

Statute of the Island Car Club

Article 1 – Name

1. The name of the Club shall be designated as the “Island Car Club”, hereinafter referred to as the “Club” or as “I.C.C”

Article 2 – Objects of the Club

1. The Club exists to encourage and provide facilities for the sport of motoring and provide facilities for motoring and motor sports and related social activities.

2. Membership is open to all persons interested in the motoring and/or motorsports and related activities.

3. The main objects of the Club shall be the following:

- (a) to create and further encourage interest in motoring and motorsports
- (b) to provide members with information, advice and assistance on matters related to motoring and motorsports
- (c) to organize and promote motor competitions in accordance with the rules and regulations of the Statute and any rules and regulations made hereunder
- (d) to organize and promote meetings, discussions, forums, lectures and other social and/or informative meetings
- (e) to provide members with opportunities for exercising or participating actively in motoring and motorsports, enhancing their knowledge and participation and benefits and privileges as may be possible to provide as a ‘Club’
- (f) to develop within each and every member a strong sense of comraderie, sportsmanship and healthy competition in the exercise of motoring and motorsports

Article 3 – Constitution of the Club

1. The Club shall consist of a Committee (hereinafter the “Committee”), the Secretary, the Treasurer and the members (hereinafter the “Members”)

Article 4 – Constitution of the Committee

1. The Committee shall consist of persons who are Members of the Club, including Ordinary family Members;

2. The Committee constitutes the administrative body of the Club as provided in Article 8 of this Statute

3. The number of members constituting the Committee shall not exceed the number as may be prescribed by the Statute or as may be prescribed from time to time by Regulations and/or Byelaws enacted under the Statute;

4. Members of the Committee shall be elected and/or appointed in the manner prescribed in the current Statute or in accordance with Rules and regulations and/or Byelaws which may be passed from time to time;

5. The names of the Committee Members shall be listed in Schedule A annexed to the current Agreement;

6. Where a vote of confidence in any member of the Committee, proposed by the General Meeting, is not approved by the General Meeting or where a vote of no confidence in any member of the Committee as proposed by General Meeting, is approved by General Meeting, the Member OR members of the Committee described above as the case may be shall, upon announcement of the vote referred to in this Article, immediately forfeit his post in the Committee and moreover such member shall not be eligible to be a member of the Committee for a consecutive period of three years which shall commence to run from the date of the General Meeting concerned.

7. The Committee shall consist of five to nine members, all of whom shall retire at each Annual General Meeting but shall be eligible for re-election. The minimum number of committee members for the purposes of this Statute and Bye Laws is five.

8. The Annual General Meeting shall be held before the start of each Annual Hillclimb and Sprint Championship for the transaction of the clubs ordinary business being:

- (a) the consideration of the annual report
- (b) the presentation of the statement of accounts
- (c) Any other notified business
- (d) The election of the Committee
- (e) The appointment of auditors

The date, place and time of the Annual General Meeting must be notified in writing to all members at least seven days before the date of the meeting.

9. Nomination of candidates for election to the committee shall be made by notice in writing signed by the promoter and seconder and the candidate, which notice must be received by the secretary up to the moment of opening of the meeting. The proposer and the seconder must be ordinary members of the club for at least two years.

10. The Secretary and the Treasurer shall be first selected and appointed by the Club Members.

11. After votes have been cast for the post of Secretary and Treasurer of the Club and such posts have been filled, the Committee members shall be elected by a ballot at the Annual General

Meeting. Voting will be carried out by marking the names of the candidate preferred by the voter, not exceeding the total number of vacancies. In case of a tie, a separate vote will be taken until the number of committee members is at the maximum allowed by the Statute.

12. The Committee Members may also appoint any person as the Club President. The President has a right to attend committee but does not have the right to vote.

Article 5 - Membership

1. The types of Memberships shall be the following:

(a) Ordinary Members

(b) Guest Members

(a) Ordinary Members

Ordinary Members shall have the right to participate and vote at General Meetings and shall have full privileges at such meetings. Moreover, Ordinary Members shall have the right to participate in any activity or event organized by the Club and shall be invited to participate at all events organized by the Club. Voting rights of Ordinary Members shall be acquired as from the second Annual General Meeting following the Ordinary Member's membership in the Club;

(b) Guest Members

Guest Members shall be entitled to participate in Club Social Events. Guest Members shall be entitled to participate in but not vote at a General Meeting.

