



Rules and Conditions of Membership of  
The Scottish Hill Rally Club

SHR Club Ltd  
Registered in Scotland, Company Number SC307846

## Rules and Conditions of Membership of SHR Club Ltd

### TITLE

1. The name of the Club shall be "The SHR Club Limited" which is known as *The Scottish Hill Rally Club* and which will hereafter be referred to in these Rules as "The Club". Whilst this document refers to the masculine throughout, this is solely to save the repetitive use of him/her etc, and in no way excludes ladies.
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### OBJECTS

2. The objects of the Club are as set out in the Club's legal constitution, and include the following:
    - a. To promote, organize, and/or host one or more Hill rallies in Scotland
    - b. To promote, organize, and host other events for Cross Country Vehicles
    - c. To carry out other events that will assist with the above two endeavours
    - d. To promote safety within club managed events
    - e. To promote, encourage and actively carry out training in all aspects of rallying including but not restricted to competitive and marshalling disciplines
    - f. To further interest in motoring and motor sport
    - g. To provide members with information, advice and assistance on matters connected with motoring and motor sport
    - h. To watch the local administration of the laws and regulations affecting motoring and motor vehicles, and to report any proposed local action or scheme to the MSA
    - i. To promote motor competitions in accordance with the Rules of the MSA
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### CONSTITUTION

3. Everyone shall be eligible for membership. The membership shall comprise:-
    - a. Founder membership – members who joined the club before the first permitted event, with a maximum number of 50. Membership carries one vote. This class of membership is now closed.
    - b. Ordinary membership – open to all persons not being a member under another category. Membership carries one vote.
    - c. Junior membership – open to all persons of less than 18 years of age, and not owning or driving a vehicle at club events. Membership does not carry any voting rights.
    - d. Honorary membership – The Committee may elect as Honorary members all members of the Royal Families, and any persons distinguished for their scientific, literary, industrial and administrative capacities, or who have been distinguished in promoting the cause of motoring in general or of the Club in particular. Membership carries no voting rights.
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### MANAGEMENT

4. The authority and responsibility for the transaction of the business of the Club and for its Management shall be vested in a Committee which in addition to these powers shall do all acts in furtherance of the objects for which the Club is established and shall be answerable to the Board of Directors of SHR Club Ltd. The committee shall consist of Officials and of co-opted members as hereinafter defined.
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### ELECTION OF OFFICIALS

5. The Officials shall comprise Chairman, Vice-Chairman, Treasurer and Club Secretary; they shall be elected at the Annual General Meeting and remain in office until the end of the next Annual General Meeting following their appointment. The retiring officials shall be eligible for re-election. If a casual vacancy arises through death or resignation, the remaining officials may elect a member of the

Club to fill the vacancy. In the context of these Rules the word Secretary does not unless otherwise stated refer to such an appointment held in terms of the Companies Acts.

6. An Honorary President may be elected at the Annual General Meeting, such person being somebody eligible for Honorary Membership, and being an ambassador for the Club. The Honorary President shall not be a voting member of the Club but will be somebody highly respected in motorsport and who has made a significant contribution to the Club; he may be asked to represent the Club at significant events.

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#### ELECTION OF COMMITTEE

7. The committee shall consist of officials and of not less than four nor more than nine elected members. Nominations of candidates for election as officials or elected members must be received by the Club Secretary not less than fourteen days before the Annual General Meeting, with an intimation in writing signed by each member nominated that he is willing to serve. Nominations of candidates shall also be signed by the member proposing them. Election of the Committee shall be by a vote at the Annual General Meeting. Officials and elected members shall not be blood relatives or partners. The retiring committee members shall be eligible for re-election. If a casual vacancy arises through death or resignation, the remaining Committee may elect a member of the Club to fill the vacancy and to hold office until the conclusion of the next Annual General Meeting.

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#### QUORUM

8. One half of the elected members of the Committee, which must include an official, shall form a quorum. The Committee shall have the power to appoint a Sub-Committee of not less than three persons to meet on its behalf in respect of any matter, which is specifically referred to such a Sub-Committee. The Committee shall have the power to temporarily co-opt other members as they deem necessary.

