

1 Constitution (*Rules of Association*)

2 THE RULES

3 of

4 SOUTH AUSTRALIAN MASTERS CYCLING ASSOCIATION INCORPORATED

5 1 NAME

6 The name of the incorporated association is South Australian Masters¹ Cycling
7 Association Incorporated referred to herein as "the association".

8 2 DEFINITIONS

9 "committee" means the committee of management of the association

10 "general meeting" means a general meeting of members of the association
11 convened in accordance with these rules

12 "member" means a member of the association

13 "the Act" means the Associations Incorporation Act 1985 or any Act
14 which supersedes or replaces it.

15 "representative" means a representative of an affiliated Club on the committee

16 "AVCC" means the Australian Veteran Cycling Council Incorporated

17 "national delegate" means an association representative to an AVCC national
18 conference

19 "insurance" means a policy that covers; personal accident, medical, loss
20 of income, public liability, and professional indemnity.

21 "veteran" means a male becoming 35 years or over in the current year
22 and females 30 years or over in the current year

23 3 OBJECTS AND PURPOSES OF THE ASSOCIATION

24 The objects of the association are

¹ As amended at Special General Meeting 30 April 2014.

- 25 i) To bring together, promote and foster friendly competitive racing among
26 veteran cycling clubs.
27
28 ii) To coordinate and administer the sport of veteran cycle racing in South
29 Australia.
30
31 iii) To arrange insurance by way of issuing an AVCC racing licence to
32 members of affiliated clubs or associations.
33
34 iv) To control the South Australian Veterans Cycling Championships.

34 **4 AFFILIATIONS**

35 The association will affiliate to the AVCC

36 **5 POWERS OF THE ASSOCIATION**

37 The association shall have all the powers conferred by section 25 of the Act as at 28
38 April 2010 except that the association shall not have the power to borrow money or
39 give security for the discharge of liabilities incurred by the association.

40 **6 MEMBERSHIP**

41 **6.1 Ordinary membership**

42 6.1.1 Membership is automatic for any committee member of an affiliated club. In
43 addition any person who, is a member of an affiliated club or association and who
44 supports the objects of the association and agrees to be bound by its rules and who
45 applies for membership of the association shall be proposed by one member and
46 seconded by another member. The application for membership shall be made in
47 writing, signed by the applicant. Upon the acceptance of the application by the
48 committee and upon payment of the first annual subscription, the applicant shall be a
49 member of the association.

50
51 6.1.2 Members of the committee of an affiliated club shall be notified that they
52 are members of the South Australian Veteran Cycling Association by default and be
53 given the option to renounce their entitlement to membership of the association.

54 **6.2 Life members**

55 6.2.1 A nominee for Life membership will have given exceptional service in the
56 task of promoting the interests and objectives of the association as a member of the
57 association for a continuous period of not less than ten years.

58
59 6.2.2 Nominations for Life membership may be made to the association by any
60 member in writing at least one month prior to the annual general meeting

61
62 6.2.3 Life membership may be bestowed upon a member at an annual general
63 meeting of the association on the decision of a majority of the members present.

64
65 6.2.4 No more than one member may be elected a Life member in any financial
66 year.

67 **6.3 Subscriptions**

68 6.3.1 The subscription fees for membership shall be such sum, as the members
69 shall determine from time to time in general meeting

70
71 6.3.2 The subscription fees shall be payable annually in January or at such other
72 time as the committee shall determine.

73
74 6.3.3 Any member whose subscription is outstanding for more than three months
75 after the due date for payment shall cease to be a member of the association,
76 provided always that the committee may reinstate such a person's membership on
77 such terms as it thinks fit.

78
79 6.3.4 Life members will have free association membership.

80 **6.4 Resignations**

81 A member may resign from membership of the association by giving written notice
82 thereof to the secretary or public officer of the association.

83 **6.5 Expulsion of a member**

84 6.5.1 Subject to giving a member an opportunity to be heard or to make a written
85 submission, the committee may resolve to expel a member upon a charge of
86 misconduct detrimental to the interests of the association.

87
88 6.5.2 Particulars of the charge shall be communicated to the member at least one
89 month before the meeting of the committee at which the matter will be determined.

90
91 6.5.3 The determination of the committee shall be communicated to the member,
92 and in the event of an adverse determination the member shall cease to be a
93 member 14 days after the committee has communicated its determination to the
94 member.

95

96 **6.6 Register of members**

97 A register of members must be kept and contain:

- 98 i) The name and address of each member;
- 99 ii) The date on which each member was admitted to the association; and
- 100 iii) If applicable, the date of, and reason(s) for, termination of membership.

101 **7 THE COMMITTEE**

102 **7.1 Powers and duties**

103
104 i) The affairs of the association shall be managed and controlled by a
105 committee which in addition to any powers and authorities conferred by these rules
106 may exercise all such powers and do all such things as are within the objects of the
107 association, and are not by the Act or these rules required to be done by the
108 association in general meeting.

109
110 ii) The committee has the management and control of the funds and other
111 property of the association.