Guest Members shall not be entitled to take part in competition events.

Article 6 – Application and Admission of Members

1. Applications by prospective members for admittance shall be submitted to the Secretary of the Club who shall then present the applications to the Committee;

2. Acceptance or otherwise of admittance of an applicant as a new Member of the Club shall be at the discretion of the Committee.

3. In determining admittance or otherwise of a new Member to the Club, the decision shall require a two thirds majority of the Committee Members provided that all committee members must be present and all shall vote.

4. The considerations and deliberations of the Committee in deciding on the admittance or otherwise of an applicant as Member shall be considered confidential and the Committee shall be under no obligation whatsoever to divulge the reason or reasons for the rejection or otherwise of a particular application

5. Applicants may be granted the status of provisional members by the Secretary up until the decision regarding admission or otherwise is taken by the Committee. Temporary Members shall as a concession be granted the rights of Ordinary Members other than the right to attend and vote at General Meetings;

6. Provisional Members shall deposit with the Secretary an amount equivalent to the Subscription Fee due for the particular membership applied for;

7. Provisional Membership shall elapse in the eventuality that the Committee shall reject admittance into the Club and the amount paid by the Member as a subscription fee shall be refunded therewith.

8. With respect to applications for the renewal of memberships, the Committee has an obligation to accept such applications and may not refuse. Provided however that where the Committee deems it necessary, the Committee may lodge an appeal before the Disciplinary Board for the revocation thereof.

Article 7 – Membership Subscription Fees

1. Subscription rates and fees shall be as follows:

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|-----------------------|------------|
| (a) Ordinary Member – | Euro 65.00 |
| (b) Guest Members - | Euro 25.00 |

2. All Subscription Fees shall be due in advance of the commencing year that is to say on the first day of January of each year and shall cover the period up until the 31 December of the same year;

3. All Members whose subscription fee shall not be received up until the thirtieth (30th) day of June shall automatically be considered to have resigned from the Club;

Article 8 – Functions and Powers of the Committee

1. The Committee shall be vested with the authority and responsibility for the transaction of the business of the Club as well as for its management

2. Without prejudice to the powers vested in the Committee by virtue of the Statute of Bye-laws enacted hereunder, the Committee shall also have exclusive authority to exercise all powers and performs all acts necessary and conducive to the objects for which the Club is established

Provided that this shall not apply to matters which in accordance with the Statute or any bye-laws enacted hereunder shall vest exclusively in General Meeting.

3. All powers granted to the Committee by virtue of this Statute or any bye-law, rule or regulation enacted thereunder shall be exercised by the Committee in accordance with discipline and prudence and shall be exercised exclusively in the best interests of the Club and its Members and the furtherance of the objects of the Club.

4. Any act or proceeding of the Committee shall not be invalidated and shall not be illegal where such decision would have been taken during a period where there existed a vacancy within the Committee.

Provided that if the number of committee members falls under the minimum allowed by this Statute, then any act or proceeding of the committee shall be null and void *ipso facto*.

5. The Committee shall have the authority to enact bye-laws in accordance with the provisions of Article 13 of the Statute and subject to the provisions of the said Article 13.

6. The Committee shall be subject to scrutiny, control and regulation by General Meeting

Article 9 – Resignation from the Club

1. Without prejudice to the provisions of Article 7.4 of the Statute, any Member wishing to resign from the Club must do so in writing and shall transmit the written resignation to the Secretary who in turn shall transmit the same to the Committee;

2. A member shall only cease to be a member of the Club upon acceptance of the Committee of such resignation and such member shall only cease to be a member upon acceptance of the resignation by the Committee;

3. The procedure referred to in the preceding Articles 8.1 and 8.2 of the Statute shall also be applicable to Committee Members whom many wish to resign from the Committee'

Article 10 - Voting Rights

1. Every Ordinary Member and every Family Member shall have the right to vote at General Meeting or any voting poll held at any meeting.

2. Every Member holding a right to vote shall have a right to appoint any third party, including any member of the Club, as proxy to vote in the stead of the Member himself at any General Meeting or other meeting during which voting is made.

Provided that any one Member cannot hold more than one proxy.

3. Notwithstanding the provisions of the preceding Articles 10.1 and 10.2, new members shall not be eligible for voting except upon the lapse of one year from acceptance as a Member.

