



The 289 Register

Constitution

Version 5.0

June 2018

Document Control & Version History

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02.02.2010	1.1	A Tunstall	First Draft reviewed and accepted by Committee Members.
27.07.2010	2.0	A Tunstall	Changes proposed and agreed at 2010 AGM. Final document.
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23.06.2015	4.0	D Large	Changes proposed for 2015 AGM – Joint Membership
30.06.2018	5.0	J Coward	Changes proposed for 2018 AGM – Major revision (see Preface below)

Preface

This document was drawn up to provide a written constitution for the Club known as '**The 289 Register**'. The Club was initially inaugurated in or around the year 1997 by a group of AC Cobra 289 enthusiasts, however no written constitution was created at that time. The Committee elected during the year 2009-2010 determined that the Club should have a written Constitution agreed by the Membership.

This document reflects this agreement and subsequent updates, of which the most recent in June 2018 includes changes covering the Club objectives, Membership Rules, Forum Rules, Member electronic voting, Club Events, Expulsion procedure, and compliance with General Data Processing Regulations. It contains new sections covering Finance & Insurance, Regional Groups & Club Events, Privacy Notice, and Nolan Principles. Key roles of the Management Committee and other Club Officers are described.

Distribution

The final version of this document will be made public on the **Club website** after approval by the AGM. All draft versions are private to Club Members only.

Definitions

"AC Sports" – means all models of the

- AC Ace, (including the AC, Bristol and Ford 2.6 litre engine versions)
- AC Cobra 260, (including the roadster and Sebring versions)
- AC Cobra 289, (including the roadster, Le Mans and FIA versions)
- AC Cobra 427, (including the roadster, competition and semi competition versions)
- AC 289 Sports,
- AC, Daytona and Willment Coupés

and their replicas (including cars with non-original engines and running gear)

"AC Sports car register" – means the database of Members' and former Members' **AC Sports** cars

"Club branded merchandise" – means merchandise which incorporates a Club logo or graphic design

"Club Event" – means an event organised primarily for Club Members as specified in Section 6.2

"Club newsletter" – means the Club magazine issued to all Members, in printed and electronic forms

"Club website" – the internet website maintained by the Club, found at www.the289register.com

"Forum" – means the social media pages covering several forums and topics within the **Club website**, which are open for contributions from both Members and non-Members interested in **AC Sports** cars

"Forum Rules" – means the published accepted rules of behaviour when posting on the **Forum**

"Gallery" – means the collection of photo and video albums publicly available within the **Club website**

"GDPR" – means the UK General Data Processing Regulations which came into force on 25th May 2018

"Legitimate Interests" – means those interests of the Members, general public or the Club Management Committee which stem from the objectives of the Club and are listed in Section 7.2

"Member admin system" – means the website system which controls the database of Members' personal details and Club subscription details maintained both by themselves and the Membership Secretary

"Members area" – means the part of the **Club website** which is accessible only to Club Members

"Region" – means a geographical area of the world or a country with a local group of Club Members

"Wiki" – means the **AC Sports** knowledgebase maintained on the **Club website** by Club Members

Contents

Document Control & Version History	2
Preface	2
Distribution.....	2
Definitions.....	2
1. CLUB OBJECTIVES AND GOVERNANCE.....	5
1.1 Name.....	5
1.2 Objectives	5
1.3 Restrictions to the role of the Club	5
1.4 Alterations to the Constitution.....	5
1.5 Dissolution.....	5
2 CLUB MEMBERSHIP.....	6
2.1 Eligibility.....	6
2.2 Membership type	6
2.3 Member Application and authorisation (rights under GDPR)	6
2.4 Constitution and Governance	6
2.5 Forum Rules	6
2.6 Annual Subscription review.....	7
2.7 Payment of Subscription	7
2.8 Subscription Non-payment.....	7
2.9 Resignation from the Club.....	7
2.10 Expulsion from the Club.....	7
2.11 Reinstatement of expelled Member	7
2.12 Cessation of Membership.....	8
2.13 Property of the Club	8
2.14 Intellectual property of the Club	8
2.15 Complaints Procedure.....	8
2.16 Member Communications	8
3 CLUB MANAGEMENT	9
3.1 Management Committee.....	9
3.2 Election of Management Committee	9
3.3 Management Committee Roles and Responsibilities.....	9
3.4 Other Club Officers	10
3.5 Meetings of the Management Committee	10
3.6 Absence from Committee.....	10
3.7 Voting of Committee Members	10
4 CLUB FINANCE & INSURANCE	11
4.1 Financial Objective	11

4.2	Financial Control	11
4.3	Bank Authorities.....	11
4.4	Non-financial Club Assets	11
4.5	Club Expenditure.....	11
4.6	Club Income	11
4.7	Club Insurance	11
4.8	Risk Management	11
5	CLUB GENERAL MEETINGS	12
5.1	The Annual General Meeting	12
5.2	Special General Meeting.....	12
5.3	Voting Rules	12
5.4	Electronic Voting.....	12
6	REGIONAL GROUPS AND CLUB EVENTS	13
6.1	Regions and Regional Officers.....	13
6.2	Club Events	13
6.3	Event Organiser	13
6.4	Event Health and Safety	14
6.5	Club Event vehicles	14
6.6	Conduct of Members	14
6.7	Member Declaration	14
7	PRIVACY NOTICE (GDPR).....	15
7.1	ICO Registration reference ZA353263	15
7.2	Lawful basis for processing Member personal data.....	15
7.3	Member and Car database and processing.....	15
7.4	Data Security Policy	16
7.5	Privacy and updating of Personal Information (rights under GDPR).....	16
7.6	Requesting Removal of Personal Information (rights under GDPR).....	16
7.7	Retention of Personal and Car Information	17
8	NOLAN PRINCIPLES (adapted for Club).....	17
8.1	Selflessness:.....	17
8.2	Integrity:.....	17
8.3	Objectivity:.....	17
8.4	Accountability:	17
8.5	Openness:	17
8.6	Honesty:	17
8.7	Leadership:	17

1. CLUB OBJECTIVES AND GOVERNANCE

1.1 Name

The name of the club shall be, "The 289 Register" hereinafter referred to as the "Club".

