

## **DEPARTMENT OF CYCLING CONSTITUTION**

### **1. NAME**

The name of the Club shall be "THE DEPARTMENT OF CYCLING" (hereinafter referred to as the Club)

### **2. OBJECTS**

The object of the Club is to promote the sport of cycling in the regions of Waitakere and Auckland, to do all things necessary and expedient to this end.

### **3. MEMBERSHIP**

The members of the Club shall be all persons who have paid annual membership fees, members may be either active or honorary/Life Member or associate members and the membership shall not be restricted. All members shall be bound by these rules and any amendments and additions thereto, and by any by-laws not inconsistent with these rules which may from time to time be made by the Committee at its discretion for the due administration of the Club.

### **4. LIFE MEMBERS**

The Club in General Meeting may elect if members, who shall be entitled to all of the privileges (and the Committee may extend these as they deem fit) of membership without the payment of subscriptions. A notice of motion for life membership shall be moved in Committee and voting at Annual General meeting shall be by secret ballot.

### **5. RESIGNATION**

Any member may resign from membership by notice in writing to the Secretary.

### **6. VOTING**

a) Each life member or paid up financial Member aged 17 years or over shall be entitled to one vote at any Annual or Special General meeting and shall be eligible for any office in the Club.

b) A member eligible to vote may do so by proxy.

### **7. ANNUAL SUBSCRIPTIONS**

Annual subscriptions shall be fixed at each Annual General Meeting or at any Special General Meeting and shall be payable on or before the first day of November of each year. Failure to pay a subscription before the first day of November in each year is grounds for exclusion from membership.

### **8. PATRON**

At each Annual General Meeting of the club a Patron may be elected who shall hold office for twelve months, and who on accepting election shall be deemed a non paying member of the club for the period of their term.

### **9. OFFICERS**

a) The officers of the Club must be financial members of the club and shall consist of

- Patron
- Chairperson/President
- Secretary
- Treasurer
- Roadbike Delegate

- Mountainbike Delegate
- Youth Development Office
- Event and Fundraising Coordinator.
- Such delegates to any national body as the club are entitled to.
- Such other officers whose designation and duties shall be determined by the Annual or Special General meeting.

**b)** Nominations for Officers of the club can only be made by full financial members

**c)** Any of the offices may be combined.

**d)** An Executive Committee of 7 (with power to add) consisting of Chairperson/President, Secretary, Treasurer, Roadbike Delegate, Mountainbike Delegate, Youth Development Officer, Event and Fundraising Coordinator shall govern, endorse, or otherwise all resolutions or recommendations adopted by all other sub-Committees.

**e)** A protest committee of 3 shall be elected to deal with all protests and appeals that may arise.

**f)** An emergency committee of 3 plus Secretary and Chairperson/President shall deal with all relatively urgent business, or such business considered unnecessary to summon a meeting of the executive.

**g)** The officers of the club shall be elected at the Annual General meeting of the Club and shall hold office until the next Annual General meeting, or until their successors are lawfully appointed. The Committee shall have power to fill any vacancy or to appoint any sub-committee as may be necessary, and to transact any business of the Club, except that which is provided for in these rules.

## **10. AUDITOR**

At every Annual General Meeting of the Club an independent auditor shall be appointed for the ensuing twelve months. If any casual vacancy occurs in the office of auditor the committee shall elect an auditor till the next annual general meeting of the Club. For the purpose of auditing the accounts of the club the auditor shall have access to the books and papers of the club.

## **11. SOLICITOR**

At each Annual General Meeting a solicitor shall be appointed but failing the election of a solicitor the Committee shall have the power to secure the services of a solicitor and pay the necessary fee.

## **12. MEETINGS**

The Annual meeting shall be held in November of each year. A Special General Meeting may be called at any time by the Committee or upon a requisition specifying the object of such meeting being sent to the Secretary. The requisition to be signed by not less than 20% of the total number of financial members, such special meetings to be held not less than twenty-one days after receipt of the requisition. At all Special meetings the discussion shall be confined to the objects specified in the notice thereto, providing that the meeting may, by unanimous vote, permit the consideration of additional business. General meetings may be called at any time by instructions from the President or at the discretion of the Secretary.

Notice convening each Annual General or Special General Meeting shall, seven days before the date of the meeting, be emailed to each member or shall be given by an advertisement inserted in newspapers circulating in Waitakere City.

