

The Constitution and Rules

Of

The Ducati Owners Club of South Australia



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# **The Constitution and Rules of the Ducati Owners Club of South Australia**

## **1. Name**

The name of the club shall be 'The Ducati Owners Club of South Australia'.

## **2. Objects of the club**

- a) To promote Motorcycling and motorcyclist meetings for the recreation and enjoyment of members.
- b) To provide a means for sharing knowledge and technical advice relating to Ducati motorcycles.
- c) If circumstances permit, create a fund for buying Ducati club apparel and associated merchandise at discount prices for the benefit of members
- d) To encourage and promote the preservation and restoration of historic motorcycles.
  - i) Applications for historic registration other than motorcycles will be considered at the historic registration officers' discretion.

## **3. Club premises.**

The club premises shall be as fixed by the Committee, and ratified by the members.

## **4. Classes of members**

The club shall consist of:

- 1) Ordinary members, which shall include full, associate and life members.
- 2) Honorary members
- 3) Day members

## **5. Qualification of membership**

- 1) Any person shall be eligible as a full member provided that:
  - (a) They are not under disqualification from any affiliated body of MSA
  - (b) They own a Ducati motorcycle or have the approval of a quorum of the committee
- 2) Any person shall be eligible for associate membership provided that:
  - (a) They are not under disqualification from any affiliated body of MSA
  - (c) They have a genuine interest in Ducati motorcycles and in the club aims of promoting Ducati motorcycles.
- 3) Any person shall be eligible for day membership provided that:
  - (a) They are not under disqualification from any affiliated body of MSA
  - (b) They have the approval of a quorum of the committee. Such day membership shall be at a rate fixed by the committee.

## **6. Candidates for election of membership**

- a) A candidate for election as a member must register on the appropriate form. The candidate must be nominated by one member who shall certify that the candidate is well known to them and is qualified to become a member.
- b) The nomination form must be signed by the candidate. It shall contain their full name, usual place of residence and a list of motorcycles owned by them,

- c) The Annual Subscription fee shall be paid at the time the nomination form is lodged with the secretary of treasurer.

## **7. Election of members**

At every general meeting the chairman shall ask the names and particulars of new members and visitors to said meeting.

- a) If the committee is satisfied that there are reasons which make it desirable that any person should not be a member of the club, it may refuse that persons nomination.
- b) The subscription fee paid by a candidate who has been so excluded from membership shall be refunded and the candidate shall not be nominated again until two meetings after the date of exclusion

## **8. Admission**

When a candidate has been duly registered, the secretary shall:

- a) Notify the candidate of the acceptance of their registration.
- b) Upon lodgment of completed registration form and payment of fees, but not before, a nominated candidate shall become a member of the club. They will be bound by the rules and entitled to the benefits and privileges of the club.

## **9. Life members**

An annual general meeting may, on the recommendation of the committee, resolve that a life membership be conferred on any member who, while having at least ten years consecutive membership has rendered specially valuable services to the club. Such member shall be deemed to have paid in advance all their future subscriptions, but they shall be subject to all other duties and liabilities of an ordinary member.

- a) A certificate and badge to be approved by the members shall be issued free to all life members.

## **10. Honorary members**

- a) Any person may become an honorary member, upon the invitation being issued to that person by the direction of the members acting at a general meeting.
- b) An honorary member shall not be liable to pay any entrance fee or subscription for the period specified in the invitation.
- c) The period of honorary membership shall be determined by the members and shall not exceed twelve months. Upon expiry it may be renewed.
- d) An honorary member shall be entitled and subject to all the privileges and liabilities of a member except that they shall not be entitled to vote.

## **11. Subscriptions**

- a) The amount of annual subscription shall be reconsidered at each annual general meeting.
- b) The years subscription shall be payable each year at the first meeting after the 1st July or within 30 days thereof.
- c) The first subscription of a member elected after the first of January in any year shall be half the annual subscription.
- d) The annual subscription for associate members shall be half the annual subscription.

## **12. Register of members**

A register of members of the club shall be kept by the Committee and shall indicate at all times who are entitled to the privileges of club membership.

## **13. Rights and liabilities of members**

The property of the club shall belong to members for the time being.

- a) On a member ceasing to be a member for any reason at all, all their interest shall survive, accrue and belong to the other members of the club for the time being.
- b) No member shall secure pecuniary profit from the transactions of the club.

## **14. Guests**

A member shall be allowed to bring a guest to the club premises provided that the guest:

- a) Has not been rejected as a candidate for membership.
- b) Is not under suspension as a member of the club or is not otherwise prohibited by the rules from being a guest.
- c) Has not been expelled from the club.

