

## **1 Name and Registered Office**

1.1 The Club shall be named Manukau City Veterans Cycle Club Incorporated ("the Club").

1.2 The registered office of the Club shall be at the office of the Secretary or such office as the Committee may from time to time determine.

## **2 Objects**

The Club's aims are:

2.1 To promote veteran participation, for fitness and enjoyment, in the recreational sport of cycling.

2.2 To promote sociable, sensible and safe cycling practices.

2.3 To provide opportunities for Members to socialise and enjoy the company of fellow Club Members.

2.4 To do all such other things as are conducive to or incidental to the attainment of any of the above objects.

2.5 Pecuniary gain is not a purpose of the Club.

## **3 Administration**

3.1 The Club shall be administered by the Committee.

3.2 The Committee shall comprise the President, the Secretary, the Treasurer, the Club Captain and the Social Coordinator and any other combination of office holders as the Club or Committee shall decide.

3.3 Only full members of the Club may be Committee Members.

3.4 There shall be a minimum of three Committee Members.

## **4 Appointment of the Committee**

4.1 The Committee of the Club shall be elected at the Annual General Meeting.

4.2 Officers currently holding positions may be re-elected, except that a person may not be President for more than two consecutive years.

4.3 Nominations for each committee position shall be taken from the floor at the Annual General Meeting.

4.3.1 Where there is more than one nomination for a position a vote shall be

conducted for each person nominated, voting shall be on voices, by show of hands, or (if called for by three members at the meeting) by secret ballot.

4.4 If the position of any Committee Member becomes vacant between Annual General Meetings, the Committee may appoint another Committee Member to fill that vacancy until the next Annual General Meeting.

#### **5 Obligations of the Committee:**

5.1 To provide a program of regular weekly group rides for Club Members.

5.2 To provide a venue where Members can meet for weekly group rides.

5.3 To set a ride fee payable for the weekly group rides.

5.4 To maintain a register of incidents and accidents which occur during weekly group rides.

5.5 To maintain a Club Code of Conduct and to distribute the Code of Conduct to Members on payment of the Annual Subscription and via the Club website. To notify Members of any changes made to the Code of Conduct.

5.6 To keep Club Members advised of Club activities. Members can be advised verbally, by e-mail, newsletter or through the Club's website.

5.7 To administer Club funds as per the guidelines set out in Clause 10.

#### **6 Membership of the Club**

6.1 Any person may become a full Member or an Associate Member of the Club upon application and completion of the prescribed form and payment of the annual subscription fee.

##### Full Membership:

Full membership of the Club is available to cyclists aged 30 years and over.

##### Associate Membership:

Associate membership is available to cyclists aged between 25 – 29 years of age. Associate Members are not entitled to vote at Annual General, Special General or General Meetings or to hold a Committee position.

6.2 Associate membership of the Club shall not exceed 20% of the total Club membership.

6.3 Subscription fees shall be confirmed at the Annual General Meeting and the date on which they shall be payable shall be determined annually by the Committee.

6.4 A Member may become a Life Member if the Committee recommends that the Club should appoint a Member as a Life Member and the Club passes a resolution by a two thirds majority of those full Members present at a General Meeting. Life Members are full Members of the Club but are not subject to the annual subscription fee.

## **7 Cessation of Membership**

A Member shall cease to be a Member of the Club if -

7.1 The Member gives oral or written notice of resignation to the Committee; or

7.2 The Member's subscription remains unpaid for more than three months from the due date for payment and the Committee resolves that the membership shall lapse; or

7.3 The Committee resolves that the Member has brought the Club into disrepute by their actions, and that the continued membership of the Member is not in the best interests of the Club, and that the Member's membership of the Club shall be terminated.

## **8 The Register of Members**

8.1 The Secretary, or a person appointed by the Committee, shall keep a Register of Members which shall contain the names, addresses and telephone numbers of all Members and the dates at which they became Members.

8.2 If a Member's address or telephone number changes, that Member shall give the new address or telephone number to the Secretary or the person appointed by the Committee to keep the Register of Members.

## **9 Obligations of Members**

9.1 All Members, Associate Members and Committee Members shall promote the objects of the Club and shall do nothing to bring the Club into disrepute.

## **10 Control and investment of Club funds**

10.1 The Club may only use Club funds and other assets to fulfill an object or objects of the Club - provided that

a) It is not for the sole and individual benefit of any Member.

and

b) That use has been approved by either the Committee or by majority vote of the Members.

