

PROPOSAL TO AMEND THE ASSOCIATION'S CONSTITUTION

SECTION ONE: GENERAL COMMENTS

This supplement consists of three sections:

- a) General comments
- b) The present constitution
- c) The proposed new constitution

Since the Annual General Meeting in November a sub-committee, comprising Dale Neill, Dave Millward, Ron Bowyer and Ian Hore has been reviewing the Association's constitution. This work has aimed at achieving the following objectives.

ONE

To update the constitution and bring it into line with the present operating procedure of the Association.

For example: - Under the present constitution fees are payable annually in June not January as currently practised.

TWO

To form a clear, well defined set of objectives for the Association.

For example: - The present constitution does not emphasise our main activity of cycle touring.

THREE

To review and legally tie together the operating procedure of the club.

For example: - Giving the committee powers to make by-laws.
- Updating the types of membership and their respective voting rights.

FOUR

To make a more logical, easy to read document

For example: - Making each paragraph of the constitution deal with only one item.
- Changing the order of the paragraphs so that the committee, its powers, the election of office bearers and by whom etc, is a logical series of events.

FIVE

To correct errors in grammar and terminology.

For Example: - Our official name is "The Cycle Touring Association of W.A. (Inc)" therefore all correspondence should refer to "the Association" and not "the club".

Achievement of these aims has meant many minor changes to some sections, re-writing of a few and a lot of changes the order of paragraphs.

It is proposed that all amendments to the current constitution be presented as an entirely new constitution and this comprises Part Three of this supplement.

SECTION TWO: THE PRESENT CONSTITUTION

"THE CYCLE TOURING ASSOCIATION OF WESTERN AUSTRALIA"

1. THE NAME

The name of the Club to be The Cycle Touring Association of Western Australia and it shall be incorporated pursuant to the provisions of the Association incorporations Act, 1895.

2. OBJECTS

Generally to maintain and conduct a club of non-profit-making and non-political character in order to further the following objects:

- a) to organize and foster cycling on a non-competitive basis for persons of all ages.
- b) to bring about a greater awareness of the public and Government Departments of the value of cycling as a form of transport, a means of recreation, an aid to better health and as a means to overcoming problems of pollution and parking.
- c) to encourage the interests of primary and high school students in cycle maintenance, safe cycling and cycling for enjoyment and fitness.
- d) to promote better and safe standards of cycling.
- e) to give technical advice where possible
- f) to promote events for cyclists including social functions, lectures and discussions.

3. POWERS

The Club shall have the following powers:

- a) To purchase, take on, lease, or (in exchange hire or otherwise) acquire or maintain any real or personal property and any rights or privileges in relation thereto.
- b) To borrow or raise or accrue the payment of money in such manner as the Club thinks fit.
- c) To sell, exchange, lease, mortgage, hire, dispose of, turn to account or otherwise deal with all or any part of the real or personal property of the Club.
- d) To amalgamate, co-operate, affiliate and enter into reciprocal arrangements with any other club having objectives wholly or in part similar to those of the Club.
- e) To initiate or defend any legal action or process of law arising out of or in the course of activities of the Club.
- f) To do all such other things as incidental or conducive to the attainment of its objectives.

4. THE COMMITTEE

The Committee shall consist of:

- a) A President
- b) Vice-President
- c) An Honorary Secretary
- d) An Honorary Treasurer
- e) A Records Officer Registrar
- f) Property Officer
- g) Events Organiser
- h) Promotions Officer

The Committee shall have the power to co-opt assistance from the general members of the Club.

MEMBERSHIP

Membership shall be under five (5) divisions, these being.

- | | |
|--------------------------|--|
| a) U/16 membership |) This is open to anyone regardless |
| b) 16-20 year membership |) of cycling status, who wish to |
| c) 21 year membership |) participate in cycling and/or social |
| | activities. |

SECTION THREE: THE PROPOSED NEW CONSTITUTION

- 2 -

Proposer: Leo Hore

Seconders: Leo Hore

It is proposed that the following be added to the Constitution:

Currently: The C.T.A. is a club of people who are interested in the history of the C.T.A.

