

**CONSTITUTION**

**of the**

**MOTORCYCLE RIDERS' ASSOCIATION**

**of**

**SOUTH AUSTRALIA INC.**

**amended at the MRA Annual General Meeting**

**held 24 September 2007**

## **1. NAME AND IDENTIFICATION**

(a) NAME : The name of the Association shall be the Motorcycle Riders' Association of South Australia Incorporated hereafter called the MRASA.

(b) LOGO : Black & white uniform for flags, banners, patches, members' badges, signs and stationery.

(c) CLOTHING : Any colour combination.

## **2. OBJECTS**

The aims of the MRASA are as follows:-

(a) To provide a link between motorcyclists, government, other authorities and the general public.

(b) To support other motorcycling bodies that work for the betterment of motorcycling.

(c) To work for improved road safety.

(d) To promote responsible and safe motorcycling.

(e) To work for fair and sensible laws which protect motorcyclists' safety on the roads.

(f) To promote, organise, manage and implement events and activities to further these objects for the enjoyment of motorcycling.

## **3. DEFINITIONS**

In this Constitution:-

MRASA means the Motorcycle Riders' Association of South Australia Incorporated.

The Committee means the Committee of up to 20 members elected at the Annual General meeting or subsequently appointed by the Committee to fill vacancies.

The Secretary means the Secretary of the MRASA.

The Treasurer means the Treasurer of the MRASA.

Membership means the Membership of the MRASA.

Executive Committee means the committee made up of the President, Vice President, Secretary and Treasurer.

Words importing the masculine gender only, include the feminine gender also.

## **4. MEMBERSHIP**

(a) Any person who has an interest in the aims of the MRASA is eligible for membership. There is no requirement for such a person to own a motorcycle.

All new membership applications are to be presented to the Committee of the MRASA for confirmation. The Committee may refuse any application for membership on grounds previously set by Regulation. Notwithstanding the above, the Committee will consider all appeals against refusal of membership.

(b) Memberships offered - Single, Family (which will include the applicant, their spouse and any children under 18. Minors will be ineligible to vote at any meetings and will not be able to hold a position on committees) and Life Memberships - as may be determined by a vote of a General meeting of members.

(c) The names or titles or logos are considered the property of the MRASA and may not be used without written permission of the MRASA Committee.

(d) MRASA cloth patches, although sold to members shall remain the property of the MRASA.

(e) Any member who in the opinion of the Committee has, or is, acting in a manner detrimental to the MRASA shall be expelled from membership of the MRASA. Such action is to be decided upon by a two thirds vote of the members present at the meeting. Membership fee is to be forfeited to the MRASA. All cloth badges are to be surrendered to the MRASA for the full original purchase price. No member shall be thus expelled until the Committee has determined that the Regulations pertaining to the expulsion of members have been fully and properly carried out.

(f) Membership in the MRASA is open to individuals and families only.

## **5. SUBSCRIPTIONS**

(a) Membership subscriptions are paid for a 12 month, 2 year or 3 year period and will be paid into the Account of the MRASA.

(b) Membership subscriptions are to be reviewed annually by the MRASA Committee.

## **6. OFFICE BEARERS:**

The Office bearers shall be:-

- (a) President
- (b) Vice President
- (c) Secretary
- (d) Treasurer
- (e) Magazine Editor
- (f) Publicity Officer
- (g) Membership Secretary
- (h) Minutes Secretary
- (i) Stock Control Officer
- (j) Sub-Committee Representatives
- (k) Register Liaison Officer
- (l) Road Safety Officer
- (m) Webmaster
- (n) Public Officer
- (o) requisite number of General Committee members to bring the total Committee positions to 20.

## **7. SECRETARY**

The Secretary shall, subject to the provision of the Constitution, convene all meetings and MRASA conferences. The Secretary shall conduct the correspondence of the MRASA. He shall be an ex-officio member of all committees. He shall maintain contact with the bodies with which the MRASA is affiliated and as directed by the Committee and shall inform the MRASA of all matters relating to such bodies.

## **8. TREASURER**

The Treasurer shall keep account of the funds and the properties of the MRASA and all receipts and payments on account of the MRASA. He shall, in each year, prepare a Balance Sheet and Statement of Accounts, and shall submit the same, in person or by duly appointed proxy, duly audited, to the Annual General Meeting in each year. He shall receive reports of all matters regarding MRASA finances discussed at meetings of MRASA Committees.

## **9. MINUTES SECRETARY**

Shall take proper minutes of the proceedings; of Committee and General meetings and shall circulate a copy of the minutes to the Office Bearers.

## **10. AUDITOR**

The Auditor for the MRASA shall be nominated at each Annual General Meeting.

## **11. ELECTION OF OFFICE BEARERS**

(a) All members of the MRASA Committee shall be elected at each Annual General Meeting except as allowed for in clause 22 subsection (c).

(b) Nominations for the Committee shall be made in writing to the Secretary prior to the start of the Annual General Meeting or to a Committee meeting as required to fill vacancies.

(c) Persons nominating and being nominated for any Committee position must be a financial member of the MRASA will be required to provide proof of membership.

(d) Officers of the MRASA shall be elected for a twelve month period at the Annual General Meeting, which will be held in February of each year and shall be convened in writing with at least twenty-one (21) days notice given to every member.

