



***Owners' Club of Australia***  
***(Victoria Division) Incorporated***  
*ABN* 85 862 959 314

## **Governance Principles**

The purpose of these Governance Principles is to assist the Committee (the elected Officeholders and two Ordinary Members) and any Co-opted Members to apply transparent best practice governance standards to the decision making process to manage the affairs of the Club.

Applying these principles will assist the Committee and Co-opted Members to meet the requirements of the Associations Incorporation Reform Act 2012 ("the Act") and the Alfa Romeo Owners' Club of Australia (Victoria Division) Incorporated Association Rules ("the Rules").

All elected Officeholders and the two Ordinary Members, and Co-opted Members must make themselves familiar with the Act and the Rules and ensure the Act and the Rules guide all Committee processes and decisions.

### **Adoption**

These Governance Principles were adopted by resolution of the Committee on 29<sup>th</sup> November 2023

### **Governance Framework**

The Club exists for the benefit of its Members. This means:

- The Members of the Club have ultimate control of the affairs of the Club though the General Meeting of Members.
- The Committee and the Co-opted Members must administer the affairs of the Club in the best interest of and for the benefit of the Members.
- The Committee must manage the affairs of the Club between general meetings having regard to the Act and the Rules
- The power to make decisions on behalf of the Club is vested in the Committee.
- The Committee can only act by a formal resolution approved by majority vote of Committee Members.
- All elected Committee Members and Co-opted Members must be familiar with the conflict of interest provisions of the Act and at all times observe those requirements and avoid any conflict of interest.

### **Powers of Committee Members**

No Committee member or Co-opted Member has the individual power to:

- Manage the affairs of the Club.
- Make a decision on behalf of the Club.
- Enter into contract on behalf of the Club.
- Incur any debt or obligation on behalf of the Club,  
... Unless the power to do so is delegated to that person or position by resolution of the Committee.
- The Committee will, by resolution, make such delegations as are required to enable each Committee Member or Co-opted Member to carry out their position description.



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**Managing Club Funds**

All Club financial transactions must be conducted according to the Rules. This means:

- All money collected in relation to any activity or event conducted in the name of the Club belongs to the Club.
- The Treasurer must collect and receive all funds due to the Club and pay all money that belongs to the Club into the Club bank account.
- No expense can be paid out of Club funds without resolution of the Committee, or under a specific delegated authority made by the Committee.
- The Treasurer must make all payments authorised by resolution of the Committee.
- Any Committee Member, Co-opted Member or other Member organising a Club event must submit a profit and loss statement for the event to the Treasurer within seven days after the event.

**Arranging Events and Activities**

No activity or event can be conducted in the name of the Club without resolution of the Committee.

The Committee will plan and direct the Club event calendar and no Club event can be scheduled other than by resolution of the Committee.

Once the Committee has voted to approve an event and scheduled that event in the Club calendar, the Committee or Co-opted Member who is organising the event must:

- Prepare a detailed income and expenditure budget for the event for approval by the Committee, including an estimate of any personal petty cash expenses anticipated by the event organiser.
- At the conclusion of the event, submit to the Treasurer a statement comparing the budgeted income/expenses figures to the actual income/expenses incurred by the event.
- Present supplier invoices to the Treasurer and request the Treasurer to pay the budgeted costs approved by the Committee for that event.
- Collect all money received in relation to the event and present that money to the Treasurer for deposit in the Club account.
- Present to the Treasurer any claim for personal petty cash expenses approved by the Committee in the event budget.

**Contracts**

No Committee or Co-opted Member has authority to sign any documents or enter into any agreement or contract on behalf of the Club unless authorised to do so by a resolution of the Committee.