

CONSTITUTION

FOR

HASTINGS VALLEY MOUNTAIN BIKE RIDERS



5th JULY 2011

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1. NAME

The name of the Club will be "Hastings Valley Mountain Bike Riders".

2. HEADQUARTERS

The Headquarters of the Club will be the Clubhouse at Charlie Watts Reserve, Telegraph Point, Port Macquarie, NSW 2444.

3. OBJECTS

The objects of the Club are:

- To provide races and social rides in the Hastings area;
- To promote, encourage and develop the sport of mountain biking in the Hastings area;
- To encourage members and the general public to appreciate and participate in a healthy and active sport and to appreciate (and even enhance) the natural environment in which it is carried out ; and
- To enable members to participate in events organized by the MTBA, the Club and other organizations and Clubs.

4. APPLICATION FOR MEMBERSHIP

Application of a person for membership of the association-

- shall be made in writing in the form set out by the association;
- shall be accompanied by the stipulated membership fees as determined by the Committee from time to time; and
- shall be lodged with the secretary of the association.

As soon as is practicable after receiving an application for membership, the secretary can refer the application to the committee which shall determine whether to approve or to reject the application.

Where the committee determines to disapprove an application for membership, the secretary shall as soon as practicable after that determination, notify the applicant of that disapproval.

The secretary shall, on payment by the applicant of the amounts referred to in sub rule (1) (b) as soon as practicable, enter the applicant's name in the register of members and, upon the name being so entered, the applicant shall become a member of the association.

5. EXECUTIVE COMMITTEE

The Executive Committee consists of all Office Bearers and all other Committee Members.

OFFICE BEARERS

Office Bearers of the Club include:

- President
- Vice President
- Treasurer
- Secretary

The office bearers shall be elected each year at the Annual General Meeting and shall hold office for one year except in the case where an office bearer retires, or her/his position is declared vacant, wherein the position shall be filled by a member elected by a Special Meeting, unless such a retirement or vacancy occurs within two (2) calendar months of an Annual General Meeting, where an election for the position will be conducted.

COMMITTEE MEMBERS

Committee members are encouraged to undertake a lead role in any of, but not limited to, the following tasks:

- Race coordinator;
- Social ride coordinator;
- Trail Manager;
- Women's Development Officer;
- Junior Development Officer;
- Gear Steward;
- Publicity Officer; and
- Webmaster.

A person shall not be eligible for election to the Executive Committee if s/he:

- Is not a financial member of the Club;
- Has been convicted of any indictable offence or any criminal offence punishable by imprisonment for a period of twelve months or more;
- Has been disqualified by a properly constituted disciplinary body, within the sport, from further participation for a period of more than 5 years PROVIDED THAT after the expiration of the period of disqualification that person will, unless the Executive Committee decide to the contrary, be eligible for election; or
- Is an un-discharged bankrupt.

An office bearer's position shall be deemed vacant in the event that:

- A resolution of a Special Meeting determines that the occupant has consistently failed to adequately perform her/his duties; or
- The occupant has submitted her/his written resignation in writing to the secretary.

Unless otherwise agreed to by a resolution of a special or Annual General Meeting a member shall not occupy more than one office bearing position concurrently.

DUTIES OF OFFICE BEARERS

- **PRESIDENT:** At all meetings the President shall occupy the chair. In her/his absence the meeting shall elect a Chairperson. The Chairperson at any meeting shall have the casting vote.
- **VICE PRESIDENT:** The Vice President shall assist the President in all of his/her duties and perform these duties in the absence of the President.
- **TREASURER:** The Treasurer shall
 - be accountable for the financial books and records of the Club;
 - be responsible for the accounting of membership fees, other charges, and other moneys owed to the Club;
 - present the relevant financial statements to the Annual General Meeting, and other meetings as required.
- **SECRETARY:** The Secretary shall:-
 - receive and send all correspondence for the Club, and keep appropriate records;
 - take minutes at all meetings, and circulate these minutes as required, and organize such meetings as the Executive Committee deem necessary;
 - submit details of financial transactions as required to the Treasurer: notify the MTBA of any changes to the status of the Club and of changes to this Constitution, and of any information concerning Club matters as the MTBA requests; and
 - liaise with the President on day to day matters and keep up to date records of the names and telephone numbers of members and of their financial status within the Club.
- Office Bearers are required to attend at least 50% of club meetings.