This clause does not preclude the Club financially supporting an individual who is acting as a representative of the Club.

10.2 The Club shall operate a bank account or accounts with any bank approved by the Committee. All cheques and withdrawal slips drawn on a Club account must be signed by any two of the following: the President, the Secretary or the Treasurer.

10.3 All funds received by the Club shall be paid into its bank account.

10.4 All due accounts shall be submitted to the Committee for approval before payment is made, except in emergency, where payment may be made on the authority of the President and the Treasurer. Where payment is made in emergency the payment shall be ratified by the Committee at the next Committee meeting following the payment.

10.5 The financial year of the Club shall be 1 January to 31 December.

## **11 Powers of the Club to borrow money**

The Club may borrow money and provide security for that if authorised by a majority vote at any General Meeting.

## **12 Indemnity**

No Member shall be under personal liability for the acts or omissions of the Club or any other Member, or for any contract or other obligation made or incurred by the Club, but shall be liable for that Member's own fraudulent or negligent actions or omissions.

## **13 Auditor**

**An audit shall be conducted as and when required by the management committee, or the members at any General Meeting.**

## **14 General Meetings**

14.1 The Annual General Meeting shall be held between 1 January and 31 March of each year. Members shall be given at least 14 days notice of the Annual General Meeting. Notice can be by way of email, notice on the Club's website or verbal notice at the Club's Sunday rides.

14.2 The incumbent Club President shall chair the Annual General Meeting.

14.3 At the Annual General Meeting, the President shall present a report of the Club's activities over the previous year and the Treasurer shall present a statement of the Club's accounts for the previous year ending 31 December, duly audited. Minutes of the previous General Meeting shall be read and confirmed.

14.4 All decisions of the Annual General Meeting shall be decided by a majority of the votes of full financial Members present. Each eligible Member shall have one vote and in the case of equality of votes, the President shall have a second vote in addition to their vote as a Member.

14.5 Voting shall be on voices, by show of hands, or (if called for by three Members at the meeting) by secret ballot.

14.6 A Special General Meeting may be called upon request in writing by no less than five Club Members to the Committee. The meeting shall be called within 28 days after the request is received by the Committee. Members shall be given at least 14 days notice of the Special General Meeting. Notice can be by way of email, notice on the Club's website or verbal notice at the Club's Sunday rides.

14.7 The Committee may choose to call a General Meeting between 1 June and 31 July each year to enable the Committee to inform Members of the Club's financial position and decisions made by the Committee since the Annual General Meeting. Members shall be given at least 14 days written notice of the General Meeting.

14.8 No business shall be transacted at a Special General Meeting, an Annual General Meeting or a General Meeting unless a quorum of 10 percent of the full Members is present at the time the meeting proceeds to business and unless the quorum remains present while the business of the meeting is transacted.

### **15.0 Amendment of Rules**

15.1 The Rules may be amended, added to, or rescinded by a two-thirds majority of Members present at an Annual General Meeting, a General Meeting or Special General Meeting where 14 days' notice of such amendment, addition or rescinding motion has been given to every full Member of the Club.

15.2 When a rule change is approved by a General Meeting of the Club the Committee shall advise the Registrar of Incorporated Societies of the rule change on the appropriate form. No rule change shall take effect until this is done.

15.3 No addition to or alteration of the pecuniary profit clause (2.5) or the winding up clause (17) shall be approved without the Inland Revenue Department's approval.

### **16 Signing of Documents**

The Club shall have a common seal. A document shall be executed on behalf of the Club if:

- a) The common seal is attached to the document; and
- b) The document is witnessed by any one of the President, Secretary or Treasurer and countersigned by one other member of the Committee.

### **17 Dissolution of the Club**

17.1 The Club may be wound up voluntarily if-

(a) The Club, at a duly called General Meeting of its Members, passes a resolution to appoint a liquidator; and

(b) In accordance with section 24 of the Incorporated Societies Act 1908, the resolution is confirmed by a simple majority of votes at a subsequent General Meeting of the Club duly called for that purpose, and held not earlier than 30 days after the date the first resolution was passed.

17.2 If upon the liquidation of the Club there remains, after satisfaction of all debts and liabilities, any property or funds, the same shall be transferred to any other charitable society with purposes similar to the Club, to be determined by members of the Committee at or before the time of winding up.

### **18 Interpretation**

If at any time any matter shall arise which is not provided for in these Rules or in the interpretation of these Rules, the same shall be determined where appropriate by the Committee, whose decision shall be fi