1.2 Objectives

The Club exists to: -

1. Operate as an independent, non-profit making, unincorporated association of Members, who have an interest in the **AC Sports** models of car (see the definition above for a list of the models)
2. Promote and demonstrate the building, use, preservation, and restoration of **AC Sports** original cars and designs of kit, component and custom sports cars
3. Foster a general interest in classic and replica cars and historic motor sport
4. Provide Members with such benefits and privileges as may be affordable and equitably distributed
5. Provide Members with assistance, advice and information on **AC Sports** models
6. Maintain a register of **AC Sports** cars owned by both current and previous members of the Club
7. Ensure that the interests of Members are represented, directly and through the appropriate industry bodies, when changes in EU or UK legislation are proposed which adversely affect these objectives

1.3 Restrictions to the role of the Club

The Club is not incorporated and may not enter contracts or engage in legal proceedings in its own right. Any such actions must be undertaken by a Member representing and with the same interest as other Members. The name and/or addresses of the Club or its Committee Members shall not be given by any Member as their address for any trade, advertising or business purposes, nor in connection with any legal proceedings.

1.4 Alterations to the Constitution

The Constitution can be altered by a vote of all Members at an Annual General Meeting (AGM) or a Special General Meeting (SGM) convened by the current Management Committee. Alternatively, a vote may be held solely by electronic means. The Management Committee has the power to act in the objectives of the Club, where not specified in the Constitution, and if changes are required, will propose them before the next AGM.

In the event of changes to the Constitution being necessary all Members will receive notifications of the proposed changes by email and on the **Forum** and will have the opportunity to comment as desired by email or on the **Forum** during a consultation period of at least **14 days**, prior to the change being finalised. Any proposed changes must be provided to the Chairman in their final form by email a minimum of **28 days** before the Annual General Meeting, or a minimum of **14 days** before a Special General Meeting. Only current paid up Members can propose changes to the Constitution.

The Management Committee will decide whether these changes can be accepted, rejected or should be put to a general vote, except where a change has been endorsed by emails received directly from **10 Members or more**, in which case the change must be put to a vote of all Members.

When a Constitutional or other urgent change is proposed and needs to be voted on before the next AGM, the Management Committee has the authority to hold a vote solely by email or other electronic means, subject to the same minimum consultation and notice periods and as if the vote were held at an SGM.

Any Constitutional alteration put to a vote of all Members shall only take effect if supported by a majority of Members who number **at least 15%** of all eligible Members. The Voting rules specified in section 5 apply.

1.5 Dissolution

The Club may be dissolved by a Special General Meeting convened by direction of the Committee, or on the requisition of the majority of the Members. If the resolution of dissolution is duly passed, the Committee may, forthwith, appoint an Auditor to liquidate the affairs of the Club, and if there remain, any surplus assets on realisation, these shall be disposed of to one or more national charities proposed by the Committee and confirmed by a resolution voted by a majority of the Members.

2 CLUB MEMBERSHIP

2.1 Eligibility

Anyone in the UK or overseas, whether a **AC Sports** car owner or not, who is at least 18 years of age.

2.2 Membership type

The Club membership benefits are set out on the **Club website**. There are three types of membership:

- **Honorary Membership** - may be elected by the Committee, normally in recognition of involvement in the development, manufacture or racing of **AC Sports** cars, and/or their service to the Club and its Members. An Honorary Member is entitled to full membership benefits of the Club, including full access to the **Club website**, but has no voting rights at General Meetings or electronic votes, pays no membership subscription and is entitled to one printed copy of each **Club newsletter**.
- **Ordinary Membership** – applies to a single Member who pays the annual membership subscription. An Ordinary Member is entitled to full membership benefits of the Club, including full access to the **Club website**, one vote at all General Meetings and electronic votes, and one printed copy of each **Club newsletter**.
- **Joint Membership** – can be held by a maximum of two Members sharing the same postal address. The two Joint Members are entitled to full membership benefits of the Club, including full access to the **Club website**, two votes at all General Meetings and electronic votes, but only one printed copy of each **Club newsletter**. The Joint Membership subscription represents a saving compared to two Ordinary Membership subscriptions.

2.3 Member Application and authorisation (rights under GDPR)

All applications to join the Club must be made by the individual(s) in his or her correct name and be signed by that applicant personally and submitted to the Membership Secretary.

Upon application the Member agrees to the benefits and obligations of the Constitution as the governing agreement (i.e. contract) between the individual Member and other Members of the Club. The Member also agrees to the contract being amended using the processes described in Sections 1.4 and 1.5.

The signature on the application form authorises the Club to maintain in the Club database and process Member's personal and car data, for the legitimate interests listed in Section 7.2.

