

Constitution of the Manawatu Mountain Bike Club Incorporated

[As updated on 17/11/22 in accordance with the amendments passed at the 2022 AGM]

1. Name:

The name of the club shall be the "Manawatu Mountain Bike Club Incorporated".

2. Interpretation:

In the constitution unless a contrary interpretation appears

"Club" means the "Manawatu Mountain Bike Club incorporated",

"Committee" means the committee for the time being appointed under Rule 12 of this constitution,

"year" means the financial year of the Club as defined in Rule 16c,

"family" means not more than two partners and their nominated children under the age of 20 years and all of whom live together in the same residence,

"member" means a person belonging to the club,

a "membership" means a family of specified people who have been admitted as members, or an individual who has been admitted as a member.

Words importing singular number shall include plural and vice versa.

3. Objectives:

Vision

To be locally and nationally acknowledged as a successful, well run club that provides a range of high quality mountain bike activities and services.

Mission

To provide an environment of fun, friendship and challenge through a wide range of mountain bike activities that suit all abilities.

Goals

Provide Activities - Provide a wide range of activities for club members and others to participate in.

Enhance Profile - Create a high awareness of the activities of the MMBC and the benefits accruing from engagement with the club.

Establish and Maintain Connections - Build sustainable, mutually beneficial relationships with a selected range of partner organisations.

Develop Members - Establish and implement strategies that assist members to achieve their potential.

Foster Access - Foster access to areas for mountain biking in the Manawatu.

Management Excellence - Manage the activities of the MMBC responsibly, appropriately and efficiently to ensure the achievement of the club's strategic goals and the long term viability of the club.

4. Membership:

- a. Membership shall comprise of six categories: Junior, Student, Adult, Families, School, and Short Term.
- b. The Committee at all times has the right to waive or extend membership joining requirements.

5. Rights and Obligations of Members:

- a. The Membership Secretary shall maintain a register showing the names and address of all members, date of membership application and such other information as the club properly requires.
- b. Every member has the right to view personal information held on them and to request that any wrong information be corrected. The Club must take all precautions to ensure the privacy of members personal information and only pass on where legally required or to meet their affiliation commitments to MTBNZ and Bike NZ or their successors.
- c. It shall be the duty of all members to abide by the Club Constitution.
- d. Members may resign from the club by giving the Membership Secretary written notice.
- e. The committee shall have power to levy costs on members or to take such disciplinary action as it judges fit on any member who after a hearing is adjudged by the Committee to have damaged property or infringed the Club constitution or regulations. Members failing to meet these penalties are liable to expulsion. Expulsion of such a member will not abrogate the rights of the Club in the legal process.
- f. The Committee may expel from membership any member willfully disobeying any of the constitution, or guilty of any conduct rendering the member unfit, in their opinion, to be a member of the Club provided that, before expelling such offender, the Committee shall call upon the offender for an explanation of his or her conduct, and shall hear what he or she may wish to say in defence.
- g. Written complaints and suggestions received by the Secretary, shall be brought before the Committee for consideration at the first opportunity.
- h. Every member shall inform the Membership Secretary of any changes of address, and all notices sent to the Club's email address shall be considered as having been duly delivered.

6. Life Members:

On the recommendation of the Committee any person who has rendered special services to the Club or to the furtherance of its objects, may be elected a Life Member at any general meeting of the Club, and shall thereafter be entitled to all the privileges of membership without paying the annual

subscription. A two- thirds majority of those present and voting shall be necessary for each such election.

7. Voting Members:

The following persons shall be eligible to vote at General Meetings

- Any Member aged 18 years and over (as at Jan 1st).
- Any parent, guardian or nominated proxy of any Member aged under 18 years (as at Jan 1st)

Family memberships will have a maximum of two votes.

8. Entrance Fees and Subscriptions:

Entrance fees and annual subscriptions shall be set at the Annual General Meeting, provided that any alteration is contemplated notice of such proposed alteration shall be given with the notice of the General Meeting.

9. Payment of Subscriptions:

Annual subscriptions shall be payable before the first day of each Membership year which shall begin on the First day of January or such other date as is fixed by the preceding Annual General Meeting. In special circumstances the Committee shall have power to remit a subscription in whole or in part.

10. Default in Payment of Subscription:

If any members fail to pay their annual subscriptions within two months after the beginning of the Membership year, a reminder shall be sent to them. If the subscriptions are not paid within one month after such reminder to committee may remove the defaulters from membership of the Club, but if at any time they shall give a satisfactory explanation to the Committee, upon payment of all arrears, they may be re- admitted to membership.

11. The Committee:

a. The entire management of the Club and its property shall be vested in a Committee consisting of:

President, Secretary, Treasurer, Membership Secretary, Arapuke representative, Dirt Divas representative and up to ten other members who shall be elected at the Annual General Meeting.

b. Not more than two positions may be held by a Committee member.

c. The Committee shall have power to fill a vacancy on the Committee and to co-opt such other individuals as may be required.

- d. The office of the President may be held by one person for not more than three consecutive years, but after being out of that office for one year, the person shall be eligible for re-election as president.
- e. The Committee shall annually appoint Officers and Sub-committees as it thinks fit and shall have power to remove or suspend such Officers and to dissolve such Sub-committees.
- f. Without limiting the authority of the Committee, such committees may be elected at the Annual General Meeting.