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- d) Family
- e) Club affiliation - Where a club or association has similar aims and objectives to that of the C.T.A. that club may pay an affiliate fee which entitles all the full members of that club to participate in specific C.T.A. outings.

6. SUBSCRIPTIONS

Subscriptions shall be as determined at the Annual General Meeting each year. Subscriptions shall become due on the first day of joining and thereafter annually on the first day of July. Members joining during the latter half of the fiscal year are obliged to pay only half the annual subscription to make them financial until June 30th of that year. Any member who fails to pay subscriptions within sixty (60) days of the due date shall forfeit all rights as a Club member.

7. CLUB MANAGEMENT

The Club shall be managed by the Committee as set out in article 4 of the Constitution. The Committee shall be elected annually, at the Annual General meeting, where all Officers will retire but will be eligible for re-election.

8. MEETINGS

- a) The Annual General Meeting shall be held in November of each year at such time and place as the Committee may decide; the Secretary shall give at least fourteen (14) days notice to all members of the time and place of the meeting.
- b) In the event of the Annual General Meeting not being so held by November 30th in any year, and five (5) members of the Club shall have power to call and convene an annual General Meeting.
- c) The Committee shall have the power to call General Meetings at such time and place as they shall think fit.
- d) Any five voting members may, on requisition in writing require the Secretary to convene a Special General Meeting for the purpose of considering any special business. The Secretary shall call a special General meeting to be held with fourteen (14) days of receiving such requisition and shall at least seven (7) days before the time set for such meeting notify all members of the time and place thereof. In the event of the Secretary failing to call such meeting, the members who signed such requisition shall have power to call a special General Meeting.
- e) The Secretary shall call not less than nine (9) Committee meetings per annum, to be held as and when required.
- f) All notices of motion, with regard to Constitutional changes, for the Annual General Meeting shall be lodged by the proposer and signed by the seconder, with the Secretary, one month prior to the Annual General Meeting.
- g) Method of election of Officers shall be by ballot, at the Annual General Meeting.
- h) Any Committee Member who is absent from three (3) consecutive Committee Meetings shall be deemed to have resigned unless adequate reasons have been submitted to the Committee.

9. METHOD OF NOMINATION FOR OFFICE BEARERS

Nominations will close on the last day in October. All nominations shall have a proposer and seconder and shall be published in the October issue of "the newsletter".

10. VOTING RIGHTS

All financial members shall be entitled to vote on any matter.

11. QUORUM

- a) Quorum to be no less than four at a Committee meeting.
- b) Quorum to be no less than six (6) or ten per cent (10%) of membership at any General Meeting, whichever is greater.

- c) In the event of there being no quorum present for any meeting of the Club fifteen (15) minutes after the time appointed for that meeting, the meeting shall automatically be reconvened to the same time, day and place in the next week. Provided that notice of the re-convened meeting is given in the normal way, the re-convened meeting shall be a valid meeting whether a quorum is present or not.

12. CLUB PATRONS

The Committee has the power to nominate Club Patrons, to be approved by the General Meeting.

13. ALTERATIONS TO THE CONSTITUTION

No change can be made to the Constitution except at an Annual General Meeting or a Special General Meeting convened for the purpose. All new rules or alterations shall require a two-thirds (2/3) majority of the members present. Notice of Motion for Constitutional changes shall be published at least fourteen (14) days prior to the Annual General Meeting or Special General Meeting convened for the purpose. All notices of motion must have a proposer and seconder and be in the hands of the Secretary 21 days prior to the Annual General Meeting.

14. WINDING UP

In the event of the Club proceeding either voluntarily or otherwise into liquidation, the balance of the assets of the Club, shall, after the payment of all outstanding debts, be donated to a body or bodies, with similar objectives to the Recreational Cyclists Club of W.A., if any, or to a charity which the majority of those members present at a General Meeting shall so determine.

15. THE CLUB ADDRESS

The headquarters of the Club to be situated at an address in or near Perth, Western Australia, as agreed by the Committee, and as stated at every Annual General Meeting.