At any time, Members have the right to object to processing on grounds relating to their particular situation, and may opt out of the processes listed in Section 7.5.

2.4 Constitution and Governance

Every Member shall have access to the Club Constitution via the **Club website** and by payment of the annual membership fee, agrees to abide by all the rules contained within the current Constitution. Copies will be issued to new Members with their Welcome Pack. New versions will be emailed to all Members.

Every Member agrees to accept as final and binding the decision of the Management Committee in all cases of dispute or disagreement as to the interpretation of the Club Membership, Regional Group and Club Event rules contained in Sections 2 and 6.

2.5 Forum Rules

Anybody may register themselves to use the **Forum** and raise new topics or respond to other users' posts. The right to use this public **Forum** carries with it the responsibility to adhere to the published **Forum Rules**.

At the discretion of the Webmaster or a Forum Moderator, Members or non-Members who break the **Forum Rules** may have their access to the **Forum** restricted or removed completely on a temporary basis. At the discretion of the Management Committee, access to the Forum may be permanently removed.

The Webmaster shall maintain the **Forum Rules** in line with generally accepted social media best practice, subject to the approval of the Management Committee, and publish them prominently within the **Forum**.

2.6 Annual Subscription review

The amount of single and joint annual membership subscriptions will be reviewed annually by the Treasurer. Changes to the amount of the subscription shall be proposed by the Committee upon the recommendation of the Treasurer and approved by a majority of the fully paid up Members at the Annual General Meeting.

2.7 Payment of Subscription

Payment of subscription falls annually and is due when joining the club, and on each subsequent anniversary.

2.8 Subscription Non-payment

Any Member of the Club who has not paid their subscription within 60 days of the due date shall be deemed to have resigned from the Club.

2.9 Resignation from the Club

Membership of the Club will normally continue from year to year. Resignation from the Club must be by email notification of the Membership Secretary. Members can reapply for membership by contacting the Membership Secretary and paying the annual membership fee.

2.10 Expulsion from the Club

Expulsion for either a temporary or an indefinite period may occur in the event of serious misconduct:

- A Member persistently breaks or has a pattern of breaking the **Forum Rules** on the **Club website**
- A Member persistently personally abuses another Member, either at a **Club event**, on the **Forum**, on social media, or by circulating emails to other Club Members
- A Member steals any property, listed in the Club Asset Register, or money belonging to the Club
- A Member is convicted of any criminal offence
- A Member uses Member data for other than the legitimate interests defined in Section 7.2
- A Member provides Member data to a third party outside the Club, except as described in Section 7
- A Member acts in any other way to bring the Club into disrepute or to damage the Club's integrity, in the reasonable opinion of a majority of Committee Members

If a Member is suspected of behaving in a manner which could merit expulsion, then a Member Conduct Sub-Committee will be convened by the Club Secretary to investigate and report to the Management Committee on the facts of the case, and the Management Committee will then decide what action to take.

Expulsion of a Member must be approved by the majority vote of the Committee. Committee Members shall be given at least **7 days'** notice of the meeting to discuss a Member's expulsion, and the Member concerned shall be given a minimum of **7 days'** notice of such a meeting by the Membership Secretary and the opportunity to offer any explanation of the conduct concerned.

The Committee's decision to expel or not expel a Member will be immediately communicated to the subject, with the reasons given by the Committee, by the Membership Secretary using email. This decision is final.

The Membership Secretary will inform other Members of the Club of the expulsion and the reasons given by the Committee by email, and/or by posting on the Forum. No further expulsion communications will be made.

2.11 Reinstatement of expelled Member

Reinstatement of an expelled Member may only occur if the original offences are remedied, or if they are incapable of being remedied and the temporary expulsion period has expired.

Member reinstatement must be approved by the majority vote of the current Management Committee. This is the end of the disciplinary process for the Member who is then welcomed back into the Club.

The Membership Secretary will inform other Members of the Club that a Member has been reinstated by email and/or by posting on the Forum. No further reinstatement communications will be made.

2.12 Cessation of Membership

Any Member ceasing, voluntarily or otherwise, to be a member of the Club, shall cease to enjoy any of the privileges of membership, but shall remain liable for the payment of any outstanding subscriptions due at the date of resignation or expulsion. At the discretion of the Membership Secretary, unexpired membership subscription paid may be refunded pro rata to the Member.

On cessation of their membership, Members shall deliver up any property of the Club in their possession to the Club Secretary or another Club Member for safekeeping.

On cessation, any Member may if desired request the Membership Secretary that all personal data be removed from the **Club member admin system**, Club email system, and **Club website**.

2.13 Property of the Club

Any property and/or equipment, which is purchased by Club funds, shall remain the legal property of the serving Club Secretary, which will be assigned automatically on resignation of the incumbent to the new Club Secretary. It may be held for safekeeping by any Club Member by permission of the Club Secretary. All such property shall be listed in the Club Asset Register which is maintained by the Treasurer.

2.14 Intellectual property of the Club

No person or Member, may appropriate, transmit or publish for any purpose, and by any means, electronic or hard copy, copyrighted **Club newsletters**, or, individual articles, photographs, designs and logos, whether published or not, being the legal property of the serving Club Secretary, without emailed permission of the Club Newsletter Editor. This will be provided to authors in respect of their own articles, photos and designs.

