

TR Register Car Club Administration Policy

The TR Owners Club Ltd (trading as TR Register Car Club)* will be governed under the Model Articles For Private Companies limited By Guarantee as issued by Companies House from time to time. The Registered office will be in the United Kingdom.

This Policy defines the additional specific terms under which the TR Register Car Club (Club) will be managed. These terms have been developed over many years as the Club evolved and revised to aid clarity of reading and purpose.

MANAGEMENT TEAM (Team)

1. Chairing of Team meetings

- (1) The Club Chairman or Chairman of the meeting shall chair the Team meetings and shall have a vote at the meeting. In the case of a tied vote, the Chairman's vote shall be considered the casting vote.
- (2) The quorum for Team meetings may be fixed from time to time by a decision of the Team but it must never be less than five and unless otherwise fixed, it is five.
- (3) At a Team meeting, unless a quorum is participating, no proposal is to be voted on except a proposal to call another meeting.
- (4) Team meetings may be held virtually or at a venue chosen by the Chairman.
- (5) If the Club Chairman is not participating in a Team meeting within ten minutes of the time at which it was to start, the participating Team Members must appoint the Chairman of the meeting from amongst themselves. This would normally be the Vice-Chairman.

2. Methods of appointing Team Members

Subject to the following clauses, any Club Member who is willing to act as a Team Member, and who has achieved the age of 18, may be appointed to be a Team Member, as described below.

- (1) All Team Members shall be elected by vote at the Annual Members Meeting (AMM) and shall be eligible for re-election at the following AMM. In the event of only one nomination being received for any position, a vote of the Club Members must still be taken.
- (2) Nominations for the election of Team Members must be received at least 30 days before the AMM. All nominations must be accompanied by the names of the proposer and seconder (who must be Club Members) and a disclosure of the nominee's business and motoring interests.
- (3) Each Team Member will hold office until the end of the AMM following their appointment and will then be able to offer themselves for re-election unless removed from office by means of a resolution at an Emergency Members Meeting (EMM).

(4) The Team may fill any vacancy in its numbers by co-option, such co-option shall expire at the end of the immediately following AMM.

3. Team Members

(1) There shall be not less than 5 or more than 25 Team Members

(2) The Team shall consist of the Club Chairman, a vice chairman and a finance member and not less than two others.

(3) Available Team positions shall be notified to Club Members prior to the nomination deadline for the AMM but they must not include more than three positions without portfolio.

(4) The Chairman shall have served on the Team, or as an Regional Coordinator, for the preceding year before election.

(5) The Chairman's term shall be time limited to three years unless there are no other candidates, in which case they may stand for a maximum of a further two years.

(6) Notice of available Team positions shall be accompanied by a reasonably detailed job description of the role concerned.

4. Termination of Team Members

A person ceases to be a Team member as soon as

(1) that person's term of office has expired.

(2) that person ceases to be a member of the Club.

5. Remuneration

A Team Member may not receive remuneration from the Club for their services as a Team Member.

However, if the need arises to remunerate a Team Member for professional/specialist skills, this the Club may pay, and such remuneration will be declared to Club Members at the following AMM together with the amount of such remuneration and details of the services provided to the Club.

6. Expenses

The club may pay any reasonable expenses which Team Members properly incur in the performance of their duties. These expenses will be declared for each Team member in an itemised format (cost & reason) at the following AMM.

CLUB MEMBERS

7. Applications for Membership

(1) Membership of the Club is open to anyone of 18 years of age and over. A Club Member between the ages of 18 and 29 shall be a Youth Member.

(2) At a Members Meeting, the Club Members may elect by vote (provided they have the consent of the person being proposed) as an Honorary Member any person distinguished for their scientific, literary, industrial or administrative capacities, or who have been distinguished in promoting the cause of motoring in general. Honorary Members shall be treated in all respects as Club Members, save that their annual subscriptions shall be waived, but they are not entitled to vote nor may they stand for any office unless they are also Club Members or deemed by the Team to be Club Members.

(3) Family Members will be accepted on payment of the applicable current annual subscription but must be the spouse or partner, or sibling under the age of 18, or offspring under the age of 18, of a Club Member living at the same address for whom the annual subscription has been paid. Family Members over 18 years old are entitled to vote and to stand for office.

(4) Each Club Member shall have one vote.

(5) Annual subscriptions shall be fixed by the Club Members in a Members Meeting.

8. Honorary President and Vice Presidents

(1) An Honorary President of the Club may be nominated by the Team and elected by a vote at an AMM to hold office for a period of three years, until the end of the AMM following the third year. By mutual agreement between the Honorary President and the Team, the Honorary President may hold office for a further three year period without standing for re-election.