## **15. General meetings of members**

Any person whose name appears in the Register of Members as being a member and who appears from the books of the club as having paid all subscription and fines then payable shall (unless they are under suspension as a member) be entitled to vote and attend at every general meeting. No-one else shall vote or be heard, except at the invitation of the chairman.

- a) The President shall act as chairman at every general meeting but if they are not present, some other member of the committee or some member elected by the meeting may act as chairman.
- b) The member acting as chairman shall not vote at any meeting except in the case of an equality of votes when they shall give a casting vote.
- c) The order of business and general conduct at meetings shall be (subject to any direction of the club) at the discretion of the chairman.
- d) The time for holding a general meeting shall be as nominated by the committee and ratified by the members. The dates for meetings shall be posted in the calendar to all members.
- e) All minutes, correspondence, books, accounts and other documents relating to the current affairs of the club shall be available to the members at every general meeting.
- f) Every resolution and direction of a general meeting duly carried shall be binding and obeyed by all members
- g) A resolution rescinding or amending a resolution of a previous general meeting must be carried by at least two-thirds of those present at the meeting.

## **16. Annual general meeting.**

- a) Notice of an annual general meeting shall be delivered or posted to members at least fourteen days prior to the meeting.
- b) Notice of a special general meeting shall be delivered or posted to members at least fourteen days prior to the meeting.
- c) The annual general meeting shall be held within twenty eight days after the last meeting in June of any year for the purpose of.
  - 1) Receiving and discussing the balance sheet and statement of accounts, and the auditors report for the preceding year.
  - 2) Electing members of the committee for the following twelve months.

- 3) Electing two auditors who shall not be members of the committee.
- 4) Any general business that may arise.
- d) No voting by proxy shall be allowed.

## **17. Quorum**

- a) A quorum at all general, special general and annual general meetings shall be eight.
- b) If the necessary quorum be not present at the expiration of half an hour from the time fixed for the meeting then the meeting shall lapse.

## **18. Dissolution of the club**

On a requisition signed by at least three-fourths of the members asking that the club be dissolved, a special general meeting shall be called by the secretary to consider the question. At least fourteen days notice shall be given to members:

- a) Of such meeting and the business to be transacted.
- b) At this special general meeting, votes by proxy shall be received.
- c) The resolution that the club be dissolved shall not be carried unless the chairman declares that at least three fourths of those persons who are members of the club vote in favor of the resolution.
- d) If upon the winding-up or dissolution of the club, there remains, after satisfaction of all its debts and liabilities any property whatsoever, the same shall not be paid to or distributed among members of the club but shall be distributed to other body or bodies having similar objects or to such charitable body or bodies, and which shall prohibit the distribution of income and property to members.

## **19. Alteration of rules**

These rules may be added to, repealed or amended by resolution at any general meeting provided that the alterations have been read in at least one previous general meeting, and have been published in the previous newsletter.

## **20. Club management**

The committee shall have the management of the club subject to any direction of the members voting at a general or annual general meeting.

## **21. By-laws**

The members at a general meeting may make, repeal or amend by- laws (not inconsistent with these rules) providing for:

- a) Well being of the club.
- b) The regulation of the affairs of a club.
- c) A book containing the by-laws shall be kept by the committee for the inspection of members.
- d) A by-law when made shall be binding on all members as soon as it is entered in the by-law book. There shall be no need to give any other notice thereof.
- e) The by-laws annexed to these rules shall remain in operation until amended or replaced.

## **22. Sub committees**

- a) The members by a resolution passed at a general meeting may from time to time appoint from its members any sub committee which it may think expedient.
- b) Such a sub committee shall conduct its business and exercise and carry out its powers and duties in accordance with any specific directions contained in the resolution.
- c) At such a committee meeting a majority of members shall form a quorum.
- d) The chairman of the club shall be ex-official entitled to attend every meeting of any such committee.

## **23. Committee**

The committee will consist of the chairman (president), secretary, treasurer, three ride captains, publicity officer (Public officer), MSA racers representative, fund raiser, merchandise officer, social coordinator, web master and editor.

- a) Sub committees may be nominated and elected at any general meeting

## **24. Vacancies**

- a) A member who is elected to a position on the committee by members at an annual general meeting shall hold that position until the next annual general meeting when all positions shall be declared vacant. Such member shall be eligible for re-election.
- b) Nomination for election as Officers of the club shall be called for at the last general meeting held in June.
- c) If any member of the committee has failed to attend three consecutive general meetings they shall cease to be a member of the committee. However, if the committee is satisfied that their absence was due to circumstances which made it reasonable that the member should fail to attend such meetings they shall retain their position.
- d) Any vacancy occurring on the committee shall be filled by ballot at a general meeting.