12. Committee Meetings:

- a. Committee meetings may be called at any time by the President or Secretary, and shall be called within seven days of the receipt by the secretary, of a requisition signed by three members of the Committee.
- b. If any members of the Committee fail to attend without receiving prior leave of absence from the Committee, either three consecutive meetings of the Committee, or a total of four meetings, the Committee may remove them from office and replace them.
- c. Notice of any meeting should be given to Committee members, at least forty-eight hours before the time appointed for the meeting, and should specify the business to be dealt with.
- d. At each meeting of the Committee five (5) members shall constitute a quorum, and the Chairman shall have a deliberative and casting vote. The President, if present, shall be the Chairman, if the President is not present the meeting shall elect a chairman.
- e. Should sufficient Committee Members resign, that a quorum no longer exists and the Committee is unable to co-opt enough members onto the Committee to form a quorum, then an Extraordinary General Meeting must be held within 1 month of the resignation/s, following the rules required for Extraordinary General Meetings.

13. General Meetings:

- a. The Annual General Meeting shall be held within two months of the end of the financial year on a date to be determined by the Committee.

b. Extraordinary General Meeting:

The Committee may at any time and shall, within twenty-one days after requisition in writing of at least twelve members (which requisition shall set out in the form of motions, the business proposed to be transacted at such meeting), convene an Extraordinary General Meeting for any purpose or purposes.

c. Notice Of General Meeting:

The Secretary shall at least seven days before any General Meeting, or twenty-eight days before any Annual General Meeting send for every member, at their Membership email address a notice, stating the time when and the place where it will be held, and the general nature of the business to be dealt with.

d. Procedure at General Meetings:

At all General Meeting the chair shall be taken by the President or, if he or she is not present, by some member chosen by the meeting.

Every voting member shall have one vote, and in the case of equality of votes, the Chairman shall have a second or casting vote.

The quorum at a General Meeting shall be sixteen (16) voting members. Voting shall be by voice, but if any member so desires, the Chairman shall call a division which shall be indicated by a show of hands, or, if the meeting desires, by ballot.

14. Records:

a. The Secretary shall keep and have the custody of the Minute Book containing full and correct minutes of all committee and general meetings and shall keep all entries in such books properly up to date.

The Secretary shall also forward to the Registrar of Incorporated Societies such notices and returns (including the Annual Financial Statement) as the Registrar requires.

b. The Common Seal of the Club, which shall be held by the Secretary, shall not be affixed to any document, instrument, deed, writing paper or thing except by resolution of the Committee and in the presence of the Secretary and two other Members of the Committee who all three shall sign the document, instrument, deed, writing paper or thing.

15. Finance

a. Books of Account: The Treasurer shall keep such books of account as the Committee and good accounting practice may require, and shall keep all entries in such books properly up to date. The Treasurer shall deal with all monies as directed by the Committee.

b. Bank Account: the bank account shall be operated by the Treasurer and cheques shall be signed by any two of the Treasurer, the President, the Secretary or other Committee member as the Committee may decide.

c. Financial Statements: The financial year of the Club shall end on the thirtieth day of September or such other date as is fixed by the preceding Annual General Meeting in each year, to which day the accounts shall be balanced and financial statements prepared.

d. Honoraria: The Secretary, Treasurer and other Officers may be voted honoraria at the discretion of the General Meeting.

e. Borrowing Powers: The Committee shall have the power to borrow any monies required for the purposes of the club with or without security and to execute mortgages or securities over any of the property of the club or issue debentures as securities for the repayment of any such monies.

f. Investing Powers: The Committee shall have the power to invest the funds of the Club in such manners as are allowed by law.

16. Auditor:

An Auditor, who shall not be a member of the Committee, shall be appointed by the Committee each year, in sufficient time to enable the financial accounts to be audited for presentation to the Annual General Meeting. The person appointed by the committee shall be an independent, qualified Auditor.

17. Alteration of Constitution:

This constitution may be amended by a resolution passed by majority of two-thirds of those present and voting at a General Meeting, the notice of which shall have specified the proposed amendment. The Secretary shall at least twenty-eight (28) days before any General Meeting convened for the purpose of amending this constitution, send to every member at his or her email address, a notice, stating the time and the place the General Meeting will be held as well as the business to be dealt with. Nothing in this rule shall prohibit the amendment by a General Meeting of any proposal which has been specified in the notice.

18. Liquidation

The Club may be liquidated, if at two successive General Meetings of the Club, 30 days apart, at least two-thirds of the members present and voting at the two meetings must be by simple majority to support a resolution requiring the Club to go into liquidation.

If upon liquidation or dissolution of the Club there remains after the satisfaction of all costs, debts and liabilities any property, assets, income or other funds whatsoever these shall not be paid or distributed among the members but shall be given or transferred to some other club with objects similar to those of the Club and which club also prohibits distribution of its income and property among its members.

The beneficiary club shall be determined at or before the time of the dissolution by a simple majority of the member of the Club present and voting at the General Meeting but in the absence of such a resolution the surplus property and assets of the Club shall be vested in Mountain Bike New Zealand or its successor.

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