6. POWERS OF THE EXECUTIVE COMMITTEE

Subject to this Constitution, and any directions given it by resolution of the Annual General Meeting or a Special Meeting, the Executive Committee shall be the governing body of the Club and shall have the power to take actions that give effect to the objects of the Club. The Executive Committee will carry out such acts as a result of decisions made in a meeting of all members of the Executive Committee. In the event that a decision cannot be made a Special Meeting of members will be called to determine what action is to be taken. The Executive Committee may:

- Purchase, transfer, sell, assign, mortgage, lease, hire or exchange land, equipment, plant, furniture, furnishings or any other property whatever and in any manner authorized by law, and for the purpose of borrowing or raising funds to grant debentures over the property of the Club to levy and collect subscriptions, fees and other charges from members;
- Raise money to carry out the Objects of the Club or to carry out the above;
- Accept or refuse recommendations made to it by the Treasurer regarding dealings with assets of the Club;
- Utilize the services of any person to create any sub-committees considered necessary for the efficient conduct of the affairs of the Club;
- Delegate to any committee any matter for decision it deems appropriate for the efficient conduct of Club matters;
- Establish trust funds;
- Make, vary, repeal or rescind any regulations or by-laws to the Constitution so that such rules are consistent with this Constitution;
- Determine membership fees and other charges for Club activities;
- Impose a levy on all members for the purpose of funding Club activities and obligations; and
- Do all such acts and things as are incidental or conducive to the carrying out of the above.

7. DELEGATION BY COMMITTEE TO SUB-COMMITTEE

- The committee may, by instrument in writing, delegate to one or more sub-committees (consisting of such member or members of the association as the committee thinks fit) the exercise of such of the functions of the committee as are specified in the instrument, other than:
 - this power of delegation, and
 - a function which is a duty imposed on the committee by the Act or by any other law.

- A function the exercise of which has been delegated to a sub-committee under this clause may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
- A delegation under this clause may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation. These include:
 - The sub-committee to consist of no fewer than four (4) persons; and
 - At least one member of the sub-committee to report to the committee at each general meeting, including financials.
- Despite any delegation under this clause, the committee may continue to exercise any function delegated.
- Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered by the committee.
- The committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.
- A sub-committee may meet and adjourn as it thinks proper.

8. FINANCIAL

The Club shall collect membership fees from each member. The Executive Committee will determine the fees payable by participants for races and social events. Such fees shall be remitted to the Club.

The Club may raise other funds from members as is deemed necessary by the Executive Committee.

The Club shall operate in its name, at any bank or other financial institution, such accounts as may be determined by the Executive Committee. All funds of the Club shall be paid into Club accounts. Unless otherwise resolved the signatories to the Club accounts shall be the Secretary and the Treasurer with either one of the two signatures being required on any cheque form or withdrawal application.

The financial records of the Club shall consist of any books and equipment as deemed necessary by the Executive Committee.

At the close of each financial year the treasurer shall prepare statements of income and expenditure, assets and liabilities of the Club. Such statements shall then be presented to the Annual Council Meeting.

9. DISCIPLINARY AND APPEAL COMMITTEE

The Club Disciplinary and Appeal Committee shall comprise of not less than two office bearers, plus not less than two other members, such members being elected by a meeting and provided that if such persons are implicated in the matter coming before this Committee, their place(s) on the Committee for the purposes of that matter shall be vacated. In the event that two office bearers are not eligible to be on the Committee a proxy or proxies shall be determined by a meeting.

The Committee shall meet, if required at a time and place mutually agreed upon by all parties concerned and provided that such an agreement is not reached in reasonable time the Committee shall determine and circulate the details of a time and place for the meeting, and shall adjudicate on any matter or appeal presented to the President in writing by any member or person involved in Club activities against the decision of any official acting on behalf of the Club.