At the end of the second period of office, the Honorary President must stand for re-election by the Club Members at the AMM. The period of notice for nomination as Honorary President shall be 30 days from the date of receipt of nomination to expire on the day before the AMM. The nomination from the Team must be accompanied by a statement of disclosure stating the nominee's business and motoring interests.

(2) Honorary Vice Presidents of the Club may be nominated by the Team for exceptional service and proposed for election at the AMM to hold office for life.

(3) These Honorary Officers need not be Members of the Club and may not be a Team Member.

9. Termination of Club Membership

(1) A Club Member may terminate their Membership of the Club by giving 7 days' notice to the Club in writing.

(2) Membership is not transferable.

(3) A person's Club Membership terminates when that person dies.

(4) The Team has the power to take disciplinary action against a member in accordance with the Members' Disciplinary Policy & Procedure available on the Club's website.

ORGANISATION OF MEMBERS MEETINGS

10. Annual Members Meeting (AMM)

(1) An AMM of the Club shall take place in each calendar year upon a date and at a time and using a digital platform or venue to be fixed by the Team and all Club Members shall receive notice of such meeting.

(2) A Club Member is able to exercise the right to speak at a Members Meeting when the Member is in a position to communicate to all those attending the meeting.

(3) A Club Member is able to exercise the right to vote at a Members Meeting when:

(a) that person is able to vote, during the meeting, on Resolutions put to the vote at the meeting, and

(b) that person's vote can be taken into account in determining whether or not such Resolutions are passed at the same time as the votes of all the other persons attending the meeting.

(4) The Team may make whatever arrangements they consider appropriate to enable those attending a Members Meeting to exercise their right to speak or vote.

(5) Such AMM shall:

(a) Receive from the Team a full statement of accounts duly reviewed showing the receipts and expenditure for the previous Financial Year, and such accounts shall have been published in writing and have been available to be seen by Club Members on the website of the Club at least 30 days prior to the meeting.

(b) Receive from the Team a report of the activities of the Club during the year and up to a date not more than 3 months preceding the Meeting.

(c) Elect by a vote the Team Members

(d) Appoint an independent reviewer of the accounts.

(e) Consider and vote upon any Resolution which may be duly submitted to the meeting as hereinafter provided.

11. Extraordinary Members Meeting (EMM)

The percentage of Club Members who may convene an EMM shall be 20% or not less than 50 Members (whichever is the lesser).

12. Notice of Meetings

(1) At least 45 days notice of all Members Meetings shall be given. The notice shall state the main purposes of the Meeting.

(2) Any Resolution or matter to be discussed must be submitted in writing to the Club at least 30 days from the date of receipt to expire on the day before all Members Meetings and be signed by at least two Club Members

(3) The agenda, nominations and full text of any Resolutions for Members Meetings shall be available at the office of the Club and on the Club website at least 15 days prior to the Meeting.

13. Quorum for Members Meetings

A quorum shall consist of fifty Club Members present at the meeting.

14. Chairing Members Meetings

(1) The Club Chairman shall chair Members Meetings

(2) If there is no Club Chairman, or if the Club Chairman is unwilling to chair the meeting or is not present within ten minutes of the time at which a Meeting was due to start, the Meeting must first appoint a Club Member to chair the meeting. This would normally be the Vice-Chairman.

(3) The Club Chairman or the member appointed to be Chairman shall not have a vote other than a casting vote.

15. Voting at Members Meetings

(1) A simple majority of votes shall decide all Resolutions, except on any changes to this Policy which shall require a majority of 75% of the votes cast to be in favour.

(2) A Resolution put to the vote of a Members Meeting must be decided on a show of hands unless a poll is duly demanded in accordance with the Model Articles.

(3) At the commencement of the Meeting, the Chairman shall ask if there is any other business to be discussed. Any matter may be proposed by any 2 Club Members present. There shall be no voting permitted on any business so discussed and such discussions will only take place if there is sufficient time available.

16. Right to inspect accounts and other records

By giving seven days' notice in writing, any Member of the Club shall be entitled to inspect the books and records of the Club at the Club's business address during normal business hours.

GENERAL

17. Motorsport

(1) All motor competition to be held the United Kingdom and promoted by the Club shall be held under the General Competition Rules of Motorsport UK.

(2) Overseas Members promoting any motor competition must ensure that they comply with any National or Local Rules applicable within the country in which the competition is to take place.

18. Availability of this Policy

A full copy of this Policy shall appear on the website of the Club.

* The expression (trading as the TR Register Car Club) was added after the AMM to provide greater clarity as to the relationship between the TR Owners Club Ltd and the TR Register Car Club names. This change will be subject to formal approval at the next AMM.