112
113 iii) The committee shall have authority to interpret the meaning of these rules
114 and any other matter relating to the affairs of the association on which these rules
115 are silent.

116
117 iv) The committee shall appoint a public officer as required by the Act.

118 **7.2 Appointment**

119 7.2.1 The committee shall be comprised of a President, Vice President,
120 Secretary, Treasurer, Public Officer and two representatives from each Veteran or
121 affiliated Club.

122
123 7.2.2 A committee member shall be a natural person.

124
125 7.2.3 At each annual general meeting one half of the members of the committee,
126 being the longest serving members, shall retire. At this time, one half of the members
127 of the committee shall be chosen by ballot.

128
129 7.2.4 A retiring committee member shall be eligible to stand for re-election
130 without nomination. No other person shall be eligible to stand for election unless a
131 member of the association has nominated that person at least 28 days before the

132 meeting by delivering the nomination of that person to the secretary of the
133 association. The nomination shall be signed by the proposer and by the nominee.

134
135 7.2.5 Notice of all persons seeking election to the committee shall be given to all
136 members of the association with the notice calling the meeting at which the election
137 is to take place

138
139 7.2.6 The committee may appoint a member to fill a casual vacancy, and such a
140 committee member shall hold office until the next annual general meeting of the
141 association and shall be eligible for election to the committee without nomination.

142 **7.3 Proceedings of committee**

143 7.3.1 The committee shall meet together for the dispatch of business as
144 determined by the committee.

145
146 7.3.2 Questions arising at any meeting of the committee shall be decided by a
147 majority of vote, and in the event of equality of vote the chairperson shall have a
148 casting vote in addition to a deliberative vote.

149
150 7.3.3 A quorum for a meeting of the committee shall be five members of the
151 committee.

152
153 7.3.4 A member of the committee having a direct or indirect pecuniary interest in
154 a contract or proposed contract, with the association must disclose the nature and
155 extent of that interest to the committee as required by the Act, and shall not vote with
156 respect to that contract or proposed contract. The member of the committee must
157 disclose the nature and extent of his or her interest in the contract at the next annual
158 general meeting of the association.

159 7.3.5 The President will act as National Delegate and in the event of his/her
160 inability to attend, a proxy will be appointed by the committee.

161 **7.4 Disqualification of committee members**

162 The office of a committee member shall become vacant if a committee member is:
163 · disqualified from being a committee member by the Act;
164 · expelled as a member under these rules;
165 · permanently incapacitated by ill health;
166 · absent without apology from more than four meeting in a financial year;
167 · no longer the duly appointed representative of an affiliated club or association.

168

169 8 GENERAL MEETINGS

170 8.1 Annual General Meetings

171 8.1.1 The committee shall call an annual general meeting in accordance with the
172 Act and these rules

173
174 8.1.2 The annual general meeting shall be held within five months after the end of
175 the financial year.

176
177 8.1.3 The order of the business at the meeting shall be:

178 i) The confirmation of the minutes of the previous annual general meeting
179 and of any special general meeting held since that meeting

180
181 ii) The consideration of the accounts and reports of the committee and the
182 auditor's report (if auditor's report is required)

183
184 iii) The election of committee members

185
186 iv) The election of racing officials, namely the State Referee and State
187 Handicapper

188
189 v) The appointment of auditors (if required, refer to Part 3, Division 3 – Rules,
190 of the Act)

191
192 vi) Any other business requiring consideration by the association in general
193 meeting.

194 8.2 Special General Meetings

195 8.2.1 The committee may call a special general meeting of the association at any
196 time.

197
198 8.2.2 Upon a requisition in writing of not less than 6 members or 10%, whichever
199 is the greater, of the total number of members of the association, the committee shall
200 within one month of the receipt of the requisition, convene a special general meeting
201 for the purpose specified in the requisition.

202
203 8.2.3 Every requisition for a special general meeting shall be signed by the
204 relevant members and shall state the purpose of the meeting.

205
206 8.2.4 The secretary will call the special general meeting not less than twenty-one
207 days and not more than thirty days after receipt of a requisition for a special general
208 meeting.

209 **8.3 Notice of General Meetings**

210 8.3.1 Subject to 8.3.2, at least 14 days notice of any general meeting shall be
211 given to members. The notice shall set out where and when the meeting will be held,
212 and particulars of the nature and order of the business to be transacted at the
213 meeting.

214
215 8.3.2 Notice of a general meeting at which a motion to rescind, amend or revise
216 these rules is to be proposed shall be given at least 21 days prior to the date of the
217 meeting.

218
219 8.3.3 A notice may be given by the association to any member by serving the
220 member with the notice personally, or by sending it by post to the address appearing
221 in the register of members.

222
223 8.3.4 Where a notice is sent by post:
224 i) the service is effected by properly addressing, prepaying and posting a letter or
225 packet containing the notice; and
226 ii) unless the contrary is proved, service will be taken to have been effected at the
227 time at which the letter or packet would be delivered in the ordinary course of post.