All **Club website** material in the **Wiki**, **Gallery** and **Forum** is similarly protected by the Club Webmaster, and this includes the domain name of the Club, www.the289register.com and all www.the289register.xxx

2.15 Complaints Procedure

If a Member has a complaint about the management of Club, or the behaviour of any Member on the **Forum** or at a **Club Event**, that complaint must be raised with the Club Secretary or the Chairman.

In the event of alleged serious Member misconduct, at the discretion of the Club Secretary or the Chairman, the Member Conduct Sub-Committee will be convened (see Section 2.10).

At the discretion of the Management Committee, a Member may be suspended immediately when it is necessary to protect the Club against further prejudicial action.

The Club will not intervene in what is considered by the Committee to be a private dispute between Members, unless it is likely to prejudice the Club e.g. by bringing the name of the Club into disrepute.

2.16 Member Communications

It is the Member's responsibility to maintain the Club's record of current postal address and email address, either by updating them using the **Member Admin System** or by emailing the Membership Secretary.

Members may also select the appropriate Regional Group, where one exists, to which they wish to belong. The Club will normally communicate to Members by email and/or by posting messages on the **Forum**, and important communications will also be included or summarised in the next edition of the **Club newsletter**.

3 CLUB MANAGEMENT

3.1 Management Committee

The authority and responsibility for the management of the Club shall be vested in a Management Committee, who, in addition to the powers and authorities by these rules expressly conferred on them, may exercise all powers and do all acts in furtherance of the objects for which the Club is established, other than those hereby expressly directed or required to be exercised or done by the Club in a General Meeting or by electronic voting. Both the Management Committee and the Member Conduct Sub-Committee shall adopt the Nolan principles for Standards in Public Life, as adapted and described in Section 8 below.

3.2 Election of Management Committee

The Club Chairman, and all other Management Committee members as are required, shall be elected at the Annual General Meeting, subject to termination at the next Annual General Meeting following their appointment. If, between AGMs a position becomes vacant, the Committee can propose and appoint a temporary Committee member to fill the vacancy, which will be subject to election at the next AGM. The current Committee members shall be listed on the **Club website** and in the **Club newsletter**.

3.3 Management Committee Roles and Responsibilities

The Management Committee shall consist of no less than **5** and no more than **7** Members with these roles: Chairman, Treasurer, Membership Secretary, Webmaster, Newsletter Editor, Club Secretary and IT Manager:

1. The **Chairman** is responsible to Club Members for the successful operation of the Club:
 - a. Leading, managing and consulting on the current activities and the development of the Club
 - b. Obtaining volunteers for the roles of the Committee Members, Sub-Committees, and Officers
 - c. Monitoring and controlling the delivery of **Club Events** by their Event Organiser (Section 6)
 - d. Maintaining good relationships with other Clubs and industry organisations as appropriate
 - e. Ensuring compliance with this Constitution, **GDPR** and other UK and EU data protection laws
2. The **Treasurer** is responsible for managing and reporting the Club finances (Section 4):
 - a. Ensuring that there are funds to cover payments from the Club bank and PayPal accounts
 - b. Making payments for invoice settlement, member expenses and subscription refunds
 - c. Invoicing and collecting advertiser payments for advertisements
 - d. Maintaining the bank authorities, Club asset register and Club insurance policy
 - e. Maintaining Club financial records and preparing quarterly and annual financial statements
 - f. Preparing the annual budget (for two years), and recommending next year's subscription level
3. The **Membership Secretary** is responsible for Member administration and support (Section 2):
 - a. Processing joiners, leavers, annual renewals, and changes of postal or email address
 - b. Sending Welcome Packs to new Members and advising their local **Regional Officer**
 - c. Maintaining up to date Member records in the **Member admin system**
 - d. Collecting and chasing annual Member subscriptions by bank transfer, PayPal or other method
 - e. Dealing with Club Member requests for access to, or removal of, personal data under **GDPR**
 - f. Dealing with all other miscellaneous Club Member queries and requests
4. The **Webmaster** is responsible for maintaining and monitoring the **Club website** content:
 - a. Updating the homepage Event panel at least monthly and maintaining the **Gallery** photos
 - b. Updating the future Events listing for the website and newsletter at least quarterly
 - c. Maintaining a Newsletter advertiser presence on the homepage
 - d. Maintaining a Club social media presence with links to the **Club website**
 - e. Agreeing and maintaining the **Forum Rules** (Section 2.5)
 - f. Removing website content as requested by Members under **GDPR**, or for any other reasons
5. The **Newsletter Editor** is responsible for publishing the **Club newsletter**, and all Club design work:
 - a. Designing the quarterly newsletter, incorporating editorial, articles and advertisement copy
 - b. Liaising with newsletter article contributors, writing and editing article content
 - c. Selecting photos for newsletter, ensuring that copyright is available and obtained (Section 4.8)
 - d. Dealing with the newsletter printer, advertisers and all merchandise suppliers
 - e. Designing and commissioning Club stand display material for exhibitions
 - f. Selecting and designing the branding for **Club branded merchandise**

