

ORGANISATION & OPERATION OF THE MSCC



1. INTRODUCTION

This document is intended to provide members of the Morgan Sports Car Club (“MSCC”) with more detail than summarised in the **NEW MEMBERS GENERAL INFORMATION** document which is issued to all new members and can be found elsewhere on this website.

The document also covers topics relevant to Centres and their activities as well as guidance for members wishing to arrange or participate in Morgan related events.

The Club was formed in 1951 and was incorporated as a Limited Company in 1991. The company is limited by guarantee and does not therefore have a share capital. On winding up, or dissolution of the company, each member has a liability to contribute a sum not exceeding £1.

Whilst MSCC is first and foremost a motor club operated by enthusiasts for enthusiasts who like to enjoy the pleasures of motoring and share a common interest in the Morgan marque it has responsibilities as a limited company to comply with all applicable laws and regulations.

2. MSCC STRUCTURE

The company is incorporated under the Companies Act 1985. Copies of the Articles of Association are available on request from the Company Secretary, whose contact details are on this website and within the monthly magazine.

3. OVERALL GOVERNANCE

Members have a right to vote at the Annual General Meeting (“AGM”) of the Company. The business that can be conducted at an AGM is generally limited to:

- The approval of the accounts
- The election of Directors
- The election of Club Officers, excepting employees who are subject to employment laws
- The appointment of auditors and their remuneration

Members have a right to call for an Extraordinary Meeting in certain circumstances, as provided for in the Articles of Association. Please refer to the Company Secretary.

In addition, any MSCC member who is also the member of a Centre or Centres is represented by the Secretary of that Centre having a voting right on the National Committee.

4. BUSINESS ORGANISATION

4.1 The National Committee (“NCM”)

The affairs of the Club, whether it pertains to the general enjoyment of motor club activities or company business, are managed by the NCM, which meets 4 times a year on dates that are published in the Club magazine. All members are entitled to attend these meetings but do not have a voting right.

It is requested that a member advises the Company Secretary if there is a wish to attend a meeting.

4.2 Membership of the NCM

The NCM is comprised of:

- Company Directors; currently the Chairman, Past Chairman, Vice Chairman and Treasurer*
- Club Officers, of which the Membership Secretary, Editor and Deputy Editor are also employees
- * The Treasurer is also an employee
- Centre Secretaries
- Other co-opted members

All members of the NCM have a right to one vote.

4.3 Tenure of Office of members of the NCM

- Directors are elected annually and normally seek re-election at the AGM whilst they are in office
- Club Officers, excepting those that are also employees, are elected annually and normally seek re-election at the AGM whilst they are in office.
- Club Officers who are also employees, are governed by employment law.
- Centre Secretaries remain in office for as long as Centre members decide
- Other co-opted members remain in office as determined by the NCM

- Any of the above persons appointed to office other than at an AGM is deemed to fill a casual vacancy until the next AGM (subject to employment law requirements)
- The Vice Chairman, Chairman and Past Chairman of the Club normally serve a term of two years

4.4 Recruitment to Office of members of the NCM

With the exception of paid employees all members of the NCM are unpaid volunteers, who are recruited by advertisement in the Club magazine. Any member may apply for a position, paid or otherwise, when it becomes vacant.

4.5 Delegation by the NCM - sub-committees

The NCM can delegate any of its powers to sub-committees. In practice these sub-committees debate specific topics and make recommendations for adoption by the NCM, only taking decisions where expressly empowered by the NCM.

The NCM has empowered the Finance sub-committee to take decisions, but only on matters relevant to company business.

The following sub-committees are currently in operation:

Calendar	Competition	Finance	Miscellany
MOG Steering	Ratification	Review	Technical Services

Each sub-committee has a Chairman. The number of other members serving on each sub-committee varies. They are elected by the NCM from current Centre Secretaries, Company Officers and suitably experienced co-opted club members.