16. ACCEPTANCE FOR MEMBERSHIP

The Committee shall be empowered to refuse membership to any person without offering a reason to that person. Application for membership must receive the approval of the Committee before admission can be granted.

17. DISCIPLINE

The Committee shall be empowered to deal with any reports of misconduct and to terminate a membership if the evidence submitted proves that a member has committed an offence likely to be detrimental to the Club. All correspondence connected with the matter to be tabled at such a meeting.

18. Membership of the club implies acceptance of the above rules.

19. THE COMMON SEAL

The Secretary shall have the custody of the Common Seal of the Club and the same shall be affixed to all necessary instruments in the presence of two (2) persons as authorised hereafter and records shall be kept of all instruments and documents to which the seal is affixed. The President and the Secretary are authorised to use the Common Seal on behalf of the Club.

20. THE AUDITOR

- a) The Committee shall appoint an Auditor or Auditors annually and shall fix the remuneration (if any) to be paid to such Auditor or Auditors.
b) No Office-bearer of the Club shall be eligible to be appointed Auditor of the Club.

SECTION THREE: THE PROPOSED NEW CONSTITUTION

Proposer: Ian Hore
 Seconded: Ron Bowyer

It is proposed that immediately following rescindment of the constitution currently in force, the following shall become the constitution of The Cycle Touring Association of W.A. (Inc.)

* Minor change ** Major change

Constitution of The Cycle Touring Association of W.A.

Degree of Change	Old Ref.	Comment	New Section
	1		1. <u>The Name</u>
*		Association rather than Club throughout	The name of the Association to be 'The Cycle Touring Association of Western Australia', hereafter referred to as the Association, and it shall be incorporated pursuant to the provisions of the Association Incorporations Act, 1895.
	2		2. <u>Objects</u>
**		some of old (a)	Generally to foster cycle touring and protect the interests of cyclists. This may be achieved by pursuing some or all of the following :
**		new	(a) the organization of day rides and weekend and long distance tours of a non-competitive nature,
**			(b) the promotion of safe standards of cycling by :
			i improvement of personal riding skills,
			ii increasing the awareness of other road users to the needs of cyclists,
			iii the provision of better facilities for cyclists.
*		old (b)	(c) to bring about a greater awareness on the part of the public and Government Departments of the value of cycling as a form of transport, a means of recreation, an aid to better health and as a means to overcoming problems of pollution and parking,
**		some of old (a)	(d) to inform school students and the community's youth as to the advantages and responsibilities of cyclists and encourage more participation in cycling,
*		old (e)	(e) to provide technical advice where possible.
*			The Association shall at all times be non-political in nature.
	7		3. <u>Management of the Association</u>
*			The Association shall be managed by a Committee as set out in paragraph four (4) of the Constitution. The Committee shall be elected annually, at the Annual General Meeting, where all members of the previous Committee will retire but will be eligible for re-election.
	4		4. <u>The Committee</u>
**		brought up to date	The Committee shall consist of :
			(a) A President
			(b) A Vice-President
			(c) An Honorary Secretary
			(d) An Honorary Treasurer

and four other Committee members. The Committee shall have the power to co-opt assistance from members of the Association.

5. Powers

- ** partly old (f), partly new** The Committee, on behalf of the Association, shall be empowered to do all such things as are incidental or conducive to the attainment of the objects of the Association, except those that are, under the provisions of this Constitution, to be exercised by the Association at a General Meeting. The powers of the Committee shall include the following :
- ** new** (a) to make amend or repeal such By-laws (not inconsistent with this Constitution) as it thinks expedient for the management and control of the business and affairs of the Association,
- old (a)** (b) to purchase, take on, lease, or (in exchange, hire or otherwise) acquire or maintain any real or personal property and any rights or privileges in relation thereto,
- old (b)** (c) to borrow or raise or accrue the payment of money in such manner as the Association thinks fit,
- old (c)** (d) to sell, exchange, lease, mortgage, hire, dispose, or turn to account or otherwise deal with all or any part of the real or personal property of the Association,
- * old (d)** (e) to amalgamate, co-operate, affiliate and enter into reciprocal arrangements with any other club or organization having objects wholly or in part similar to those of the Association,
- old (e)** (f) to initiate or defend any legal action or process of law arising out of or in course of the activities of the Association.

