

CLUB RULES

MG CAR CLUB LIMITED

- R1.1 The aim of these rules is to provide a ready source of reference for all Club Members but, in particular, for the majority who choose not to be involved in the administration of the Club. For that reason they have been kept as simple as possible whilst maintaining accord with the Club's Memorandum of Association (MA) and Articles of Association (AA). In the event of any conflict between the Rules and the Memorandum of Association or the Articles of Association the latter take precedence. These updated rules were agreed by the Club Council on 14th March 2015
- R1.2 **The Club** is a company limited by guarantee, incorporated on 18 September 1969 under the Laws of England and Wales. Registered number 0096227. The maximum liability of each Member to contribute to the assets of the Club in the event of its being wound up whilst a Member, or within one year after ceasing to be a Member, is £1 sterling [MA 6]. The Club was established in 1930 but formally constituted as a company in 1969.
- R1.3 **CLUB RULES [AA 85]**
The Rules are drawn from the Club's Memorandum of Association and the Articles of Association. The Executive Committee may with the consent of the Council make and amend the Rules.
- R1.4 **THE PRIME OBJECTIVES OF THE CLUB ARE TO [MA 3] -**
- R1.5 Develop, maintain and provide services and privileges to all classes of Club Member.
- R1.6 Encourage and support the continued full use of MG motor cars and the sport and pastime of motoring in all its forms.
- R1.7 Develop opportunities for collaboration, sharing of knowledge and fellowship between Members, and kindred associations and clubs.
- R2.0 **DEFINITIONS**
- R2.1 **Affiliated Club** - An association of individuals residing in any part of the world including the UK which is affiliated to the Club. Subject to any conditions imposed by the Council or the Executive Committee, an Affiliated Club shall be an autonomous body and have no Club voting rights.
- R2.2 **Branch** - an association of Members with particular interests as defined by Council. [AA 93]
- R2.3 **Chairman** -The person appointed from time to time to the Office of Club Chairman by the Voting Members at a General Meeting or otherwise as provided by the Articles. The term "Chairman" also refers to the chairman of a CRB as the context may require. The Club Chairman shall not serve for a consecutive period longer than five years.
- R2.4 **Club Council** - The elected representatives of the Club's Home Centres, Registers and Branches
- R2.5 **Executive Committee** - The Officers and other Directors of the Club (The Board)

- R2.6 **Home Centre** - an association of those Members residing in a specified United Kingdom geographical area or as otherwise defined by the Council. [AA 91]
- R2.7 **Member** - A paid up individual member of the Club, and Honorary Members. [AA 3 – AA 8]
- R2.8 **MSA** – The Royal Automobile Club Motor Sports Association Ltd as constituted in the UK for the control of motor sport.
The MGCC is affiliated to the MSA.
- R2.9 **Officers of the Club** - The Club Chairman, Vice Chairman and the Club Treasurer.
- R2.10 **Overseas Centre** - (or other equivalent organisation) An association of members based outside the UK and affiliated to the Club
- R2.11 **Register** - an association of Members owning specified models of vehicle or as otherwise defined by the Council. [AA 92]
- R2.12 **Safety Fast!** - The MG Car Club magazine.
- R2.13 **The Club (MGCC)** – The MG Car Club Limited.
- R2.14 **UK** - Great Britain, Northern Ireland, the Isle of Man and the Channel Islands.
- R2.15 **Voting Member** – The Committee Member of a CRB, preferably the CRB Chairman, elected to be that CRB’s Voting Member at Club General and Council meetings. [AA 34]
- R3.0 **STRUCTURE**
- R3.1 **Executive Committee [AA 52 to 75]** - Its members, who are the Directors of the Company, are subject to election at the AGM and are responsible for the ongoing direction and the management of the Club.
The Club’s General Manager/Chief Executive attends Executive Committee meetings to take instructions and give progress reports but has no voting rights.
The officers of the Club are the Club Chairman, Vice Chairman, and Club Treasurer. The Chairman shall not serve for a consecutive period longer than five years. [AA 53]
The Executive Committee or Council may appoint a Member (who must have two years’ current continuous membership of the Club) either to fill a vacancy or as an additional member of the Executive Committee until the next AGM [AA 60].
- R3.2 **Candidates wishing to stand for election as Directors [AA 58 & 59]** Any Candidate must be a current Member with two or more years’ continuous membership of the Club. They shall be nominated by two Club Members each with also two or more years continuous membership of the Club not less than 28 days before the relevant Annual General Meeting of the Club in order to enable the 21 day notification period to the committees of Centres, Registers and Branches to consider the nominations, and publication on the Club’s web site.
- R3.3 **Club Council [AA 31 to 51]**
The Council is responsible for:
- Representing the general views of the Club Members
 - Receiving reports from and providing guidelines and guidance to the Executive Committee.
 - Monitoring the implementation of agreed policy decisions.
 - Generally performing a supervisory function on behalf of the Members.