6. The **Club Secretary** is responsible for the governance of the Club, Regions and Events (Section 6):
 - a. Convening, chairing and minuting meetings of the Management Committee, AGM and SGM
 - b. Monitoring and liaising with Regional Officers, agreeing boundaries, and forming new **Regions**
 - c. Dealing with complaints about the behaviour of Members at **Club Events** or on the **Forum**
 - d. Convening the Member Conduct Sub-Committee to report on alleged serious misconduct
 - e. Owning and maintaining the Club Constitution, including Privacy Notice, and ICO registration
 - f. Managing the rectification of Club personal data breaches and any process changes required
7. The **IT Manager** is responsible for developing & supporting the **Club website** and IT facilities:
 - a. Owning and maintaining the Data Security Policy published in the Privacy Notice (Section 7.4)
 - b. Configuring the Website, Club email accounts, all installed application software and backups
 - c. Developing and supporting the **Club website** and acquiring new software where needed
 - d. Developing any Club specific website software required (e.g. **AC Sports car register**)
 - e. Managing third-party contracts (Web host, **Member admin system, Forum, Wiki, Gallery**)
 - f. Raising support calls as needed with the third-party suppliers of IT services and software

The Chairman may by agreement request that a Committee Member takes on an additional or different role which was not voted in the last AGM. These changes will be subject to review at the next AGM. If a Committee Member takes on two roles, both will be listed in the **Club newsletter** and **Club website**.

Committee Members have the power to undertake other tasks beyond those listed above if in their judgment the tasks are necessary to fulfill their main responsibility, subject to subsequent agreement of the Committee.

3.4 Other Club Officers

The Management Committee shall have the power to appoint by agreement additional Members at any time, as deemed necessary, to form a Sub-Committee or be Club Officers with the following roles:

1. **Member Conduct Sub-Committee**, whose Members investigate incidents involving alleged serious misconduct (see Sections 2.10 and 2.15)
2. **Event Organisers**, the Members who organise or national or local **Club Events** (see Section 6.3)
3. **Regional Officers**, the Members who coordinate Club activities in a **Region** (see Section 6.1)
4. **Forum Moderators**, the Member(s) appointed to enforce **Forum Rules** (see Section 2.5)
5. **Club Registrars**, the Member(s) who verify and maintain the **AC Sports car register** database

or other roles to be designated. These Club Officers shall be listed in the **Club newsletter** and the **website**. The Management Committee shall have the power to form other Sub-Committees from the Membership.

The Management Committee may appoint, from outside the Membership of the Club, an Auditor, a Solicitor, or support for exhibition stand design, website or IT, if additional professional expertise is deemed necessary.

3.5 Meetings of the Management Committee

The Management Committee shall meet no less than quarterly, by electronic means or otherwise, for the conduct of Club business. Four Members of the Management Committee shall form a quorum.

The Club Secretary, either of his/her own accord or by the direction of the Chairman, shall, unless otherwise agreed by all the Committee, give at least **7 days'** notice of the holding of a Committee Meeting and provide an agenda. Each Committee meeting shall be minuted by the Club Secretary, and the agreed minutes published on the **Club website**. Important decisions will also be published in the **Club newsletter**.

3.6 Absence from Committee

Any Member of the Committee, without sufficient reason, absent themselves from three consecutive Committee meetings may be assumed to have resigned from the Committee.

3.7 Voting of Committee Members

The Committee shall normally proceed by consensus but will vote by ballot if any Member present requests. Each Committee Member present at a meeting of the Committee shall be entitled to exercise one vote. Committee Members must declare any private interest in an agenda item and withdraw from any vote.

4 CLUB FINANCE & INSURANCE

4.1 Financial Objective

The Club is a non-profit making association. The financial objective is to remain solvent by maintaining a prudent reserve amount across the Club bank and PayPal accounts which could support about two years of expenditure with no income. If the reserve is more than two year's expenditure or less than one year's expenditure, the Treasurer may recommend to the Committee an adjustment to the annual subscription.

4.2 Financial Control

An interim statement of accounts shall be prepared for the Management Committee by the Treasurer at the end of each quarter year. The Committee will review the accounts and take appropriate action to control both expenses and income. At the end of each calendar year the Treasurer shall prepare a statement of accounts, obtain an audit by a Member not serving on the Committee, and publish by email and on the **Club website**. The Treasurer shall develop a budget for the next two years and review the Member subscription annually. The Treasurer shall report on the Club finances to Members at each Annual General Meeting.

4.3 Bank Authorities

Each Committee Member shall have the authority to deal with the Club bank accounts, but two signatories will be required for any payment or transfer transaction. The Treasurer shall maintain the bank authorities.

4.4 Non-financial Club Assets

The Treasurer shall maintain a register of all non-financial Club Assets showing the original value and date of acquisition where known and the current location of the asset, including the name and address of the member responsible for safekeeping. The Club Asset Register must be published on the **Club website**.

All Club Assets are legally owned by the Club Secretary, and may include (but are not restricted to):

- Exhibition stands, display panels and furniture used for internal events
- Tents, gazebos, flagpoles, catering equipment, and other equipment required for external events

4.5 Club Expenditure

The budgeted items of expenditure of the Club include the printing and distribution of the **Club newsletter**, development and maintenance of the **Club website**, insurance premiums and expenses incurred at national and local **Club Events**. Expenses incurred on behalf of the Club must be approved in advance by email from the Chairman or other Committee Member, unless they are costs which are included in the annual budget.

Committee Members and other Officers shall not claim personal expenses for the discharge of their duties.

Expense claims must be made to the Treasurer by email and be accompanied by a receipt if over £25.

Expenses shall be reimbursed by the Treasurer when authorised by any other Committee Member.

4.6 Club Income

The income of the Club is principally membership subscriptions, supplemented by advertising income.

The Membership Secretary shall ensure that subscriptions are collected from each Club Member.

The Treasurer will be responsible for refunding any excess subscriptions paid by Members.