6. Membership

- ** membership categories defined in line with current practice** Application for membership, in the following categories, shall be open to any individual or group as appropriate :
- **** (a) General - Open to all individuals of age eighteen (18) years and over on the due date for payment of subscriptions.
- **** (b) Junior - Open to all individuals under the age of eighteen (18) years on the due date for the payment of subscriptions.
- **** (c) Student - Open to any full-time student ineligible for membership in the Junior category,
- **** (d) Pensioner - Open to any person in receipt of an Australian Government Pension or an Australian Government Allowance as defined by the Social Securities Act, 1947.
- **** (e) Family - Open to any family unit consisting of one or more parent and their dependant(s).
- **** (f) Affiliate - Open to any club or organization having similar objects to the Association. Affiliate membership by a club entitles all members of that club to participate in events of the Association as affiliate members.

****** The Association may, at a properly constituted Annual General Meeting or Special General Meeting, appoint any person as an Honorary Member or Honorary Life Member of the Association.

7. Subscriptions

- as before** (a) Subscriptions shall be as determined at the Annual General Meeting each year.
- ** new** (b) Where an individual makes application to the Committee, and special circumstances prevail, the Committee shall have the power to vary the subscription for that individual. No subscription shall be reduced to less than half of the determined fee for the category applied for.

**

revised

(c) Subscriptions shall be due on the first day of joining and thereafter annually on the first day of January. Members joining during the latter half of the calendar year are obliged to pay only half the annual subscription to make them financial until December 31 of that year.

**

new, in line
with current
practice

(d) A joining fee, as determined at the Annual General Meeting, shall be payable by all members in the first year of joining the Association.

*

revised from
60 days

(e) Any member who fails to pay subscriptions within thirty days of the due date shall forfeit all rights as a member of the Association.

10

8. Voting Rights

**

new

(a) Full voting rights shall only be given to members joining the Association under the following categories; General Member; Student Member; Pensioner Member; Family Member; and to all Honorary Members and Honorary Life Members.

**

new

(b) Family Members under the age of 18 years, Junior Members and Affiliate Members shall not be entitled to vote.

**

new

(c) There shall be no right of proxy vote.

8

9. Meetings

(a) Committee

old (e)

i The Hon. Secretary shall call not less than nine (9) Committee meetings per annum, to be held as and when required.

old (h)

ii Any Committee Member who is absent from three (3) consecutive Committee Meetings shall be deemed to have resigned unless adequate reasons have been submitted to the Committee.

*

(b) General

old (a)

Hon. is new

i The Annual General Meeting shall be held in November of each year at such time and place as the Committee may decide; the Hon. Secretary shall give at least fourteen (14) days notice to all members of the time and place of the meeting.

old (b)

ii In the event of the Annual General Meeting not being held by November 30 in any year, any five (5) members of the Association shall have power to call and convene an Annual General Meeting.

old (c)

iii The Committee shall have power to call General Meetings at such time and place as they shall think fit.

old (d)

iv Any five (5) voting members may, on requisition in writing, require the Hon. Secretary to convene a Special General Meeting for the purpose of considering any special business. The Hon. Secretary shall call a Special General Meeting to be held within fourteen (14) days of receiving such a requisition and shall at least seven (7) days before the time set for such meeting notify all members of the time and place thereof. In the event of the Hon. Secretary failing to call such a meeting, the members making such requisition shall have power to call a Special General Meeting.

9

10. Election of Committee Members

**

change from
Office Bearers
in line with
current practice

(a) Nominations for Committee Members will be received by the Hon. Secretary up to and on the day of the Annual General Meeting. All nominations shall have a proposer and seconder, and shall be announced at the Annual General Meeting.

**

new

(b) Nominees, proposers and seconds shall be voting members of the Association. Where more than the required number of nominations have been received for any position(s) the method of election shall be by ballot.