- R3.4 **CENTRES, REGISTERS, and BRANCHES [AA 90 to 111]**
- R3.5 No CRB Chairman shall serve for a consecutive period longer than five years unless approved by the Executive Committee. [AA 99]
The CRB Officers are typically the Chairman, Secretary, and Treasurer. [AA 96]
- R3.6 CRB Chairman shall notify all changes of their CRB officers to the Company Secretary of the Club within 7 days.
A copy of the minutes of the CRB meeting electing the CRB committee shall be sent to the Company Secretary of the Club within 28 days (Note this can be a draft copy until the minutes are approved).
- R3.7 A Member may serve as an officer on only one committee of a Centre, Register, or Branch unless approved by the Executive Committee, but that Member may serve as a committee Member on other committees.
An elected director of the Club may also serve on a CRB committee but not as an officer of that committee.
A President or Vice President of the Club may also serve on a CRB committee but not as an officer of that committee
- R3.8 **Home Centres** [AA 91] are established in the UK to meet the needs of Members on a local and geographically convenient basis. Each home Member is attached to an appropriate Centre but this will not preclude the Member from supporting activities in other Centres.
Home Members shall have voting rights at the General Meetings of the Centre to which they are attached together with an entitlement to serve as an elected member of that Centre's committee.
- R3.9 **Registers** [AA 92] are established to provide their Members with services and privileges relating to the particular model(s) of MG car(s) covered by the Register.
Registers shall also interact with Club Members showing an interest in their respective cars.
Club Members are automatically members of any Register in respect of which they own the relevant car(s).
Both home and overseas Members shall have voting rights at the General Meetings of any Register to which they belong together with an entitlement to serve as an elected member of that Register's committee
- R3.10 **Branches** [AA 93] of the Club shall be established, subject to authorisation of the Club Council and maintained to meet particular needs of the Club Members.
Members of a Branch shall have voting rights at the General Meetings of that Branch together with an entitlement to serve as an elected member of that Branch's committee.
- R3.11 **Overseas Centres** (or other equivalent organisation) An association of members and others residing in any part of the world outside the UK which is affiliated to the Club. Subject to any conditions imposed by the Club's Executive Committee, an Overseas Centre shall be an autonomous body.
- R3.12 **Safeguarding the Club**
The Executive Committee may intervene in the activities of an individual CRB if its activities are detrimental to the Club as a whole, these include –
- Bringing the Club into disrepute.
 - Acting against the interests of the Club.
 - Non-compliance with the Club's Articles, Rules, Manuals, and Guidelines, or any

statutory requirements.

- Failure to supply proper and timely financial reports, returns, etc.
- Failure to attend an Executive Committee meeting when summoned to attend.
- Failure to perform the function of a CRB as set out in the Articles and Rules.

This intervention may include suspending a CRB committee, an individual member of its committee, or enforcing one of its members to take control temporarily of the CRB until the CRB elections at its next General Meeting. (Note: Rule R3.7 does not apply to the Executive Committee Member in this instance if temporarily acting as a CRB officer).

In extreme cases the expulsion of an individual from membership may be appropriate (see Rule R4.7).

The Executive Committee or Council may remove the Affiliation status of an Affiliated Overseas Centre or Affiliated Club where appropriate.

R4.0 **MEMBERSHIP [AA 3 to 8]**

R4.1 Any person becoming a Member shall be bound by the provisions of the Memorandum of Association, the Articles of Association, the Rules of the Club and any applicable regulations from time to time in force. [AA 6]

R4.2 Eligibility - any person who is or has been or intends to be the owner of an MG motor car and/or who is in agreement with the Club's prime objectives.