228 **8.4 Proceedings at General Meetings**

229 8.4.1 Eleven members present personally shall constitute a quorum for the
230 transaction of business at any general meeting

231 8.4.2 If within 30 minutes after the time appointed for the meeting a quorum of
232 members is not present, a meeting convened upon the requisition of members shall
233 lapse. In any other case, the meeting shall stand adjourned to the same day in the
234 next week, at the same time and place and if at such adjourned meeting a quorum is
235 not present within 30 minutes of the time appointed for the meeting the members
236 present shall form a quorum.

237
238 8.4.3 Subject to 8.4.4, the president shall preside as chairperson at a general
239 meeting of the association.

240
241 8.4.4 If the president is not present within five minutes after the time appointed
242 for holding the meeting, or he or she is present but declines to take or retires from

243 the chair, the members may choose a committee member or one of their own
244 number to be the chairperson of that meeting.

245 8.5 Voting at General Meetings

246 8.5.1 Every member of the association has only one vote at a meeting of the
247 association.

248
249 8.5.2 A question for decision at a general meeting must be determined by a
250 majority of members who vote in person at that meeting, and in the event of equality
251 of vote the chairperson shall have a casting vote in addition to a deliberative vote.

252
253 8.5.3 Unless a secret ballot is demanded by a majority, a question for decision at
254 a general meeting must be determined by a show of hands.

255
256 8.5.4 A secret ballot for the election of a person presiding or on a question of
257 adjournment must be taken immediately, but any other secret ballot may be
258 conducted at any time before the close of the meeting.

259
260 8.5.5 A decision to rescind, amend or revise these rules is passed by a majority
261 of not less than three-quarters of members at a general meeting.

262 9 MINUTES

263 9.1 Proper minutes of all proceedings of general meetings of the association
264 and of meetings of the committee, shall be entered within one month after the
265 relevant meeting in minute books kept for the purpose

266
267 9.2 The minutes kept pursuant to this rule must be confirmed by the members
268 of the association or the members of the committee (as relevant) at a subsequent
269 meeting.

270
271 9.3 The minutes kept pursuant to this rule shall be signed by the chairperson of
272 the meeting at which the proceedings took place or by the chairperson of the next
273 succeeding meeting at which the minutes are confirmed

274
275 9.4 Where minutes are entered and signed they shall, until the contrary is
276 proved, be evidence that the meeting was convened and duly held, that all
277 proceedings held at the meeting shall be deemed to have been duly held, and that
278 all appointments made at a meeting shall be deemed to be valid.

279

280

281 **10 FINANCIAL REPORTING**

282 10.1 Financial year

283 The financial year of the association shall be the period of 12 months commencing
284 on 1 July and ending on 30 June of each year.

285

286 10.2 Accounts to be kept

287 The association shall keep and retain such accounting records as are necessary to
288 correctly record and explain the financial transactions and financial position of the
289 association in accordance with the Act.

290 10.3 The accounts, together with the auditor's report (if required) on the
291 accounts, the committee's statement and the committee's report, shall be laid before
292 members at the annual general meeting.

293 **11 PROHIBITION AGAINST SECURING PROFITS FOR MEMBERS**

294 The income and capital of the association shall be applied exclusively to the
295 promotion of its objects and no portion shall be paid or distributed directly or
296 indirectly to members or their associates except as bona fide remuneration of a
297 member for services rendered or expenses incurred on behalf of the association.

298 **12 WINDING UP**

299 The association may be wound up in the manner provided for in the Act.

300 **13 APPLICATION OF SURPLUS ASSETS**

301 13.1 If after the winding up of the association there remains "surplus assets" as
302 defined in the Act, such surplus assets shall be distributed to any organisation which
303 has similar object and has rules which prohibit the distribution of its assets and
304 income to its members

305 13.2 Such organisation or organisations shall be identified and determined by a
306 resolution of members in general meeting.

307 **14 RACING RULES**

308 14.1 Racing will be conducted under the rules and regulations of the AVCC.
309 These rules may be altered whenever deemed necessary by the committee.

310 **14.2 Racing discipline**

311 14.2.1 The discipline of a licensed veteran who breaches racing rules will be left to
312 the club holding the particular event

313
314 14.2.2 Where the association holds an event, a veteran who breaches racing rules
315 may be penalised by a referee(s). The member will be notified as soon as
316 practicable after the breach and in writing within two working days.

317
318 14.2.3 A penalty of suspension issued by the association will apply to all
319 association and AVCC sanctioned events for the period of the suspension. The
320 South Australian Cycling Federation is to be notified of any penalty of suspension.

321
322 14.2.4 A financial penalty will be payable and due immediately and the veteran will
323 be ineligible to compete in any Association or AVCC sanctioned event until the
324 penalty is paid. Monies received will be paid into the general account of the body
325 holding the particular event at which the breach occurred.

326 **15 SOUTH AUSTRALIAN VETERAN CYCLING ASSOCIATION**
327 **CHAMPIONSHIPS**

328 15.1 Championships may be held annually by the association or delegated to an
329 affiliated club or clubs in any particular year.

330
331 15.2 Championships are open to all AVCC racing licence holders resident in
332 South Australia.

333 Dated 28th April 2010

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