## **13. QUORUM**

At all Club Meetings a quorum of 30% of the paid-up membership is required. In every case of such meetings, if after a lapse of 30 minutes a quorum shall not be present, the meeting shall stand adjourned until a day and time to be determined by the meeting, notice of the new date and time shall be given in the manner prescribed for notice of an Annual General meeting. If at the resumed meeting after a lapse of 30 minutes there is still no quorum present then those present shall constitute a quorum and shall be entitled to transact the business of the meeting.

#### **14. ORDER OF BUSINESS AT THE ANNUAL GENERAL MEETINGS**

- a)** Apologies
- b)** Minutes of the previous meeting
- c)** Consideration of the Chairmans/Presidents report and Audited Balance Sheet
- d)** Voting of honorariums
- e)** Election of officers
- f)** Election of Club Auditor
- g)** Election of Club Solicitor
- h)** General Business

In the event of three or more members standing for one office an absolute majority is needed. All motions at any meeting shall be disposed of in the first instance by a show of hands, or by any other means, but any seven members may demand a ballot after a vote has been taken in the aforementioned manner. If a ballot is so demanded upon any proposition the same shall be taken at the time demanded, and the Chairperson/President, on his declaration (or the declaration of such person as the Chairperson/President may appoint) to ascertain the result of the ballot, that the proposition has been lost or carried shall be conclusive proof thereof. The Chairperson/President (or such person as the Chairperson/President has appointed) shall declare the result of the ballot, and in the event equality of votes between two or more candidates, may give a casting vote or order a fresh ballot submitting to such ballot the names of the candidates who obtained equal votes. All decisions arrived at and carried by a majority at a general or special general meeting held in conformity with these rules shall be final and conclusive. It shall be competent for the committee, by notice to the members, to postpone any meeting of the club to such time as may be expedient and business transacted at the postponed meeting shall be as valid as if it had been transacted at the meeting first called.

#### **15. COMMITTEE**

A committee meeting shall be convened by the secretary at such time as the committee may resolve, or upon receiving instructions from the Chairperson/President, or at any time upon receiving a requisition from one-fifth of the committee members. The management and control of the affairs of the club shall be in the hands of the committee subject to any direction given them by any general or special general meeting, and they may exercise all powers, and do all acts and things which may be exercised or done by the Club. The Committee may appoint such committees as they think fit, and delegate to any such Committee any of their powers. The decision of the Committee shall be final and conclusive until set aside by a General meeting of members. Any member of the Committee who shall have been absent from three consecutive committee meetings shall cease to be a member thereof, unless he shall have obtained leave of absence from the Committee. The Committee may from time to time make, alter, add to or rescind by-laws for the management and proper control of the club and its prosperity so long as the same are not in any way repugnant to these rules or any amendments thereof.

#### **16. CHAIRPERSON/PRESIDENT**

At all Annual and Special General Meetings of members of the Club and at all Committee meetings the Chairperson/President shall preside. If he/she is absent he/she may appoint a member to act in his/her stead. The Chairperson/President shall have a deliberative vote and in the event of equality of voting a casting vote. In addition the Chairperson/President's ruling shall be final on any point of order.

#### **17. SECRETARY**

The duties of the Secretary shall be-

- a)** To call and attend all General and Committee meetings.
- b)** To take minutes.
- c)** To submit correspondence and reply thereto according to the directions of the meeting.
- d)** To keep a register of the members of the Club and the addresses of the same.

To keep filed all records, letters, copies of letters and documents on reference to the affairs of

the Club.

## **18. TREASURER**

The duties of the Treasurer shall be -

- a)** Attend all General and Committee meetings.
- b)** Receive all moneys due to the Club and to place the same to the credit of the Club's bank account.
- c)** Co-jointly sign all cheques with the Chairperson/President or nominated member of the Executive Committee for disbursements as directed by Committee and Annual or Special General Meetings
- d)** Cause true accounts to be kept of -
  - All monies received and expended by the Club and the matters in respect of such receipt and expenditure.
  - All assets, credits and liabilities of the Club, including all mortgages, charges and securities of any description affecting the property of the Club.
  - At every General and Committee Meeting of the Club produce the Club's bank balance made up to date.
  - At the Annual General Meeting of the Club lay before members of the Club an audited statement of the income, expenditure and balance sheet containing a summary of the property and liability of the Club made up to date not more than one month before the meeting, from the time the preceding balance sheet was made. All such statements shall be accompanied by the president's report.
  - Following the adoption of the Audited Accounts at the AGM forward a copy to Bike NZ and the Registrar of Incorporated Societies within 90 days of balance date.

