

# Central Districts Cycling Club Incorporated Constitution

## 1. Name

The name of this body shall be Central Districts Cycling Club and it shall be referred to as the 'Club'.

## 2. Colours

The colours shall be white with blue and gold. Such design as registered with Cycling South Australia.

## 3. Aims

- (a) To promote interest in cycling
- (b) To promote good fellowship among those interested in cycling
- (c) To educate, train, coach and encourage members of the 'Club'
- (d) To do all such things and acts conducive to the furtherance of the aims and interest of the 'Club'

## 4. Membership

- (a) Any person who is interested in cycling shall be eligible for membership according to the definitions of Cycling Australia and Cycling South Australia.
- (b) By members of the 'Club' shall be understood to be those that pay a subscription not less than the full Annual Subscription for active members, or Life Members who possess in full the right and privileges of ordinary membership.
  - (i) The annual membership fee for all categories of membership shall be determined by the committee and ratified at a General Meeting subject to State Affiliation Fees.
  - (ii) Junior members shall not be entitled to hold office or vote. They may take part in business procedure at meetings of the Club with the permission of the meeting.
- (c) A properly constituted Annual General Meeting may appoint any person as an Honorary Member or Life member of the Club in recognition of services rendered in promoting the interests and aims of the Club.
- (d) Any member may transfer or resign from the Club subject to the By-Laws of the Club. Such request must be in writing and forwarded to the Secretary of the Club.
- (e) Upon any person ceasing to be a member of the Club for any reason whatsoever he shall not be entitled to the return of his membership subscription or any portion thereof.

## 5. Disciplinary

- (a) The committee may expel from the Club or otherwise punish or penalize any member whose conduct, in the opinion of the Committee, is discreditable or injurious to the character or interests of the Club under the Disciplinary Rules of Cycling South Australia and Cycling Australia.
- (b) Before any member is expelled or otherwise punished his conduct shall be enquired into by the Committee and the member shall be given the opportunity to defend himself and to justify or explain his conduct. Provided that a quorum is established and the majority of the Committee are present when the matter is of the opinion that the member has been guilty of such conduct or action as aforesaid then the Committee may expel or suspend him from membership or otherwise punish or penalize him.
- (c) Should any member fail to appear at any enquiry conducted under Clause 5 (b) thereof, or any adjournment thereof, after being given 7 days notice in writing by registered mail, the Committee may proceed in that member's absence to conduct the said enquiry and to make its findings as herein before empowered.
- (d) Any member being suspended or disqualified or otherwise penalized by the Committee shall not ride in any race or attend any meetings, or represent the Club, until such disqualification or suspension be lifted or penalty complied with. Any member being so penalized shall have the right to appeal to Cycling South Australia.

## **6. Annual General Meetings**

The Annual General Meeting of the members shall be held in the month of April each year, and members shall be given notice in writing at least fourteen days before such meeting.

The regular business of the Annual General Meeting, which shall take precedence of other business shall be:

- a.** To receive the Hon. Secretarys' Report and Hon. Treasurers' Statement.
- b.** To receive the Presidents' Remarks.
- c.** Any other Annual Reports.
- d.** Appoint a Patron.
- e.** Elect the Officers – President, Vice-President, Secretary and Treasurer.
- f.** Elect the Committee.
- g.** Notify any changes to rules
- h.** Confer Life Membership

## **7. Special Meetings**

A Special meeting of members shall be called at the request of the President or Secretary or a majority of members of the Committee, or at the written request of 12 financial members of the Club entitled to attend and vote at General Meetings. Such meetings will deal with the matter on request only and shall be held within 30 days of such request and all members shall be notified in writing not less than 10 days before such meeting. The President of the Club shall be the Chairman. Should he not be present then the Vice-President will chair the meeting and if he is not present, the members shall elect a member to take the chair.

## **8. General Meetings**

General Meetings of the Club will be held whenever necessary. At least 2 meetings to be held annually, excluding the Annual General Meeting.

**(a)** At all meetings the Chairmans' decision on points of order shall be final.

**(b)** The Chairman shall only have a casting vote.

**(c)** The quorum for a general meeting shall be 10% (excluding Executive Members) of members entitled to vote.

**(d)** If at any general meeting there be no quorum within 30 minutes of the time appointed for the meeting then the meeting shall lapse unless a majority of the members present decide to adjourn the meeting for a period not exceeding 14 days. If there be no quorum within 30 minutes after the time appointed for such adjourned meeting then the meeting shall lapse altogether.