Article 11 – Funds

1. Any income derived by the Club from any source whatsoever and any expenses incurred by the Club shall be specifically accounted for and monitored by the Treasurer.

2. The Management of Funds shall lie within the responsibility of the Committee.

3. The Committee shall have the power and the authority to apply the funds of the Club in promoting, furthering or protecting the objects, interests, activities and matters related to the Club.

Provided that any capital expenditure or extraordinary expenses exceeding five thousand Euro (Euro 5000) must be approved at a General Meeting before being made.

4. The Committee shall not utilize the funds for any purpose which falls outside the scope or the activities of the Club.

5. Yearly Accounts of the Club shall be submitted by the Treasurer at every General Meeting.

6. Any Member shall have access to the Accounts of the Club provided a request in writing to view such accounts is made by the Member concerned to the Secretary. The Secretary shall then communicate such request to the Treasurer who in turn shall fix an appointment for this purpose by not later than one month from the date of receiving such communication from the Secretary.

Article 12 – Past Members

1. Any person who ceases to be a Member of the Club for any reason whatsoever shall be considered to be a past member and shall not whether directly or through his representatives, have any interest against the funds or property of the Club.

2. All rights of a Member shall cease upon the cessation of Membership with the Club whether such cessation is voluntary or otherwise.

Article 13 – Bye-Laws

1. Bye-laws shall consist of additional rules and regulations passed enacted under the auspices of the current Statute.

2. There shall be two classes of bye-laws namely Administrative Bye-laws and bye-laws enacted by the Committee which shall be referred to as “Commission Bye-laws”.

3. Administrative bye-laws shall regulate the administrative issues of the Club and shall regulate the manner in which the administration of the Club is to be conducted.

4. Administrative bye-laws may be proposed by the Committee or by any Ordinary Member or Family Member. The proposal shall be submitted in writing to the Secretary who shall then convene a General Meeting for this effect within one month from receipt of such request.

5. Administrative bye-laws shall be discussed after a General Meeting is convened for such purpose by the Secretary which shall in no case be earlier than two weeks from the date of receipt of the written request but not later than one month from the date of receipt of the said request.

6. The enactment of Administrative Bye-laws shall require a majority vote of all Members present and voting.

7. Administrative Bye-laws shall be enacted for regulating administrative issues including:

- (a) regulation of terms and conditions of admission to membership
- (b) matters relating to subscription fees including amounts and manner and time of payment
- (c) regulation of time and location for holding meetings
- (d) regulation of number of committee members, mode of election and retirement
- (e) regulation of election of officers of the Committee and terms of office
- (f) regulation of disposal of funds and property of the Club

8. Committee Bye-laws shall be enacted for regulating aspects of the club including matters relating to activities and shall include:

- (a) regulation of organization of General Competitions, which regulation shall be referred to as General Competition rules as well as any supplementary regulations thereto;
 - (b) regulation of organization of Rally Championships and related matters, which shall be referred to as Rally Championships and any matters relating thereto
 - (c) regulation of Driving Test Championships which shall be referred to as Driving Championship Rules and any other regulations related thereto;
- Regulation of any activities related to social championships, to be referred to as Social Championships and any other matters related thereto

9. Committee Bye Laws shall regulate all aspects not being administrative in nature and shall be enacted by unanimous vote of all Members of the Committee.

Provided that all Competition Rules and any amendments have to be approved by a vote taken at a General Meeting specially convened for the purpose and require the approval of at least two thirds majority of those present and voting at such General Meeting.

10. Except for Competition Rules or amendments thereto, Committee Bye-laws shall communicated to each and every Member in writing and shall take effect not earlier than thirty (30) days after approval by the Committee. Competition rules and amendments thereto will take effect one year after they are approved by a General Meeting.

11. Any bye-law whether administrative or otherwise, shall not be retroactive and shall not have any effect whatsoever on any matter or event which occurs on a date prior to the enactment of such bye-law.

14. Disciplinary Action

1. There shall be a Disciplinary Board whose function shall be to decide upon any complaint made by any club member against another.