## **19. PECUNIARY GAIN**

- a)** No member of the club or any person associated with a member shall participate in or materially influence any decision made by the club in respect of the payment to or on behalf of that member or associated person of any income, benefit or advantage whatsoever.
- b)** No member, other than a salaried officer, may derive any pecuniary gain from the club. Any salary paid to a salaried officer must be reasonable and proper in regard to the services rendered and relative to that which would be paid in an arms length transaction (being the open market value).

## **20. NEW RULES**

- a)** The rules of the Club may be altered, added to or rescinded at any time by Annual or Special General Meeting of the Club, notice of such meeting shall contain a copy or briefly state the nature of the resolution to be moved at the meeting. No addition to, alteration or revision of these rules shall be approved if it purports to confer personal benefits on its members.
- b)** No such amendment shall be valid if the amendment is such that would affect the clubs tax exempt status as an amateur sports promoter in terms of section CB4(1)(n) of the Income Tax Act 1994.

## **21. WINDING UP**

- a)** The members may, by resolution passed by a simple majority (provided that all the liabilities of the Club have been fully discharged), resolve that the Club be wound up and in the event of such winding up any assets of the Club shall be distributed to those societies which in the opinion of the Club are most similar. The Club the decision to wind up must be confirmed by a subsequent meeting of the Club held not earlier than 30 days after the date of the original meeting.
- b)** If any property remains after the winding up or dissolution of the organisation and the settlement of all the organisation's debts and liabilities, that property must be given or transferred to another organisation that is charitable under New Zealand law and has purposes similar to those of the organisation being wound up.

## **22. COMMON SEAL**

The Common Seal of the Club shall be kept in the custody of the Secretary, and shall be affixed in the presence of any two of the President, Secretary and Treasurer and shall not be affixed except pursuant to a motion duly carried by the Committee and duly entered in the minutes of the Club.

## **23. EXPULSION**

The Committee shall have power to expel any member guilty of such serious misconduct or repeated misconduct as, in the opinion of the Committee, merits expulsion. A notice informing the member of the nature of the allegations against the member shall be sent to the member at least seven days prior to a meeting called to deal with the case. If after hearing the evidence of the members misconduct and taking into account that members explanation (if any) two-thirds of those present consider that expulsion is warranted, then the member shall be expelled from the Club.

## **24. SUSPENSION AND FINES**

**a)** The Committee shall have power to suspend and or fine any member of the Club who has breached a rule of the Club or the regulations made thereunder, or for failing to comply with any lawful direction of the Committee or of any officer of the Club.

**b)** Any suspension or fine shall reasonably reflect the gravity of the breach.

**c)** Any meeting of the Committee to consider an allegation of breach shall be conducted in accordance with the rules of natural justice, in particular the member against whom an allegation is made shall be entitled -

- To be told of the specific allegations.
- To be told of the specific Rule of which the member is alleged to be in breach.
- To hear the evidence of the breach as given to the committee.
- To have a reasonable opportunity to answer the allegation.
- No evidence either favorable or adverse shall be withheld from the member.

**d)** Minor breaches of rules or etiquette may be dealt with summarily by the Race Commissaire or Club President. Any member fined as a result of such a finding may request a full hearing as anticipated at paragraph (c) above. At any such hearing convened at the request of a member the Committee, if it finds the allegation proven, may increase, decrease or affirm the penalty imposed.

## **25. APPEALS**

Any member of the Club may appeal to the Committee against any decision of any officer or sub-committee of the Club.

Such an appeal, to be lodged within seven days, shall be in writing addressed to the Secretary of the Club and shall set forth specifically the decision appealed against and the grounds of such appeal. It shall be accompanied by a fee of \$15.00. If the appeal is successful, the \$15.00 shall be returned immediately.

The Secretary shall arrange for the hearing and determination of the appeal by the Committee at the earliest convenient date. Both the person appealing and the officials appealed against shall have the right to appear before the Committee prior to the determination of the appeal.

There shall be no appeal on questions of fact.

## **26. CLUB RULES**

Department of Cycling Club abides by the rules of Cycling New Zealand, which are based on the UCI Rules. These can be found on the BikeNZ website: [www.bikenz.org.nz](http://www.bikenz.org.nz)

It is important that members obey all New Zealand road rules, whilst cycling on the road.