11

11. Quorum

old (a)

(a) Quorum to be no less than four (4) at Committee Meetings

* "Voting" new
rest old (b)

(b) Quorum to be no less than six (6) Voting Members or ten (10) percent of voting membership at any General Meeting, whichever is the greater.

**

old (c)
notice of
meeting revised

(c) In the event of there being no quorum present for any meeting of the Association fifteen (15) minutes after the time appointed for that meeting, the meeting shall be automatically reconvened to the same time, day and place in the next week. Provided that notice of the re-convened meeting is circulated within 24 hours, the re-convened meeting shall be a valid meeting whether a quorum is present or not.

13

12. Changes to the Constitution* Alterations
replaced with
Changes

(a) No change can be made to the Constitution except at an Annual General Meeting or a Special General Meeting convened for the purpose. All new changes shall require a two-thirds (2/3) majority of the voting members present at that meeting.

*

extended from
three weeks

(b) Notice of motion for Constitutional changes shall be posted to members addresses at least fourteen (14) days prior to the Annual General Meeting or Special General Meeting convened for the purpose. All notices of motion shall have a proposer and seconder and be in the hands of the Hon. Secretary one (1) calendar month prior to the Annual General Meeting or Special General Meeting.

16

13. Acceptance for Membership

The Committee shall be empowered to refuse membership to any person without offering a reason to that person. Application for membership must receive the approval of the Committee before admission can be granted.

17

14. Termination of Membership* change title
from Discipline,
unsuitability
added

The Committee at any meeting shall be empowered to deal with any reports of misconduct or unsuitability and to terminate a membership if the evidence submitted proves that a member has behaved in a manner likely to be detrimental to the Association. All correspondence connected with the matter shall be tabled at such a meeting.

18

15. Responsibilities of Membership

* By-Laws added

Membership of the Association implies acceptance of this Constitution and the By-laws.

12

16. Patrons of the Association

The Committee has the power to nominate patrons of the Association, to be approved by a General Meeting.

15

17. Address of the Association* "Headquarters"
removed

The Association shall have an address in or near Perth, Western Australia, as agreed by the Committee, and as stated at every Annual General Meeting.

19

18. The Common Seal

The Hon. Secretary shall have custody of the Common Seal of the Association and the same shall be affixed to all necessary instruments in the presence of two (2) persons as authorised hereafter and records shall be kept of all documents and instruments to which the seal is affixed. The President and the Hon. Secretary are authorised to use the Common Seal on behalf of the Association.

19. The Auditor

(a) The Committee shall appoint an Auditor or Auditors annually and shall fix the remuneration (if any) to be paid to such Auditor or Auditors.

* change in wording only

(b) No Committee Member of the Association shall be eligible to be appointed as Auditor of the Association.

20. Winding Up

** clarified to proceed in order of preference. General meeting to make final decision

In the event of the Association proceeding, either voluntarily or otherwise, into liquidation, the balance of the assets of the Association shall, after the payment of all outstanding debts, be donated to a body or bodies with objects similar to those of the Association. If no such body exists the balance of assets shall be donated to a charity. The allocation of all surplus assets shall be determined by a Special General Meeting convened for that purpose.

ONE

To update the constitution and bring it into line with the present operating procedure of the Association.

For example: - Under the present constitution fees are payable annually in June not January as currently practice.

TWO

To have a clear, well defined set of objectives for the Association.

For example: - The present constitution does not emphasise our main activity of cycle touring.

THREE

To review and legally tie together the operating procedure of the club.

For example: - Giving the committee powers to make by-laws.
- Updating the types of membership and their respective voting rights.

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To have a more logical, easy to read document.

For example: - Moving the objectives of the constitution from the end of the document to the beginning.
- Changing the order of the paragraphs so that the constitution, its powers, the election of office bearers and by whom etc. is a logical series of events.

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To correct errors in grammar and terminology.

For example: - Our official name is "The Cycle Touring Association of W.A. (Inc)" therefore all correspondence should refer to "the Association" and not "the club".

Most of these aims have seen many minor changes to some sections, and a few and a lot of changes to the order of paragraphs.

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