4.6 Delegation by the NCM - day to day management

The NCM has put in place financial controls and procedures that are the immediate responsibility of the Treasurer to manage. All members, including Directors, Officials and employees must operate within these procedures and where required apply for prior approval before committing the company to any liability. In the case of doubt please contact the Treasurer.

The Directors are responsible for and therefore empowered to take decisions relating to compliance by the company of all applicable law and regulations, including the appointment of employees.

The employees are required to carry out their duties within the terms of their contract of employment.

Club Officers may exercise discretion on matters of a routine nature relevant to their area of responsibility, subject always to the overriding requirement not to exceed the powers granted by the NCM.

Chairmen and members of sub-committees may exercise discretion on matters of a routine nature relevant to their area of responsibility, subject always to the overriding requirement not to exceed the powers granted by the NCM.

As Centre Secretaries are not elected by the NCM, it has no control over the day to day management by them of a Centre. However, Centre Secretaries should not act in any manner that would be prejudicial to the Club and should not represent to third parties that they act on behalf of the MSCC Ltd unless specifically authorised by the Directors of the club.

5. OUT OF POCKET EXPENSES ON AUTHORISED CLUB BUSINESS.

The Club has an expenses policy whereby all members can claim reasonable out of pocket expenses provided these are authorised and within the criteria set out in the policy. For further information, including a copy of the policy, please contact the Treasurer.

6. CENTRES AND AFFILIATED CLUBS

A Centre comprises of MSCC members and as such must abide by the rules of the MSCC.

It is a condition imposed by MSCC that all Centres must satisfy certain criteria before being recognised. Centre members will have representation on the NCM by virtue of a Centre Secretary having voting rights.

Details are included in the **CENTRE SECRETARY'S INFORMATION PACK** available elsewhere on this site or from the Centre Liaison Officer.

One of the main criteria is:

- A member of the MSCC or an MSCC affiliated overseas club can attend any Centre's meetings or events.

6.1 Definition of Centre Events

A Centre Event is deemed to be any meeting or activity which is officially organised and advertised using the infrastructure of the MSCC, including advertising in the Club's magazine, and on the Club's website.

7. COMPETITION

The MSCC organises competitive events and is affiliated to the Motor Sports Association ("MSA") which is the governing body of all motor sports in the UK.

The MSCC is then bound by the General Regulations of the MSA and liable to fines and penalties for any infringements of those regulations. All members have a responsibility to ensure that there are no such infringements.

The Competitive events include motor racing, car trials, sprints, hillclimbs, gymkhanas, and concours A scenic run (touring assembly) which is a 'Centre Event' is also governed by the MSA.

For advice on the procedures for obtaining permits and certificates of exemption issued by the MSA, members should contact the Club's Competition Secretary.

Applications for permits and certificates of exemption will normally be prepared and submitted to the MSA by a Centre Secretary or his delegate.

8. MEMBERS BENEFITS – Bonded Tour Operator

Many Centres will arrange tours, holidays and weekend breaks. Advice is included in the Centre Secretaries Information Pack. It is important that the advice is followed as such activities could come under the 1992 Package Travel Regulations. As a Bonded Tour Operator the Club has a responsibility to ensure that members comply with these regulations.

8.1 Members benefits –Bonded Tour Operator – Individuals

As the Club is a Bonded Tour Operator individuals might find that the Club's Travel Coordinator is able to negotiate advantageous travel facilities, including ferry crossings, events and accommodation. Anyone interested should contact the Travel Coordinator for advice.

8.2 Private groups

It is appreciated that groups of MSCC members take holidays together and "do their own thing" with travel and accommodation arrangements. These should not be subject to the 1992 Regulations. However any member involved in such arrangements should ensure that:

1. The arrangements are purely private, and in no way associated with the MSCC, which means they cannot be advertised to other members using the infrastructure (see point 6.1) of the MSCC.
2. No reference to the MSCC may be made when arranging accommodation or other services.
3. No places on the tour may be offered to members, other than the original group.