**(e)** Only members present in person shall be entitled to vote.

## **9. Committee**

**(a)** The business and affairs of the Club shall be under the management and control of a Management Committee provided that the Committee shall not take any action contrary to decisions made at a General Meeting.

**(b)** In the case of extreme urgency such matter would be dealt with by the Club Executive.

**(c)** The Committee may, subject to the decisions made at general meetings, exercise all the powers of the Club and do all such acts and things as may be done by the Club or which it considers necessary or expedient to carry out the aims of the club.

**(d)** The Committee shall have the power to make new rules, alter or rescind existing ones, but no such new rule or alteration shall be made without the consent of three-fourths of the members present at a General Meeting. Such new rule or alteration to be previously circulated to members.

**(e)** That any alteration of rules or new rules duly passed by the Committee take effect from the date of passing by the General Meeting and are not notified at the Annual General meeting.

- (f)** The Committee shall consist of:
  - (i)** The President, Vice-President, Secretary and Treasurer, hereinafter called the Office Bearers.
  - (ii)** Up to 6 members of the Club, elected at the Annual General Meeting as provided herein, which includes a Minute Secretary if appointed.
- (g)** All members of the Committee shall be financial members of the Club.
- (h)** If any member of the Executive, or Management Committee shall absent himself from three consecutive meetings without satisfactory explanation his place may be declared vacant by such committee.
- (i)** Should any vacancy occur, in the Committee or Office-bearers of the Club other than in the normal course of elections, the Committee shall fill the vacancy from the financial members of the Club and such member duly elected shall hold office for the unexpired portion of his predecessor's term.
- (j)** The Committee shall meet monthly or as often as decided necessary to conduct the business of the Club. The President or the Secretary or 3 members of the Committee shall have the power to call a meeting of the Committee.
- (k)** The President of the Club shall take the Chair at all committee meetings, or in his absence the Vice-President. Should he not be present then a Chairman shall be elected from members.
- (l)** The Chairman at all meetings shall only have a casting vote.
- (m)** All notices of Committee Meetings shall be in writing and given to members at least 7 days before the date of such meeting.
- (n)** The committee shall have the power to delegate any of its powers to a sub-committee to deal with any particular matter or matters and upon terms as the Committee may think fit. The President and Secretary shall be ex-officio members of all sub-committees.
- (o)** All acts or decisions done or made by any meeting of the Committee or any member thereof shall, notwithstanding that it be afterwards discovered that there was some defect in the appointment of such member or all or any members of the Committee, be as valid and effective as if they had all been properly appointed, unless it is proved that the appointment was made in fraud or bad faith.
- (p)** The quorum for Committee Meetings shall be 5 members present in person of which 2 must be Office Bearers.

## **10. Executive Committee**

The Executive Committee of the Club shall be the President, Vice-President, Secretary and Treasurer. Any 3 to form a quorum.

**(a)** The Executive Committee will be responsible for handling any matters deemed to be urgent by the President and Secretary. Such matters and action taken to be reported to the next Management Committee for confirmation.

**(b)** Selection of Club Teams.

## **11. Election of Committee**

**(a)** Nomination for each candidate for election as office bearers or Committee shall be proposed and seconded respectively by the members of the Annual General Meeting. Contested offices shall be subject to ballot at the Annual General Meeting of the members present and voting therein.

**(b)** No person shall be eligible for election unless he is a financial member of the Club.

**(c)** The election for the Office-bearers and other committee members shall be by ballot of members present and voting thereon, held at the Annual General Meeting. No ballot shall be required when the number of candidates nominated for each office does not exceed the number of vacancies and they shall be declared duly elected.

## 12. Duties

**(a) The President** will be the Clubs' Representative at all outside Organizations and with one other member of the Management Committee will be the Delegate to CSA Board Meetings and any other special meetings.

**(b) The Vice-President** will undertake all duties in the absence of the President and any other duties as may be designated by the Executive or Committee.

