

# CONSTITUTION

## Southerncross Cyclocross Club Incorporated

### 1. NAME

- 1.1. The name of the Club is Southerncross Cyclocross Club Incorporated (the Club).

### 2. REGISTERED OFFICE

- 2.1. The registered office of the Club shall be the home address of the President of the Committee.

### 3. OBJECTS

- 3.1. The objects of the Club are:
  - 3.1.1. To run cyclocross races in the Christchurch region.
  - 3.1.2. To grow the public profile of cyclocross in the Christchurch region.
  - 3.1.3. To encourage participation in cyclocross by a wide range of competitors.
  - 3.1.4. To contribute to the growth of cyclocross in New Zealand.
  - 3.1.5. To support Christchurch cyclocross racers to compete in cyclocross events nationally and internationally.
  - 3.1.6. To support other cycling events in the Christchurch region.
  - 3.1.7. To carry out advocacy activities that promote all forms of cycling.
- 3.2. The Club shall be empowered to do all lawful things for the attainment of the objects of the Club.

### 4. VALUES

- 4.1. The values of the Club are:
  - 4.1.1. Fun - all events and meetings, however formal are to be fun for participants.
  - 4.1.2. Respect - all participants must be respected, regardless of ability and experience. Our by-line - "Don't be a dick".
- 4.2. All members of the club and participants at events held by the Club must behave in a manner consistent with these values.

### 5. PROPERTY OF THE CLUB

- 5.1. The Club must apply all property and income of the Club to the promotion of the objects of the Club.

## 6. POWERS OF THE CLUB

- 6.1. The Club has the power to:
  - 6.1.1. Acquire, hold, use or dispose of any real or personal property.
  - 6.1.2. Open and operate bank accounts.
  - 6.1.3. Appoint agents to transact any business of the Club on its behalf for reward or otherwise.
  - 6.1.4. Accept donations and gifts in accordance with the objects of the Club.
  - 6.1.5. Print and publish any information by any media for promotion of the Club.
  - 6.1.6. Provide gifts and prizes in accordance with the objects of the Club.
  - 6.1.7. Organise events for members, non-members and promote the Club.
  - 6.1.8. To enter into any contract the Club appropriate to achieve the objects.

## 7. MEMBERSHIP

- 7.1. The membership year shall commence on the date of the first race every year.
- 7.2. Any person may become a member of the Club by submitting a completed application form and paying the application fee if applicable. The form and fee shall be established by the Committee.
- 7.3. The Committee may grant complimentary memberships.
- 7.4. The Committee will confirm membership in writing (usually in the form of email) once all necessary prerequisites have been met.
- 7.5. Each person admitted to membership shall be:
  - 7.5.1. Bound by the constitution and Bylaws of the Club.
  - 7.5.2. Entitled to the advantages and privileges of membership.
- 7.6. The Club shall have the following membership categories:
  - 7.6.1. Ordinary Member: any person 18 years of age or over may become an ordinary member. Ordinary members are entitled to hold any office.
  - 7.6.2. Junior Members: any person under 18 years of age may become a junior member. Junior members shall not be entitled to hold any Committee office.
- 7.7. The Committee shall appoint a member of the Committee to maintain an up-to-date register of members of the Club

## 8. SUBSCRIPTIONS

- 8.1. The annual subscription fee, if any, for each type of member shall be set by the Committee within one month of the Annual General Meeting.

## 9. TERMINATION OF MEMBERSHIP

- 9.1. Membership of the Club shall automatically cease at the end of the membership year.
- 9.2. Any person's membership may be terminated by the following events:
  - 9.2.1. Resignation.
  - 9.2.2. Expulsion.
- 9.3. The Committee shall, after due inquiry, have the power to expel any member of the Club for:
  - 9.3.1. False or inaccurate statements made in the member's application for membership of the Club.
  - 9.3.2. Breach of the constitution or any Bylaw of the Club.
  - 9.3.3. Any act detrimental to the Club.
- 9.4. Upon expelling a person from membership of the Club, the Committee may, as it sees fit, impose conditions on the readmission of that person to membership of the Club. These conditions may include imposing a time limit before that person is eligible to become a member of the Club again.
- 9.5. Any member who is expelled from the Club shall have the right to appeal against their expulsion by presenting their case to a general meeting called for such purpose. The decision of the general meeting shall be final.