The Treasurer will recommend to the Committee each year appropriate **Club newsletter** and **website** advertising rates. The Treasurer shall ensure that all advertisers are invoiced annually and invoices are paid.

4.7 Club Insurance

The Treasurer will maintain and review annually Public Liability insurance which only covers UK **Club Events**.

The insurance certificate can be found on the **Club website**. The Treasurer will also maintain cover for All Risks insurance for Club property, Libel and Slander, and Accidental Infringement of Copyright.

If a claim arises where the uninsured liability exceeds or may exceed the Club assets, the Committee shall propose alternative actions for the Club and call a Special General Meeting to decide the actions to be taken.

4.8 Risk Management

The Newsletter Editor will take all reasonable precautions to prevent a Libel or Copyright Infringement claim and will obtain a proof reading by another Committee Member of each **Club newsletter** before publication.

The Webmaster will remove contentious material from the **Club website** within 24 hours of any complaint.

5 CLUB GENERAL MEETINGS

5.1 The Annual General Meeting

The Annual General Meeting (AGM) of the Club shall normally be held at the Silverstone Classic each year upon the Saturday of the weekend, at the Club stand, at a time to be fixed by the Committee. The Committee may choose an alternative location and venue, to be advised at least **3 months** before the AGM.

Nominations of Candidates for election to the Committee must be sent to the Club Secretary by email not less than **28 days** before the date of the AGM, with the Candidate's agreement that they are willing to serve.

When Members wish a resolution to be proposed at the AGM, the text of that resolution, agreed by at least two Members, shall be sent to the Club Secretary by email at least **28 days** before the date of the AGM.

A copy of the agenda, together with the text of Constitutional or other changes proposed, shall be published on the **Club website** and distributed by email to all Members at least **21 days** prior to the date of the AGM, but the fact that any Member has not received a copy of the agenda shall not invalidate the proceedings.

AGM Agenda documents

1. An audited statement of accounts, showing the income and expenditure for the last calendar year
2. A financial plan for the current and next calendar year, with a recommended subscription amount
3. A report of the activities of the Club since the last AGM from the Chairman
4. A list of Candidates for election or re-election to the Committee. All Candidates must have been a Member for at least **12 months** and may if desired provide a brief synopsis of their plans for the Club
5. A list of any resolutions submitted to the meeting, with supporting text

The AGM shall be chaired by the current Club Secretary or Chairman and follows this general format:

1. Report on the Club statement of accounts, financial plan and summary of the last year's Club activities
2. Questions from Club members on the statement of accounts, financial plan and report of activities
3. Vote on a resolution to accept the statement of accounts and proposed subscription change (if any)
4. Invite the Candidate(s) for Chairman to present their plans for the next year
5. Questions from Club members to the Candidates for the Committee
6. Elect the Chairman of the Club and the other Candidates for the Committee
7. Vote on any other resolutions submitted, as provided for in these rules
8. Conduct any other business at the Club Secretary's discretion

Resolutions not on the Agenda may be proposed and discussed, but not voted upon at the AGM.

5.2 Special General Meeting

A Special General Meeting (SGM) may be convened by the direction of the Management Committee or by the Club Secretary on receipt of requests by email to from at least **10%** of the Members of the Club.

A copy of the agenda, together with the text of any resolutions submitted, shall be published on the **Club website** and a convening email sent to all Members at least **14 days** prior to the date of the SGM, but the fact that any Member has not received a copy of the agenda shall not invalidate the proceedings.

5.3 Voting Rules

Every Member has the right to be present at an AGM or a SGM. No one can vote unless they are a Member who has joined the Club, and paid their current subscription, at least **28 days** before the General Meeting. Honorary Members shall not vote. The Club Secretary shall not vote except in the exercise of a casting vote. Candidates shall not vote for themselves.

At AGMs or SGMs a majority of votes decides a resolution, except for Constitutional changes (see section 1). Votes may either be cast in person at the General Meeting or may be cast electronically.

5.4 Electronic Voting

Electronic voting will be conducted as determined by the IT Manager, either by email to the Club Secretary or by using a web-based voting system, and all votes must be cast at least **7 days** before the General Meeting. Electronic votes may not be conditional on the result of other votes taken at the same meeting.

Members who have voted electronically shall not change their vote or vote in person at the General Meeting. The Club Secretary will add all valid electronic votes to those cast in person at the General Meeting.

6 REGIONAL GROUPS AND CLUB EVENTS

6.1 Regions and Regional Officers

The Management Committee may from time to time appoint a **Regional Officer** to organise regular meetings of Members in a defined **Region**, and where there is a demand, local **Club Events**.

The Club will provide an emailing facility to enable **Regional Officers** to contact Members in their **Region**. Members may use the **Member admin system** to choose which **Region** to belong to, or to opt out.

The Management Committee may delegate any **Regional Officer** to organise local **Club Events**, within an annual Event budget, depending upon the Events planned and number of Members within the **Region**.

There is no obligation on the Club to appoint **Regional Officers** for all geographical areas. No budget will be allocated to **Regions** where no **Regional Officer** has been appointed or no Event planned.

