



# MORRIS REGISTER

The Club for Morris vehicles designed before 1940

## Rules

1. These rules shall read in conjunction with the Articles of Association of the club (the Articles) and shall be applied to the management of the club insofar as they are not in conflict with the provisions of the Companies Act 2006 and the Articles.

Unless otherwise stated in these Rules, the conduct of the club and the proceedings of committees shall be in keeping with the Articles.

“The club” means “The Pre 1940 Morris Register Limited”, a company limited by guarantee

The club shall trade as the “Morris Register”. “Morris Register” is a Registered Trade Mark of the club.

The object of the club shall be to work for the benefit of members by:

- (i) Promoting interest in and enthusiasm for the preservation and continued use of Morris vehicles of a type designed before 1940
- (ii) Keeping a register of all known surviving Morris vehicles of a type designed before 1940
- (iii) Any other actions that may be deemed relevant.

### 2. Membership

- (a) Candidates for membership of the club must complete a membership application form, and pay the annual subscription.
- (b) The National Committee shall normally delegate the approval of applications to a Membership Secretary, but reserves the right to use its discretion in accepting or declining any application for membership.
- (c) The National Committee may apply restrictions on a person’s membership should circumstances dictate, and may suspend or terminate the person’s membership by giving 7 days notice in writing. Any action to suspend or terminate a membership shall follow a procedure approved by the National Committee, which shall include a right of appeal.
- (d) The annual subscription payable by members and the format of the application form shall be decided by the National Committee.

### 3. Management

- (a) The National Committee shall be the governing body of the club, and shall be made up of Elected Officers, Specialist Officers and Regional Secretaries.

The Elected Officers shall be elected annually at an AGM, and shall comprise:

- i. Chairman
- ii. Secretary
- iii. Treasurer
- iv. Membership Secretary
- v. Editor
- vi. Webmaster

Specialist Officers shall be co-opted by the National Committee according to need. The list of co-opted specialist officers shall be presented to members at an AGM for information. The list of specialist officers may be added to or reduced as and when the National Committee agrees that a role is needed or no longer required. The Management Team may second a Specialist Officer into post, subject to ratification of this secondment by the National Committee at its next meeting.

The Regional Secretaries shall be those members elected according to Rule 4 (c)

- (b) Elected Officers shall not hold more than one National Committee post at any one time unless exceptional circumstances dictate otherwise.
- (c) The National Committee shall meet as and when required for the purpose of governing the club.
- (d) Eight members of the National Committee shall form a quorum.
- (e) Only members of the National Committee may vote at meetings of the committee.
- (f) The regional secretaries shall represent the interests and views of their Regional Committee (elected according to rule 4(c)) at the National Committee. They may delegate their vote on the National Committee to another member of their Regional Committee if they are unable to attend a meeting. Each region shall only have one vote on the National Committee, no matter how many Regional Committee members are present.
- (g) The National Committee may appoint subgroups to develop new areas of activity, or the review of existing, with the members drawn from within the National Committee, or from more widely within the Club. The subgroups shall be advisory, and shall not have executive powers.
- (h) A Management Team comprising the chairman, secretary, treasurer, membership secretary, and any other directors that have been appointed under rule 3(i) shall undertake the day-to-day management of the club between meetings of the National Committee. The Management Team may co-opt any member onto the Team to provide specialist support or advice as needed.

- (i) The Directors shall be appointed from the Elected Officers (elected according to rule 3(a)) of the National Committee and shall include the chairman, secretary and treasurer. There shall be no fewer than four and no more than six Directors at any one time.
- (j) If a Director ceases to be an Elected Officer of the National Committee, he must resign, with immediate effect, his directorship.
- (k) The office of Director shall hold no executive responsibility for the running of the club. They shall have duties, rights and responsibilities as stated in the Articles and in the Companies Act 2006. The Directors, acting corporately as a Board, are responsible for ensuring the compliance of the club with the Articles and the Companies Act 2006, and as such are empowered to take such action as they deem necessary, which may include overruling the National Committee, in order to ensure compliance. Such action shall be reported to the National Committee without delay.
- (l) The Directors shall be appointed according to the Articles, and the choice of members to serve as directors shall be ratified by the National Committee.
- (m) The quorum for a Directors meeting shall be four.
- (n) Nominations for members to serve as officers of the club shall be in a form approved by the National Committee.
- (o) Only a member of the club shall be eligible to hold office as a member of any committee.
- (p) The National Committee may appoint members to the honorary positions of President or Vice President(s). These shall be considered permanent positions, but subject to periodic review by the National Committee.
- (q) The President may convene a President's Conference from time to time to engage members in debate over issues of importance to the club. The output of the Conference shall be advisory.
- (r) An officer who vacates a post at an Annual General Meeting shall continue in post until the meeting is declared closed.
- (s) An outgoing officer shall put the affairs of their post in order and pass all files and materials pertaining to their post to their successor within four weeks of vacating the post.

#### **4. Regional Groups**

- (a) Subject to agreement by the National Committee, members may form regional groups for the purpose of organising social events and activities at a regional level.
- (b) The National Committee may entrust the administration of each regional group to an elected regional committee.
- (c) A regional committee shall consist of a Secretary and not less than four other members elected by the members in the region.
- (d) Regional committees shall meet as and when required.

- (e) Fifty one percent of members of a regional committee shall form a quorum.
  - (f) The regional secretary shall report to the National Committee on the management of their region. A copy of the minutes of all regional committee meetings shall be forwarded to the National Secretary for information.
  - (g) Regional treasurers shall account to the national Treasurer by the 31<sup>st</sup> January each year for that portion of their expenditure that is accrued from funds provided by the National Committee. The continued allocation of funds by the National Committee to the regional committee shall be conditional on regional accounts being submitted.
  - (h) Regional funds shall be held in a separate bank account identifiable as the Morris Register. Full details of this account together with the names of the signatories shall be provided to the national Treasurer.
  - (i) Where the National Committee judges that there is no suitable or effective regional committee in place, they shall make other arrangements to manage the club at regional level.
  - (j) In the event that a regional committee is disbanded, all regional funds are to be immediately handed over to the national treasurer for safekeeping. The value of these funds, less any legitimate expenses in administering the region, will be returned should the region in question reform an approved committee at a future date.
5. The club shall be “not for profit”. The income and property of the club, however derived, shall be applied solely towards the promotion of the objects of the club, and no portion shall be paid or transferred directly or indirectly, by way of dividend, bonus or otherwise by way of profit, to any individual members of the club, except the repayment of out-of-pocket expenses, interest on money lent and reasonable and proper rent for premises let to the club. No member shall at any time consider himself or herself to be an employee of the club for the purposes of any employment law in force at the time.
6. All events shall be promoted under the name of the club and where required a permit or Certificate of Exemption shall be obtained from the Motor Sports Association. In addition, the Club’s MSA Representative shall be informed in writing as soon as the permit has been applied for.
7. All club trophies are the property of the club and shall be returned to the Secretary at least 14 days before the date of the AGM in the year after they were awarded.
8. Any member having a complaint or grievance concerning the management or administration of the club, or a grievance against another member, shall follow the club’s complaints procedure.
9. Any amendment to these Rules submitted in accordance with the Companies Act 2006 and the Articles shall be deemed to have been passed on a simple majority of members voting either in person or by proxy in a form approved by the National Committee.