The Committee may regulate its proceedings and conduct its investigations as it thinks fit and proper. An appellant may appear personally before the Committee or may be represented by any financial member of any Club affiliated with the MTBA.

A barrister or solicitor shall not be eligible to act as a representative. The decision of the Committee shall be final, except in the case where an appeal is lodged with the MTBA and it is determined that the Committees decision contravenes the nationally recognised rules of the sport and shall be notified to the appellant in writing. Any expenses incurred by the Appeals Committee in conducting an appeal may, at the discretion of the Committee, be directed to be paid by the appellant.

The Appeal Committee shall have power in respect of an appeal before it to:

- Dismiss the appeal.
- Uphold the appeal.
- Confirm the decision appeal against and confirm the penalty imposed.
- Confirm the decision appealed against but alter the penalty imposed by substituting additional fines, penalties or periods of disqualification, or suspension or by increasing or reducing any penalty, fine or period of disqualification or suspension.

10. QUORUMS

A Quorum for an Annual General Meeting and a Special Meeting shall be 50% of the Office Bearers plus 5% of the membership.

A Quorum for an Executive Committee Meeting shall be four, including two Office Bearers.

A Quorum for a Disciplinary and Appeals Committee Meeting shall be 50% of the currently elected Committee.

No business shall be transacted at any meeting unless a Quorum of its members is present.

11. RIGHT TO VOTE

Each member shall have the right to one vote at any meeting. Votes by proxy or absent members shall not be accepted.

Voting on all matters including elections shall be on a simple majority and will be by the showing of hands. A declaration by the chairperson that a motion has been carried or lost shall be conclusive.

12. ORDER OF BUSINESS AT ANNUAL GENERAL MEETINGS

The order of business to be transacted at the Annual General Meeting shall be:

- Apologies
- Minutes of Previous Annual General Meeting and of previous Special Meeting.
- Annual Reports.
- Financial Report.
- Elections.
- Motion of Amendments to this Constitution or of any rules.
- Notices of motion
- General business.

13. SPECIAL MEETING

A Special Meeting shall be convened by the Executive Committee for any purpose required by this Constitution or for any purpose it deems appropriate. Such a meeting shall only occur after not less than two week's notice has been given through the usual channels of the date, time and purpose of the meeting. Where a Special Meeting is called to consider a motion to change this Constitution then notice of this motion must accompany notice of the meeting.

14. AMENDMENTS TO THE RULES

Any addition, deletion, amendment or alteration to this Constitution or its By-Laws may be affected by a vote of two thirds majority of those present at the meeting at which the motion is raised.

REGULATIONS and/or BY-LAWS may be made prescribing matters that are necessary or convenient for carrying or giving effect to this Constitution.

15. DISSOLUTION

The Club shall be dissolved in the event of the number of members of the Club falling below that which the Executive Committee deems necessary to maintain the Club's Objects and upon a vote of a simple majority of those present at a Special Meeting convened for that purpose.

Upon dissolution the assets and all profits, if any, after payment of all expenses and liabilities shall be conveyed to some other Club or Association having similar Objects to those of the Club.

16. INTERPRETATION

In this Constitution and any subsequent by-laws and regulations:

- "Club" refers to the Hastings Valley Mountain Bike Riders (Club).
- 'MTBA' means the Mountain Bike Australia Inc.
- "Executive Committee" refers to the Executive Committee of the Club.
- "Financial year" refers to the period commencing on the first day of July and concluding on the last day of June in the following year.
- "Member" means persons who are registered as members of the Club and have all associated fees paid in full.
- "Delegate" refers to a person representing the Club on the council of the MTBA or State Association.
- "Council" refers to the governing body of the MTBA.
- "Office Bearers" refers to the positions as designated in clause '10' of this Constitution.
- "Special Notice" means notice of a meeting, for which fourteen (14) days notice, specifying the intention, the text of which shall be in writing in the notice, has been given.
- "The Sport" means mountain bike riding.
- "Rules" refers to the contents of this Constitution and all subsequent regulations and by-laws.
- "Affiliate" refers to any other Club or organization that has been granted affiliation with the Club or the MTBA.
- "Life member" refers to any person who has been granted membership of this Club for her/his lifetime.