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#### MEETINGS OF COMMITTEE

9. The Club Secretary either of his own accord or by the direction of the Chairman shall, unless otherwise agreed by all the Committee, give at least seven days written notice of a meeting. shall, unless otherwise agreed by all the Committee, give at least seven days written notice of a meeting.

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#### ABSENCE FROM COMMITTEE

10. Any member of the Committee who shall absent themselves from three consecutive Committee Meetings, without sufficient reason, shall be deemed to have resigned their position upon the Committee.

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#### DUTIES OF SECRETARY

11. It shall be the duty of the Club Secretary to attend in person, or by deputy, all meetings of the Club and all meetings of the Committee to take minutes of the proceedings. Such minutes shall be retained and presented for confirmation at the following meeting.

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#### BANKING

12. All monies of the Club shall be banked by the Treasurer or his deputy in the name of the Club and no payments shall be made therefrom except in accordance with the form or forms authorised by the Committee, such payments to be approved by a minimum of two authorised signatories.

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#### ELECTION OF MEMBERS

13. Applications for membership of the Club shall be submitted to the Committee and the election of such candidates shall be at the discretion of the Committee. The full name, address, contact details and signature of the candidate shall be stated

on each application submitted to the Committee. No newly elected member shall be entitled to any of the privileges of membership until full payment of his first subscription. Membership of the Club shall continue only for the period covered by the current subscription.

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#### VOTING AT COMMITTEE MEETINGS

14. Each Committee member present at a meeting of the Committee shall be entitled to exercise one vote with the exception of the Chairman whose vote will only be cast in the event of a deadlock. The vote shall be by show of hands but may be by ballot if any Committee member present so demands.
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#### SUBSCRIPTION

15. The annual subscription, which runs for the calendar year, shall be at rates determined and agreed at the Annual General Meeting each year and shall be published on the Club website. The period of membership for members whose application for first membership is made after 1<sup>st</sup> November shall be for the remainder of that calendar year and until 31<sup>ST</sup> December of the next following calendar year.
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#### PAYMENT OF SUBSCRIPTIONS

16. Subscriptions are due before the Annual General Meeting each year.
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#### NON-PAYMENT

17. Any member of the Club who has not paid his subscription within one month of the date on which it becomes due, may, unless sufficient reason is shown to the satisfaction of the Committee, be taken off the Register of members forthwith and shall be deemed to have resigned from the Club. No member whose subscription is in arrears shall be eligible to take part in any events organised by the Club. In the event that membership of a founder member lapses through late payment, his eligibility as a founder member will cease but he may apply to the Committee to become an ordinary member.
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#### RESIGNATION

18. Any member wishing to resign his membership shall give notice in writing of such desire to the Company Secretary on or before the date on which his subscription would have become due for renewal in any year. Any member ceasing, voluntarily or otherwise, to be a member of the Club, shall thereafter cease to have any claim upon the property of the Club or to enjoy any privileges of membership, but he shall remain liable for the payment of any debts due to the Club from him. No refund, in whole or in part, of annual subscription fees shall be made.
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#### USE OF CLUB NAME AND ADDRESS

19. The name and address of the Club shall not be given by a member as his address for trade, advertising or business purposes or in connection with any legal proceedings.
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#### EXPULSION OF MEMBERS

20. It shall be the duty of the Committee if at any time they shall be of the opinion that the interests of the Club so require, by letter to invite any member to withdraw from the Club within a time specified in such letter and in default of such withdrawal to submit the question of his expulsion to a meeting of the Committee to be held within six weeks after the date of such letter. Members of the Committee shall be given at least seven days notice that a question of withdrawal or expulsion is to be discussed at a meeting of the Committee.
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21. The member whose expulsion is under consideration shall be given at least seven days notice of such a meeting and shall be allowed to offer an explanation of his conduct verbally, or in writing, and if two thirds of the Committee present then vote for his expulsion, he shall thereupon cease to be a member of the Club. No

refund, in whole or in part, of annual subscription fees shall be made.