## 10. COMMITTEE

- 10.1. Management of the Club shall be vested in the Committee elected by the members at the Annual General Meeting and consist of:
  - 10.1.1. President
  - 10.1.2. Secretary
  - 10.1.3. Treasurer
  - 10.1.4. Two or three Ordinary Members
  - 10.1.5. Events Leader
- 10.2. No person shall hold more than one position on the Management Committee at any one time.
- 10.3. A committee member shall hold office until the next Annual General Meeting.
- 10.4. A quorum of the Committee shall be half of its members plus one.
- 10.5. If the President is unable to attend, then a chairperson shall be elected from the members present.
- 10.6. A member of the Committee may lose their seat on the committee for the following:
  - 10.6.1. Absence from three or more meetings without approved leave of absence.
  - 10.6.2. Found not to be a confirmed member.
  - 10.6.3. Being found guilty of a criminal offence.
  - 10.6.4. Expulsion from the club.

## 11. POWERS OF THE COMMITTEE

- 11.1. The Committee shall carry out the day to day running of the club and shall have the power to:
  - 11.1.1. Administer the finances, appoint bankers, direct the opening of banking accounts for specific purposes, transfer funds from one account to another and to close any account.
  - 11.1.2. Fix the manner in which such banking accounts shall be operated upon.
  - 11.1.3. Adjudicate on all matters brought before it which in any way affect the Club.
  - 11.1.4. Cause minutes to be made of all proceedings at meetings of the Committee and General Meeting of members.
  - 11.1.5. Make, amend and rescind Bylaws.
  - 11.1.6. Form and appoint any subcommittee/s of the Committee as required for specific purposes.
  - 11.1.7. At their discretion, employ a person or persons to carry out certain duties required by the Club remunerate as may be deemed necessary.
  - 11.1.8. Appoint a successor until the next Annual General Meeting, should a vacancy occur on the Committee.
  - 11.1.9. Appoint an officer/s or agent of the Committee to have custody of the Club's records, documents and securities.

## 12. EVENT TEAMS

- 12.1. The Committee may appoint one or more Event Teams in relation to any individual or series of events.
- 12.2. Any member of the Club, including Committee Members, may be appointed to Teams.
- 12.3. Event Teams shall be responsible for the organisation and running of events.
- 12.4. The Events Leader is responsible for leading the Event Teams.

## 13. AUDITOR

- 13.1. The members at the Annual General Meeting may elect or appoint an Auditor or Auditors for the following membership year.
- 13.2. The Auditor/s shall examine and audit all the books and accounts of the Club. The Auditor shall have the power to call for all books, papers, accounts, receipts etc of the Club and report thereon to the next Annual General Meeting.

## 14. GENERAL MEETINGS

### 14.1. Annual General Meeting

- 14.1.1. The Annual General Meeting of the Club must be held two months prior to the first race date.
- 14.1.2. The Secretary shall give at least fourteen days' notice of the date of the Annual General Meeting.
- 14.1.3. The quorum at the Annual General Meeting shall be a minimum of twenty members. If at the end of thirty minutes after the time appointed for the opening of the meeting, there be no quorum the meeting shall be adjourned for one week. If at the rescheduled meeting there is no quorum those members present shall be competent to discharge the business of the meeting.
- 14.1.4. The agenda for an Annual General Meeting shall be:
  - 14.1.4.1. Presentation of the Annual Report.
  - 14.1.4.2. Presentation of the Treasurer's statement.
  - 14.1.4.3. Election of the New Executive.
  - 14.1.4.4. Events for the upcoming season.
  - 14.1.4.5. Closure.