## **25. Qualifications of committee members**

- a) A candidate for election as a member of the committee must be eligible at the closing date for nomination to vote at a meeting of members.
- b) They must be a full member.

## **26. Nomination of members**

- a) A candidate for election as an officer must be nominated by one member and seconded by another.
- b) If more candidates are nominated for an office than there are vacancies, there shall be a secret ballot.
- c) If only the requisite number are nominated, the chairman at the annual general meeting shall declare them duly elected.
- d) In the event of equality in votes the chairman is to have a casting vote.

## **27. Committee meetings**

The committee shall hold meetings when so directed by the club or at its own discretion.

## **28. Resignation**

A member who wishes to resign must give notice in writing to the secretary. Such resignation shall be effective from the termination of the next general meeting.

## **29. Disciplinary powers**

- a) The club upon resolution may:
  - 1) Expel a member
  - 2) Suspend a member for such period or until such event as it fixes, or
  - 3) Impose on them a fine not exceeding twenty five dollars if in the opinion of the club they have been guilty of conduct detrimental to the interests of the club.
- b) Any member so convicted has the right to appeal at the next general meeting. The decision of this meeting is final.

## **30. Interpretation of rules**

- a) If any circumstances arise for which no provision is made by the rules or
- b) If there arises any reasonable doubt about the interpretation of the rules or the correct procedure in any circumstances
- c) The members of the club may decide the matter by resolution passed at a general meeting

## **31. Definitions**

In these rules and the by-law hereunder, unless the context requires otherwise:

- a) Month means calendar month
- b) Rule includes by-law and regulation.
- c) Year means the club's membership year, which shall commence on 1st July and end on 30th June
- d) Singular includes plural and masculine includes feminine.
- e) References to any officer include any member acting in such position.

## **32. Club by-laws**

- a) Any member breaking or damaging any property of the club (unless without fault on their behalf) shall pay the cost of repairing the damage or replacing the article.
- b) Everything supplied to a member and any charge for the use of any of the club's property shall be paid for at the time of being supplied or used.

## **33. Attendance book**

An attendance book shall be kept by the secretary who is responsible for ensuring it is present at all general meetings.

## **34. Books of account**

All books relating to the financial situation of the club shall be kept by the Treasurer. These books shall be made available to the committee or auditors on request. Petty cash to be kept by the treasurer shall not exceed Fifty Dollars. All moneys above this amount to be deposited in the club cheque account or savings account. All cheques are to be signed by the treasurer and either the president or secretary.



### **35. Non-profit clause**

The income and property of the club shall be applied solely towards the promotion of the objects of the club and no portion thereof shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise, howsoever by way of profit to members or relatives of members of the club, provided that nothing herein shall prevent the payment in good faith of remuneration to any officer or servant of the club or to any member of the club for any service actually rendered to the club or reasonable and proper rental for premises let by any member to the club.

### **36. Resolutions**

- a) A general meeting will be held on the first Monday of every month, and an informal meeting (or social gathering) will be held on the Friday preceding the fourth Sunday of each month.
- b) Only 'full' members are able to race with the endorsement of the Ducati Owners Club of South Australia
- c). Full membership is to be \$40 (as of the end of the general meeting on Monday September 6 2004) and associate membership is to be \$30 (as of January 10, 1994)

### **37. Powers of the incorporated association**

For the purpose of carrying out its objects, the association may, subject to this act and its rules-

- a) Acquire, hold, deal with, and dispose of, any real or personal property; and
- b) Administer any property on trust; and
- c) Open and operate ADI (Authorised Deposit Taking Institution) accounts; and
- d) Invest its moneys –
  - i) In any security which trusts moneys may, by Act of Parliament, be invested; or
  - ii) In any other manner authorised by the rules of the association; and
- e) Borrow money upon which terms and conditions as the association thinks fit; and
- f) Give such security for the discharge of liabilities incurred by the association as the association thinks fit; and
- h) Enter into any other contract it considers necessary or desirable.

### **NOTE**

These rules have been read in the first general meeting in July 1991. Last amended September 27<sup>th</sup> 2010. Copies will be held by the president, secretary, and treasurer. Depending on demand, other copies will be available to members for their perusal and comments.