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#### ANNUAL GENERAL MEETING

22. The Annual General Meeting of the Club shall be held between 20<sup>th</sup> January and the 30<sup>th</sup> March each calendar year upon a date and at a time to be fixed by the Committee. The Annual General Meeting, which requires notice of 21 days to be given, shall:-
- a. Receive from the Committee a full statement of accounts made up to the 31st December, showing the receipts and expenditure for the previous year;
  - b. Receive from the Committee a report of the activities of the Club during the said year;
  - c. Elect the Chairman, Vice-Chairman, Treasurer, Club Secretary, Company Secretary and if appropriate, the Auditor;
  - d. Elect an Honorary President for the Club, if appropriate;
  - e. Elect the Committee;
  - f. Determine any remuneration for the Directors of the Company and the Auditor;
  - g. Decide on any resolution, which may be duly submitted to the meeting as hereinafter provided.
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#### EXTRAORDINARY GENERAL MEETINGS

23. An Extraordinary General Meeting, being any meeting of members which is not an annual general meeting, may be convened by direction of the Committee or on a requisition to the Club Secretary stating the business for which the Extraordinary General Meeting is required and signed by not less than twelve members. If the meeting so requisitioned is not convened within twenty-eight days, the said twelve members may convene such a meeting at which fifteen members shall form a quorum.
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#### AGENDA

24. When members wish a matter to be discussed at a General Meeting, the text of such matters signed by at least two members shall be sent to the Club Secretary at least 14 days before the date of such meetings, so that it may be included in the Agenda. A copy of the Agenda shall be published at least five days prior to the meeting, but the fact that any member has not seen a copy of the Agenda shall not invalidate the proceedings. No business, which is not included in the Agenda, shall be discussed at the meeting unless every member present is in favour thereof. Should the proposer of any motion fail to move a resolution in respect of the relevant item on the Agenda, then any other member shall be entitled to do so.
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#### VOTING

25. There shall be one vote cast per membership, as described in Rule 3, which may be cast in person at the meeting by the member. The Chairman shall not vote except in the exercise of a casting vote. At all General Meetings, except as provided in Rule 28 (Alteration of Rules) a majority of votes decides a resolution. At any General Meeting any 12 members present and entitled to vote may demand a Poll, and thereupon the meeting shall be adjourned until a time and place to be named by the Chairman, and a postal vote shall be taken of all memberships of the Club. The decision of the members, as shown by such a postal vote shall be reported to the reconvened meeting and shall be deemed to be the decision of the meeting.
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#### RIGHT TO BE PRESENT

26. No one can take part in General Meetings unless he has been duly elected as a member of the Club, and has paid his subscription according to these Rules.

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## OBSERVANCE AND INTERPRETATION OF RULES

27. Every member binds himself to abide by the Rules of the Club, and also by any modifications made in conformity with such rules, and also to accept as final and binding the decision of the Committee and its Officers in all cases of dispute or disagreement as to the interpretation of these rules.

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## ALTERATION OF RULES

Any alterations may be made to these rules by a General Meeting provided that:-

- a. Details of the proposed alteration or alterations are included in the notice of the General Meeting;
  - b. That the resolution proposing such alteration is carried by two thirds of members present and entitled to vote, and voting, at such General Meeting or by two thirds of members entitled to vote and voting should a Poll be demanded as provided for in Rule 25 (Voting).
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## EVENTS

29. All motor competitions organised by the Club shall be held under the General Regulations of The Motor Sports Association (incorporating the provisions of the International Sporting Code of the FIA) and any additional supplementary regulations.

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30. Any member convicted of an offence arising out of his being in charge of a motor vehicle in any Club event or on Club business may be thereupon liable to expulsion from the Club under Rules 20 and 21 (Expulsion of Members)

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## COPIES OF RULES

31. Members may request a copy of the Rules and Conditions on election.