The **Regional Officers** will be responsible for:

1. Welcoming new Members in the **Region** to the Club, and encouraging non-Members to join
2. Maintaining contact with Members in the **Region** by email or via the **Forum**
3. Arranging regular Club meetings as desired by local Members (meetings are open to non-Members)
4. Providing Member feedback to the Club Management Committee via the Club Secretary
5. Arranging local **Club Events** within the agreed regional event budget allocated annually.
6. Advertising local Club meetings and events on the Club website, as agreed with the Webmaster
7. When Club property is relocated, emailing the Treasurer who will update the asset register

6.2 Club Events

A **Club Event** is one which is organised by a Club Member and is open to any other Member. It must have explicit approval of the Management Committee or a **Regional Officer** and may have a budget.

Only Members and their partners, family members and guests are eligible to participate in **Club Events**. Only Member's **AC Sports** cars are eligible to be driven on **Club Events** or parked on Club stands.

All **Club Events**, whether nationally or locally organised, must be advertised to all Club Members:

- Step 1: Announcement in the **Club newsletter** and the **Club website** events listing
- Step 2: Email invitation to the whole Club membership.
- Step 3: Announcement on the **Forum**, and if a public event, on social media.

Any event organised by a Club Member which does not fulfil all these criteria is a Private Event. The Club has no obligations to Members participating in a Private Event, which is not covered by the Club Insurance policy. There is at present no Club insurance cover for events held outside the United Kingdom.

6.3 Event Organiser

The Management Committee shall approve a Member as the **Event Organiser** for all national **Club Events** and set an Event budget. For local **Club Events** the **Regional Officer** may be the **Event Organiser**.

Every **Club Event**, whether national or local, must have an **Event Organiser** who takes the responsibility for the successful running of the Event within the national or regional budget allocated. This includes:

1. Advertising the Event in the **Club newsletter**, **Club website** and where appropriate in social media
2. Liaising with all Members planning to attend by email or via the **Forum**
3. Liaising with any third parties involved with the staging of the Event
4. Arranging for the provision and transport of any Club equipment required on the Club stand
5. Organising any Member assistance and/or accommodation required in putting on the Event
6. Ensuring that a photographic record of the Event is made, and a report sent to the Newsletter Editor
7. Where appropriate, conducting a Risk Assessment and taking any remedial action prior to the Event
8. Where appropriate, ensuring that all Members attending sign a declaration indemnifying the Club

6.4 Event Health and Safety

One of the conditions set by the Club insurer is that a Health and Safety Risk Assessment is completed before starting any activity at a **Club Event**. The **Event Organiser** shall undertake this Risk Assessment at least two months prior to the Event, take any remedial action, and send to the Chairman one month before the Event. A suitable Risk Assessment pro forma shall be provided by the Club Secretary to **Event Organisers**.

6.5 Club Event vehicles

Where a Club Stand has limited space (e.g. at an indoor Event), **AC Sports** cars may be driven onto the Stand only with explicit prior agreement of the **Event Organiser**, who may wish to prioritise certain models.

At outdoor **Club Events** where the model of car is controlled, any **AC Sports** model of car may be driven on to the Club stand but the **Event Organiser** may wish to regulate the arrangement of parking for the cars.

At classic car Events with no control on car model, Club Members with other models of classic car may be able to bring their car onto to the stand, subject to obtaining the prior agreement of the **Event Organiser**.

6.6 Conduct of Members

All Members shall conduct themselves at Club meetings and **Club Events** and ensure the conduct of their families or guests, for the benefit of the Club, according to these rules and in such a way as not to bring the Club into disrepute.

6.7 Member Declaration

Members taking part in any road **Club Event** will be required by the **Event Organiser** to sign a declaration that, amongst other undertakings of health and fitness to drive, indemnifies the Club in the event of a motor vehicle accident. The standard Member declaration is published on the **Club website**.

7 PRIVACY NOTICE (GDPR)

7.1 ICO Registration reference ZA353263

As a not for profit association, the Club has registered with the ICO (Information Commissioner's Office). The Club maintains and processes the minimum amount of personal data needed to administer and provide services to Members and only shares limited contact and car data with other Members.

Any personal data breach must be reported to the Club Secretary, who will immediately inform the data subject, and request the responsible Member to take prompt action to rectify the breach. If anybody believes there is a general problem with the way the Club handles their data they have a right to complain to the ICO.

7.2 Lawful basis for processing Member personal data

The Club has defined the lawful basis for processing Member and non-Member personal data as the **legitimate interests** which arise from the Club objectives defined in Section 1.2. These are:

1. The legitimate interests of Members (including partners within a Joint membership) in
 - a. reading about Club activities and other articles of interest in the **Club newsletter**
 - b. viewing photos, videos etc. of **Club Events** and other events in the **Gallery**
 - c. emailing and communicating with other Members of the Club using the **Forum**
 - d. researching the history of specific **AC Sports** cars previously owned by other Members
 - e. obtaining certain privileged facilities on the **Club website**, such as access to the **Wiki**
 - f. engaging in Club competitions for best photos, videos, etc. using the **Gallery** facilities
 - g. participating in the governance of the Club
 - h. purchasing items from a limited range of **Club branded merchandise**
2. The legitimate interests of the general public in
 - a. discovering the Club, and finding out more about its activities
 - b. participating in the **Forum** as a non-Member
3. The legitimate interests of the Club Management Committee in
 - a. informing Members about **Club Events**, Club governance, and important personal events
 - b. reviewing Member personal and car data before making a general response on behalf of the Club to proposed legislative or other industry changes
 - c. collecting or refunding subscriptions and other miscellaneous payments from Members

7.3 Member and Car database and processing

The Club maintains on the **Club website** secure database records of all Members containing their personal contact details (including postal and email addresses) and **AC Sports** car details, along with any Member emails received and sent by Committee Members, and photographic images of Members and their cars taken at Club and other Events. Email details of non-Members using the **Forum** are also maintained.

