meeting.

A quorum of an AGM or EGM shall consist of members present in person or by proxy.

## 6. MANAGEMENT COMMITTEE - STATUS AND ROLES

- a) Role of The President – The President shall act as the acknowledged leader and representative of the Club at all times. It is his or her duty to further in every possible way the objectives of the Club. He/she shall *attend* the AGM or any EGM. He/she shall form and act as Chairman of the President's Committee.
- b) Role of Club Chairman - To act as Chairperson at all Management Committee meetings, AGM's and EGM's. To act as the Chairman at any other formal appointed Club meetings *except the President's Committee*.  
To guide the Management affairs of the Club together with the Management Committee.  
To communicate with other Clubs and formations as required by the Management Committee.  
To assist with and investigate complaints and arbitrate in dispute as required by the Management Committee in the first instance.  
To present information on behalf of the Club to the Presidents Committee in the event of an appeal to the Presidents Committee in accordance *with* rule 7 l).
- c) Role of the Secretary – The Secretary shall act as secretary to the Management Committee and to any AGM or EGM. He / she shall compile minutes and maintain the minute books in good order and security. A copy of the Memorandum and Articles of Association and the Rules shall be held and shall be available to any member at all reasonable times.
- d) Role of the Treasurer – The Treasurer shall have charge of the Club's Bank Accounts and be responsible for the Club's various tax affairs and for payments due to the Tax Authorities.  
He/she will have a general authority to make payments from the Club's funds of a normal and/or recurring nature without any special permission being obtained.  
He/she will produce an annual financial statement and balance sheet. This will be circulated to members prior to the AGM and shall be presented at the AGM.
- e) Role of the Editor – The Editor shall be responsible for the publication of the Club Magazine and will include such notices and proceedings as may be decided by the Management Committee or defined by the Articles of Association and the Rules. In all other respects, decisions regarding the contents of the Magazine shall be the Editor's and his/her decision shall be final. Review of the Editor's continuation in post will be determined by the Management Committee.

## 7. MEMBERSHIP

Subject to the Articles of Association, membership of the Club shall be available to any person interested in its aims and objects.

Categories of membership are:

- (i) UK Member – *A member living within the United Kingdom electing to receive tangible copies of club publications.*
  - (ii) Family Member – *A spouse (or partner) and any children under the age of 21 living at the same address as a Member.*
  - (iii) Honorary Member – complimentary full membership on account of meritorious service
  - (iv) Overseas Member – *A member living outside of the United Kingdom electing to receive tangible copies of club publications.*
  - (v) Digital Member – a UK Member or Overseas Member who elects to receive Club publications by electronic means
- a) Entitlement – Every Member of the Club shall be entitled to all the privileges of membership. Every Member is bound to abide by the Articles of Association and the Rules of the Club.
  - b) Voting Rights – Only Full Club Members over the age of majority are entitled to vote.
  - c) Family Members shall have the same rights and privileges as Full Members but shall not receive a personal copy of any Club publication. Subject to Rule 7 b).
  - d) Subscription – The annual subscription *payable* by members shall be determined by the Management Committee.

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Membership will extend for a twelve-month period from the end of the month in which the first subscription payment is made. Subscription and fees must be paid upon application for *or renewal of* membership.

- e) Information – Every Full Member shall be furnished with a copy of the Memorandum and Articles of Association and the Rules. In addition, a copy of the Club Magazine or any other publication will be made available as produced.
- f) Affiliations – Affiliation to organisations and other Clubs as the Management Committee deem advantageous to this Club's membership will be pursued.
- g) Proof of Club Membership – Members may be required to present proof of identity/Membership when voting at meetings, when entering a closed-to-Club event or when wishing to make use of any special facility afforded to Club members.
- h) Unauthorised Publications – No member shall publish any letter or document purporting to be on behalf of the Club without prior permission of the Secretary. Any liability arising from the publication made without prior permission shall be entirely the responsibility of the individual(s) concerned.
- i) Complaints – Any complaint against members shall be made in writing to the Secretary. The Management Committee shall consider the complaint and shall have the power to suspend members from the privileges of the Club pending an investigation of the complaint. The suspension of any member can take place between Management Committee meetings, but must be agreed by at least three members *and* a quorum of the Management Committee and the complaint must be considered at the first Management Committee meeting after the member is suspended.
- j) In the case of postings on the Club's web forum the Club's web site moderators shall have the right to withdraw any posting which they consider to be offensive or injurious in any way to the Club and or its members or a particular person and request that a full apology and retraction of the earlier posting be made and published on the forum. Repeated offensive or injurious postings or refusal to withdraw such postings will result in the suspension of the member from the Club pending investigation of their behaviour. Non-Club members whose behaviour or postings are considered offensive or injurious to the Club will have their access to the Club's Web site revoked.
- k) Proceedings on any resolution under the rules (i) and (j) above shall not be made invalid by non-attendance before the Management Committee of the member whose conduct is under consideration. In the event of any member being expelled or requested to resign, the un-expired portion of any subscription may be forfeited. Members shall hold themselves bound, in all cases of complaint, dispute or disagreement as to the interpretation of the Articles of Association and the Rules of the Club, to accept the decision of the Management Committee.
- l) An appeal against such decisions may be made to the President subject to its being supported by at least ten members. Upon receipt in writing of such an appeal setting out the nature of the appeal and bearing the signatures, names and membership numbers of the supporting members, the President shall convene a President's Committee. This shall consist of the President plus three neutral members by agreement with the Management Committee. A decision will be produced within twenty- eight days of the sitting of the President's Committee and the result will be issued to the Management Committee and the member in writing.

## 8. VICE PRESIDENCY

Secondment – In the absence of the President at any function of the Club, a Vice President may be called upon to act in that role.

## 9. SECTIONS

- a) Organisation – For social purposes, Club Members may organise into Sections.
- b) Formation – The formation of new Sections shall be at the discretion of the Management Committee. Application to establish a new Section shall be supported by a written request to the Secretary.
- c) Status of Sections – To safeguard the interests of the members and to ensure the accuracy of the Section Directory, the status of the Sections may be reviewed at the discretion of the Management Committee.
- d) Organisation of events – Any Section may organise an event or meeting, but this *must* meet any obligations, which may be required by Law.
- e) National Events – Sections organising national events may only do so at the discretion of the Management Committee. They should liaise with the Management Committee on the timing, finances and organisation of such events. The Jampot Rally will be held over a weekend in August. The Alternative Rally will be held in the autumn and no earlier than the first weekend of October.
- f) International Events – The locations of future International Jampot Rallies will be agreed by the International Rally Committee at a preceding International Jampot Rally. The usual period of the rally would be four days over the Whitsun weekend.
- g) Representation – All Section representatives shall be fully paid up members of the Club.