Provided that the Disciplinary Board has no competence to decide any protest or appeal made under the Club Competition Rules

2. The disciplinary board shall be composed of three persons appointed by the Committee by unanimous vote.

3. The disciplinary board shall regulate its own procedure provided that:

- (a) it shall give its decision within thirty days from the date of receipt of notice in writing demanding that the Board investigates the alleged act or omission hereunder described
- (b) All the members of the board must cast their vote and cannot abstain from voting, provided that if any member feels that a conflict of interest may exist in his regard, he is to inform the Board members by not later than the first meeting held to hear the case of the nature of the conflict of interest. In such case, the other board members must appoint a substitute member within seven days and the time limit referred to in clause (a) will be extended by another seven days.
- (c) The disciplinary board must allow all the parties involved in the case reasonable time to make their submissions provided the parties are obliged to make all their submissions within a maximum of two days from being called to do so by the board.
- (d) The disciplinary Board has the Power to impose any form of penalty to any member as it considers appropriate, including expulsion from the club.
- (e) No member of the Disciplinary Board may be a Club Member nor related to any Club Member by consanguinity or affinity up to the third degree.

4. Any club member who in any manner feels aggrieved by any act or omission of any other club member may by notice in writing demand that the disciplinary board investigates his complaint. The basis if such demand may also be any words, pictures, videos, audio, web links or any other such similar items, posted, written, uttered or in any other form of communication made by the said member through or on any medium.

5 (a) Such notice must be presented to the disciplinary board within twenty one days of the alleged act or omission

(c) Said notice must include:-

- (i) The name and surname and as many other details as possible of the applicant and of any other person or persons against whom such referral is being made
- (ii) The date and where applicable the time of the alleged act or omission and a precise description of the act or omission which caused the applicant to refer the case to the disciplinary board and the reasons why such act or omission caused the applicant to feel aggrieved
- (iii) A list of any evidence or witnesses or other matters relevant to the case
Provided that if a member is found guilty by the Disciplinary Board of an offence for more than three times, the Committee may expel such member.

6. The Disciplinary Board shall be chaired by a legal person. The latter shall not be a relative of the committee up to the third degree whether through affinity or consanguinity and cannot be the legal advisor of the Committee.

Article 15 - Power to Amend Statute and Effect Enactments

1. The Statute as well as any bye-laws, rules and regulations enacted under the Statute and Competition Rules may be amended from time to time provided that a General Meeting is convened for such purpose and the necessary number of votes in accordance with the preceding Articles, is obtained. This procedure is also applicable with respect to the enactment and approval of new bye-laws and regulations.

2. A General Meeting for the amendment of the Statute or for the enactment or amendment of any bye-law or any other rule or regulation enacted thereunder or for the amendment or enactment of any Competition Rules, or for the calling of any other Special Meeting shall be convened by informing all members in writing by not later than seven running days from the date on which the General Meeting is to be held. Such notice shall contain the date, time and place of the meeting as well as a detailed agenda of the topics for discussion.

Any proposed amendment or enactments or introduction of new articles to the Statute, Bye laws or Competition Rules, must contain the text of the proposed amendment or introduction.

3. Amendments and enactments shall be upheld as valid if a two thirds majority of all members present and voting is obtained.

4. Any amendments or enactments duly passed in accordance with the provisions of Article 15 of this Statute shall enter into full force and effect immediately unless otherwise specifically provided in the particular amendment.

5. The Committee is bound to call a Special Meeting of the club if it receives a notice in writing demanding such, signed by at least thirty (30) ordinary members. Such notice shall state clearly the reason and any agenda for the meeting. The Committee may also convene a special meeting

if it deems fit. Notice in writing to all members as described in clause 2 of this Article shall be given of any Special meeting.

6. The provisions of this Statute shall prevail over any bye-laws and both the Statute and the Bye-Laws are without prejudice to the rights of all club members at law.

Article 16 - Dissolution of the Club

1. Dissolution of the Club shall take effect after a vote at a General Meeting specifically convened and held for this purpose, is forthcoming.

2. Notwithstanding the provisions of Article 15, a General Meeting for the purpose of dissolving the Club shall be held after notice in writing is given to all Members by not later than one month prior to the actual meeting.

3. A two thirds vote of ALL Club members shall be required for the Club to be dissolved.

4. In the eventuality that a decision is validly taken at General Meeting to dissolve the Club in accordance with the preceding Articles 15.1, 15.2 and 15.3 of the Statute, any balance of funds, including liquidated and non-liquidated assets shall be utilized for philanthropic reasons namely philanthropic organizations of a public nature. The particular institution referred to in this Article shall be determined by a majority of votes of all members present and voting at the meeting. A simple majority that is one moiety and one vote of all members present and voting shall suffice for determining the particular philanthropic institution to which payment is to be effected.