The Club shall not maintain any Member bank, building society or PayPal account details on its database, nor any other sensitive (special categories) personal data.

The Member and car data are used for the following processes:

1. Collection of subscriptions from Members using the **Member admin system**
2. Mailing and where required electronic distribution of **Club newsletters**, processed via a third party
3. Providing to Members privileged access to the **Members Area** and **Forum** within the **Club website**
4. General email communications from the Management Committee and **Regional Officers**
5. Verifying member eligibility and counting of electronic votes
6. Providing limited personal contact and current car information to all Members in the **Members Area**
7. Providing limited user profile information on the **Forum** to members of the public
8. Maintaining a historical database of car data and photos in the **AC Sports car register** and **Gallery**
9. Promotion of the Club via public social media and the **Gallery** facilities (photos only)
10. Advertising, ordering, billing and dispatch of **Club branded merchandise**

The Club shall not use the Member or Car database for direct marketing or profiling, nor shall it make records from the database available to Club Members for these or any processes other than those listed above. General email communications must only be sent to further the legitimate interests defined in section 7.2.

7.4 Data Security Policy

The Club uses a web hosting company for its web services. Their data centres are ISO 27001:2013 certified. The Club has a dedicated virtual server which is not shared with other customers of the hosting company.

It is protected from the internet by a firewall, and all user and administrative access to personal and car databases, and other privileged services, is secured by username and password.

All Member personal data is encrypted in transit to the server via the internet, but the data on the server is not itself encrypted.

The **Club website** does not make use of cookies and is therefore unable to track users. The **Forum** and **Wiki** only use cookies to enable a user to stay logged-in. These cookies hold no personal data.

The Club IT Manager undertakes a regular programme of software updates to stay current and to prevent security breaches. Offsite backups of the software and databases are taken daily by the hosting company.

7.5 Privacy and updating of Personal Information (rights under GDPR)

This section deals with an individual Member's rights of access, rectification and restriction of processing of personal data under GDPR.

Individuals may either update their personal details themselves using the **Member admin system** within the **Club website** or request the Membership Secretary by email to update.

Member car information can be updated by the Club Registrar, Membership Secretary or the Member, using the **AC Sports car register** which is accessed within the **Members Area** of the **Club website**.

Limited individual contact details are shared with all Club Members, along with all car information.

A Member may opt out of processing which shares their information with other Club Members, or receiving certain emails, by updating their membership details, or requesting the Membership Secretary by email that

- Only the Membership Secretary and the Member have access to their personal data
- Only the Membership Secretary, Club Registrar and the Member have access to their car data
- They receive no general emails from **Regional Officers** addressed to Members in their **Region**

No Member data record are publicly accessible, nor is it made available to third parties for processing, other than **Club newsletter** printing and distribution. A contract exists with the printer protecting Member data.

Photos in the **Gallery**, taken at **Club Events** and other events, all posts made on the public **Forum** and all articles published in **Club newsletters** are all publicly accessible from the internet.

7.6 Requesting Removal of Personal Information (rights under GDPR)

This section deals with an individual Member's right to erase personal data under GDPR.

Individuals must request the Membership Secretary by email to erase their data; this cannot be fully achieved while still a Member, save to the extent of opting out of the processing listed in 7.5, and requesting the Webmaster to remove any personally identifiable photographic images held on the **Gallery**.

On cessation of membership of the Club, a Member may request from the Membership Secretary the removal of all personal data and all personally identifiable information held which can be accessed from the **Club website**, including photographic images in the **Gallery**.

7.7 Retention of Personal and Car Information

If no Member request for removal is received after cessation of membership, then their contact details and private emails with Committee Members will normally be retained for **2 years** unless there are exceptional reasons (e.g. a dispute) to retain them.

Financial records of Member subscriptions paid or refunded will be retained for **6 years**.

Personal images in the **Gallery** will be retained indefinitely, as will all the posts a Member has made on the **Forum**, though Members may remove their own posts themselves.

Data records and photographic images of members' cars, including the member's name and period of ownership, will be retained within the **AC Sports car register** database indefinitely.

Information posted by a Member to the **Wiki** should not be personal and will be retained indefinitely. Articles and photographs published in the **Club newsletter** cannot be removed after publication.

8 NOLAN PRINCIPLES (adapted for Club)

These are the Seven Nolan Principles of Standards in Public Life, adapted for use by the Club and acknowledging the primacy of GDPR:

8.1 Selflessness:

Holders of Club office should act solely in terms of Members' interests. They should not do so in order to gain financial or other benefits for themselves, their family or their friends.

8.2 Integrity:

Holders of Club office should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their Club duties.

8.3 Objectivity:

In carrying out Club business, including making Club appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of Club office should make choices on merit.

8.4 Accountability:

Holders of Club office are accountable for their decisions and actions to the Members and must submit themselves to whatever scrutiny is appropriate to their office.

8.5 Openness:

Holders of Club office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider Member interest clearly demands, or issues of personal data privacy arise under GDPR.

8.6 Honesty:

Holders of Club office have a duty to declare any private interests relating to their Club duties and to take steps to resolve any conflicts arising in a way that protects Members' interests.

8.7 Leadership:

Holders of Club office should promote and support these principles by leadership and example.