R4.3 Classes of membership are –

- (a) **Home Member** - A current Member of the Club using a UK address.
- (b) **Overseas Member** - A current Member of the Club using an address outside the UK.
- (c) **Family Member** - A nominated spouse or partner; OR a son; or daughter; or ward of a current Member to the Club, who is under 25 years of age and living at the home address or in full time education, for whom the current family Member subscription has been paid.
- (d) **Honorary Member** – A person who, in the opinion of the Officers of the Club, is worthy of a non-subscribing membership for services to the MG marque or to the Club - such membership to be reviewed annually.
- (e) **Affiliated Centre member** - A person subscribing to an affiliated Overseas Centre or other equivalent organisation. Unless they are Members in their own right they do not have any rights to receive notices of General Meetings or attendance or voting rights at any such meetings or a copy of *Safety Fast!*
- (f) **Trade member** – A business or organisation that has joined the Club's Trade membership scheme in order to be listed in the Club's Trade Membership Directory. Trade members receive a copy of *Safety Fast!* Unless they are Members in their own right they do not have any rights to receive notices of General Meetings or attendance or voting rights at any such meetings. Eligibility to be included in the Trade Membership Directory is controlled by the Club Office.
- (g) **Complimentary member** – An individual, manufacturer, or organisation who receive a complimentary copy of *Safety Fast!* plus any other benefits approved by the Executive Committee. Unless they are Members in their own right they do not have any rights to receive notices of General Meetings or attendance or voting rights at any such meetings. Inclusion in the list of complimentary members is controlled by the Club Office.

R4.4 **Admission to membership [AA5]** -Applications and membership renewals shall be subject to a procedure approved by the Executive Committee which may decide whether to admit or reject the applicant, and to allow or deny renewal of Membership. The Executive Committee shall not be required to give reasons for its decision in such cases

The Club office shall allocate Members to the centre appropriate to their address and to any

Register(s) in respect of which they own the relevant car(s).

- R4.5 **Credit [AA 107]** - No Member shall have authority to pledge the credit of the Club without the written and express authority of the Executive Committee.
A Member of a CRB may, with the written agreement of the committee of that CRB specifying the maximum amount, enter into an agreement to spend up to that sum from that CRB's funds
- R4.6 **Expulsion from membership [AA 5, 8 & 85]** - The Executive Committee of the Club may suspend from membership of the Club any Member whom they consider unfit to remain a Member.
The Club Council at its sole discretion shall consider if the Member shall be expelled from membership.
Any Member so expelled shall forfeit all privileges of membership and all rights against the Club and shall not be entitled to a refund of any subscription monies paid prior to expulsion.
- R4.7 **SUBSCRIPTIONS**
- R4.8 Rates are reviewed annually by the Club Council and details of any changes are published in Safety Fast! and incorporated in any renewal notice. [AA 85]
- R4.9 Duration of a Member's subscription shall consist of membership of the Club from the first day of the month of receipt of the subscription and shall expire 12 calendar months from that day at which point any subsequent renewal subscription becomes due.
- R5.0 **ALL GENERAL MEETINGS and COUNCIL MEETINGS [AA 9 to 51, plus 94 & 95]**
- R5.1 Twenty Eight clear days' notice of any General Meeting of the Club, a Council Meeting, and the General Meeting of each Centre, Register and Branch of the Club shall be given to Members by publishing in Safety Fast! the Club's website, or by post or by electronic means [AA 12, 39, 80, 94].
- R5.2 Club General Meetings are open to all Members, any of whom may, at the discretion of the chairman of the meeting, address the meeting on any Agenda item. [AA 19].
The voting rights at such a meeting are vested in the Club Council Voting Members or their proxy. [AA 19 and 34]
- R5.3 Each Centre, Register, or Branch shall nominate one committee Member as its Voting Member, preferably the CRB Chairman, and one Member as its second nominee as a non-voting observer. The elected second nominee will act as the Voting Member if the elected Voting Member cannot attend. Therefore it will not normally be necessary for the Voting Member to appoint a proxy in connection with a General Meeting.
- R5.4 The Home Centre, Register and Branch General Meetings [AA 94 & 95] are open to all Club Members, any of whom may, at the discretion of the chairman of the meeting, address the meeting on any agenda item.
The voting rights at such a meeting are vested in the Club Members of the particular Centre, Register or Branch in question.
- R5.5 Each CRB shall nominate their Council and/or General Meeting Voting Member plus an observer at their respective committee meetings. Only the nominated Voting Member may vote at Council and the Clubs General Meetings. A Member can only act as a Council Representative for one Centre, Register or Branch.[AA 34 & AA 21]
- R5.6 Any motions for debate at the Council meetings shall be submitted in writing by the originating Executive Committee, Centre, Register, or Branch to the Club Secretary not less than 35 days before

the meeting. [AA 47.1]

Each CRB motion must be seconded by a separate Centre, Register, or Branch.