**(c) The Secretary** shall carry out his duties under the direction of the Committee and keep or have kept a true record of all Minutes of all meetings, attend to correspondence, issue notices of meetings, keep records and carry out such duties as the Committee may from time to time direct.

**(d) The Treasurer** shall receive all moneys payable to the Club and give receipts for same. All moneys so received shall be paid into the banking account of the Club. The Treasurer shall present at each general meeting a balance of the finances of the club and shall keep proper books of account of all moneys received and disbursed and generally perform all such duties as are directed by the Committee from time to time.

**(e) The Chairman** shall have unlimited authority on every question of order and shall be the sole interpreter of the Rules of the Club for the purpose of such meetings. An appeal from this ruling shall lie to a subsequent or adjourned Club Meeting. In cases of doubt or difficulty the usual mode of Parliamentary order and meeting will be adopted, but no suspension of the Standing Orders shall be allowed. In the case of equality of voting, the Chairmans' casting vote will be status quo. Should the Chairman desire to speak upon any motion he shall, before speaking, vacate the Chair.

**(f) Public Officer** will be the Secretary except in special circumstances when the Executive Committee will appoint one from the Management Committee.

## 13. Finance

(a) The financial year shall be from 1<sup>st</sup> March until the last day of February.

(b) All money of the Club shall be paid into the account of the Club at such Bank as the Committee may from time to time direct.

(c) No moneys shall be drawn from the Clubs' account save by cheques signed by the bank signatories authorized by the Committee.

(d) no cheque shall be signed or money withdrawn unless withdrawal has been approved by the Committee, or in the case of urgency by the Executive. Signatories for the club shall be any 2 of the Officers. All 4 signatories to be forwarded to the Bank.

(e) The books and accounts of the Club shall be audited annually by an auditor appointed by the Annual General Meeting.

## 14. Life Membership

Life Membership may be conferred on a member who has rendered distinguished services and has been a financial member of the Club for at least 15 years, or an Officer for 10 years. Only 1 Life Member to be elected annually. Nominations for Life Membership must be lodged with the Hon. Secretary at the Committee Meeting prior to the Annual General Meeting with a resume of the Nominees service to the Club. A Life Membership medal must be of uniform design, and presented to the member elected at a suitable time.

Life Members may attend Management Committee Meetings and take part in discussions but have no voting rights.

## 15. Service Award

Such award can be given to persons who are recommended by the Executive or management Committee and agreed to by a majority at a General Meeting.

## **16. Racing**

All competitions will be held under the Technical Regulations of Cycling South Australia and Cycling Australia.

## **17 Trustees**

Unless otherwise determined the members of the Committee of the Club for the time being shall be deemed to be the Trustees of the Club to hold any property real and personal belonging to the Club.

## **18. Constitution**

### **A. Amendments**

- a) This shall be the only Constitution of the Central Districts Cycling Club and shall come into force forthwith and shall not be altered, varied, added to or replaced unless two-thirds of financial members present at an Annual General Meeting or at a Meeting specifically convened for that purpose are in favour of such alteration, variation, addition or repeal.
- b) No such rules of the Constitution or By-Laws shall be in conflict with Cycling South Australia or Cycling Australia.
- c) When advice is received by the Club that Cycling South Australia or Cycling Australia has approved a new rule, or an amendment to the Technical Regulations the Committee may recommend to the next General Meeting the adoption of the new rule, or amendment.

### **B. Interpretation of Rules**

In the event of any question arising as to the correct interpretation of any Rules of the Constitution of the Club such shall be referred to the Executive, who shall report their decision to the Club.

## **19. Dissolution**

The property assets and income of the Club, wherever derived, shall be applied towards the promotion of the objects of the Club, and no portion thereof shall be paid or transferred either directly or indirectly by way of dividend, bonus or otherwise by way of profit to members generally of the Club. Provided that nothing herein contained shall prevent the payment of interest or money borrowed from any member of the Club. Should the Club for any reason whatsoever cease to function, any member or persons holding any club moneys or property shall forthwith pay the same to the Committee to be forwarded to Cycling South Australia.

## **20. Interpretation**

In this Constitution masculine includes feminine. 'In writing' or 'written' means and includes printing or other means of representing or reproducing words in visible form. Words importing plural include the singular where the context permits.