### 14.2. General Meetings

- 14.2.1. General Meetings may be called by the Committee or at the request of the President and Secretary or on the written request of 15 members of the Club.
- 14.2.2. The Secretary shall give at least seven days' notice, in writing, of the date of the General Meeting to the members. Notice of the General Meeting shall set out clearly the business for which the meeting has been called.
- 14.2.3. The quorum at the General Meeting shall be a minimum of 20 members.

## 15. VOTING

### 15.1. Voting powers at the Annual General Meeting and General Meetings:

- 15.1.1. The President shall be entitled to a deliberate vote and, in the event of a tied vote, the President shall exercise a casting vote.
- 15.1.2. Each individual member present shall have one vote.

### 15.2. Voting powers at Management Committee Meetings

- 15.2.1. Each individual member present shall have one vote.
- 15.2.2. In the event of a tied vote, the President shall exercise a casting vote.

## 16. FINANCE

- 16.1. All funds of the Club shall be deposited into the Club's accounts at such bank as the Committee may determine.
- 16.2. All accounts due by the Club shall be paid after having being approved at a Committee Meeting.
- 16.3. When immediate payment is necessary, account/s shall be paid and the action endorsed at the next Committee Meeting.
- 16.4. Payments by a club member may be approved in principal ahead of expenditure at a Committee Meeting.
- 16.5. The Treasurer shall not spend more than \$250 without the consent of the Committee, and shall keep a record of such expenditure.
- 16.6. A statement showing the financial position of the Club shall be tabled at each Committee Meeting by the Treasurer.
- 16.7. A statement of Income and Expenditure, Assets and Liabilities shall be submitted to the Annual General Meeting. If prepared, the auditor's report shall be attached to such financial report.
- 16.8. The financial year of the Club shall align with the membership year. The accounts, books and all financial records of the Club may be audited each year.
- 16.9. The signatories to the Clubs account/s will be the Treasurer and any one other Committee member.
- 16.10. All property and income of the Club will apply solely to the promotion of the objects of the Club and no part of that property or income shall be paid or otherwise distributed directly, or indirectly, to members, expect in good faith in the promotion of the objects.

## 17. COMMON SEAL

- 17.1. The common seal of the Club shall be kept in the care of the Secretary. The seal shall not be used or affixed to any deed or document except pursuant to a resolution of the Committee and in the presence of at least the President and one other member of the Committee, both of whom shall subscribe their names as witnesses.

## 18. BYLAWS OF THE CLUB

- 18.1. The Committee may establish, amend or rescind Bylaws for the Club.
- 18.2. Any Bylaws must be for the purpose of meeting the Objects of the Club.
- 18.3. Bylaws or amendments shall not bind members until two weeks after they are made available to such members, including by publication on a website maintained by the Committee.

## 19. ALTERATIONS TO THE CONSTITUTION

- 19.1. No alteration, repeal or addition shall be made to the Constitution except at the Annual General Meeting, or General Meeting, called for that purpose. Notice of all motions to alter, repeal or add to the Constitution shall be given to members fourteen days prior to the Annual General Meeting or General Meeting.
- 19.2. The Secretary shall forward such notices of motion to each Committee member at least fourteen days prior to the Annual General Meeting or General Meeting.
- 19.3. Such motions, or any part thereof shall be of no effect unless passed by a 75 percent majority (Special Resolution) of those present and entitled to vote at the Annual General Meeting, or General Meeting.
- 19.4. Within one month of the passing of a Special Resolution, the Secretary shall notify such persons or agencies as required.

## 20. DISSOLUTION

- 20.1. If, on the winding up of the Association, any property of the Association remains after satisfaction of the debts and liabilities of the Association and the costs, charges and expenses of that winding up, that property shall be distributed to:
  - 20.1.1. Another incorporated association having objects similar to those of the Club.
  - 20.1.2. Charitable groups as determined by resolution of the members.