The Executive Committee may table urgent items to Council however these require a 75% approval of Voting Members present. [AA 47.4]

R6.0 **EVENTS**

R6.1 **Competitive Events** - All competitive motoring events and Championships organised and held in the UK by the Club, a Home Centre, Register, or a Branch of the Club, which fall within the jurisdiction of the MSA, shall be run under the current MSA General Competition Rules and Yearbook with permit or waiver of permit issued by the MSA.

No individual Member of the Club shall organise such a competitive motoring event or Championships on behalf of the Club without the written and express authority of the Executive Committee.

R6.2 **Shows, Displays, Road Runs (Touring Assembly)** – Shows or motoring events may be organised and held in the UK by the Club, or a Home Centre, Natter, Branch or Register of the Club. Road Runs must comply with the requirements of the MSA Yearbook current from time to time.

R6.3 **Classification/Titles** - Club events shall be classified/titled as:

- a) **Main Club** - those organised by the Club, albeit certain features of such an event may be delegated to a Centre, Register or Branch.
- b) **International** - this word may only be included in the title of an event by agreement with the Executive Committee.
- c) **Motor sporting** - shall be classified/titled in accordance with MSA regulations.
- d) **Others** - shall be given an appropriate event title selected by the organising Centre, Register or Branch.
- e) **Sponsorship** – Major Club, International and Motor Sports events carrying a sponsor's name, trademark, symbol, or logo, shall only do so with the written agreement of the Executive Committee and that of the event venue's owner(s).
Minor CRB events may display a sponsor's name without Executive Committee approval for example road run rally plates and route instructions.

R7.0 **PRIVILEGED INFORMATION**

R7.1 Any Member of the Executive Committee and any sub-committee, or of a CRB committee, or any MGCC Staff member becoming aware by virtue of their position of privileged information in respect of a transaction involving the sale of a car, significant spares, or memorabilia that is not on the open market and that they wish to purchase must forthwith disclose that fact to their respective committee or manager.

Before proceeding with the proposed transaction the person concerned must first obtain approval from a disinterested quorum of their committee or from their manager, who must have no direct or indirect interest in the transaction.

R7.2 All Executive Committee Members, Sub-Committee Members, CRB Committee Members, or MGCC Staff members who deal with, or have access to, living members' personal information must comply with the requirements of the Data Protection Act and any guidelines issued by the Club.

R7.3 At the commencement of each meeting of the Executive Committee, Sub-Committee, or of a CRB Committee any Member (whether present in person or not) who has a pecuniary or non-pecuniary interest in any transaction or proposed transaction relating to a car, significant spares or memorabilia or any transaction involving or affecting the interests of the Club shall disclose or cause that interest to be disclosed to the assembled meeting. If the matter covered by the disclosure shall give rise to a

vote, the person concerned shall not be counted in the meeting quorum for this purpose and shall not be entitled to vote on the matter.

R8.0 MGCC EXPENSES POLICY FOR VOLUNTEERS

Whilst it is gratefully recognised that many volunteers do not claim any expenses in spite of being eligible to do so, a general principle of the MGCC is that no Member should be put in a position in which they are prevented by their financial circumstances from volunteering for something for which they are otherwise suitable. These rules refer to both main Club and CRB activities, the expenses are payable from the applicable budget or budgets.

The procedure for claiming expenses is detailed in the Treasurers Manual and in the Volunteer Expenses Policy.

R9.0 STAFF EMPLOYMENT

R9.1 All Staff appointments, changes in duties, terms and conditions, or dismissal, are the responsibility of the Executive Committee. [AA 55 & 74].

The Executive Committee may by agreement delegate some of these powers [AA 75].

R10.0 **PROCEDURE MANUALS AND GUIDANCE NOTES** – The Executive Committee issues and updates various procedure manuals and guidance notes to assist Members and Committees to comply with the Articles and Rules of the Club. These manuals and guidance notes expand the detailed requirements and procedural requirements of the Articles and Rules.

Previous Issues of Rules

27th February 1959

26th March 1960

1st December 1990