(e) Any Committee member being absent from three (3) consecutive Committee meetings without reasonable excuse may be required to forfeit his position on the Committee as allowed for in the Regulations.

(f) Returning Officer - to be elected on the night of the Annual General Meeting and may not stand for an Executive position.

(g) The Committee may make appointments between Annual General Meetings to fill any vacant positions on the Committee.

(h) Any committee member may resign his position at any time by writing to the Secretary giving at least 14 days notice of relinquishing his position.

## **12. MANAGEMENT OF THE AFFAIRS OF THE MRASA**

The government of the MRASA is vested in the Committee of the MRASA, and at such times when the Committee is unable to meet or regarding day to day matters, in the Executive Committee. The MRASA Committee shall be guided by members meeting in General Committee and may be directed by the Annual General Meeting.

## **13. POWERS OF THE ASSOCIATION AND COMMITTEE**

### **(a) POWERS OF THE ASSOCIATION**

For the purposes of carrying out its objects, the MRASA Inc. shall, subject to the Act and its rules:

- (i) acquire, hold, deal with and dispose of, any real or personal property; and
- (ii) administer any property on trust; and
- (iii) open and operate ADI (Authorised Deposit Taking Institution) accounts; and
- (iv) invest its moneys –
  - in any security in which trust moneys may, by Act of Parliament, be invested; or
  - in any other manner authorised by the rules of the Association; and
- (v) borrow money upon such terms and conditions as the MRASA Inc. thinks fit; and
- (vi) give such security for the discharge of liabilities incurred by the MRASA Inc as it sees fit; and
- (vii) appoint agents to transact any business of the MRASA Inc. on its behalf; and
- (viii) enter into any other contract it considers necessary or desirable.

### **(b) POWERS OF THE COMMITTEE**

The Committee shall have the following specific powers in addition to such others as are specified elsewhere in these rules:

- (i) To adopt such measures as from time to time it appears proper for the purposes of giving effect to the purposes, aims or objects of the MRASA.
- (ii) To consider, and where necessary, authorise expenditure and payment of accounts properly incurred by the MRASA.
- (iii) To consider and resolve claims and demands made on the MRASA.
- (iv) To have power to create and dissolve sub-committees and power to co-opt members to such sub-committees.

## **14. MEETINGS**

(a) The Annual General Meeting shall be held in February of each year.

(b) In all Committee and General meetings the President shall preside; should the President be absent the chair shall be taken by the Vice President; ; should both be absent a Chairperson shall be elected from those present.

(c) General and Committee meetings shall be called at any time by the Secretary, upon authority of the President.

(d) The Executive Committee may meet at any time and shall be convened at the discretion of the President.

(e) The Secretary shall give at least 21 days notice in respect of Annual General Meetings, and at least 14 days notice in respect of General and Extraordinary General Meetings.

(f) An Extraordinary General Meeting shall be called by the Secretary upon the requisition made in writing and signed by no fewer than 15 members of the MRASA and within 28 days of the receipt of such a requisition by the Secretary. Where special emergency circumstances exist the foregoing length of notice may be dispensed with by the Executive Committee in the case of Extraordinary General Meetings.

(g) All notices of meetings, or other business in connection with the MRASA shall be deemed to be duly sent to the members by the secretary, posting same by prepaid letter to the members at the last known address and/or by Association magazine, and by notice on the MRA website.

(h) The MRASA Inc will hold two General Meeting per year.

## **15. QUORUM**

A quorum for a General Meeting shall be 5 and for a Committee Meeting shall be 5 and Executive Committee 3. If within an hour of the time appointed for the meeting a quorum is not present the meeting, if convened upon the requisition of members, shall be dissolved. In the case of Annual General Meetings and Extraordinary General Meetings it shall stand adjourned to the same day in the next week at the same time and place and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting the members present shall be a quorum.

## **16. VOTING**

(a) On a show of hands every member eligible and entitled to vote shall have one vote.

(b) Any member has the right to call for a secret ballot of any vote being conducted at a General, Annual General or Extraordinary General Meeting.

(c) A simple majority of votes will decide a motion except where these rules require a Special Resolution.

(d) A member unable to be present and entitled to vote on any matter on the agenda may:

(i) communicate his vote in writing to be in the Secretary's hands prior to the starting time of the meeting, or

(ii) communicate his vote in writing via a proxy upon the presentation of written authorisation to the Secretary or the meeting chairperson. In order to be valid the proxy must be presented before any vote pertinent to the proxy is made.

## **17. FINANCE**

(a) The financial year of the MRA Inc. of SA shall terminate on the 31<sup>st</sup> December each year.

(b) The funds of the MRASA shall be banked in the name of the MRASA Inc. and in the case of sub-branches followed by the Register name.

(c) Signatories of the MRASA cheques account and all other financial and contractual articles shall be any two of the following:

- (1) President
- (2) Vice President
- (3) Treasurer
- (4) Secretary

(d) The income and property of the MRASA wheresoever derived shall be applied solely towards the promotion of the objects of the MRASA 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 the members of the MRASA provided that nothing herein shall prevent the payment in good faith or remuneration to any officer or servant of the MRASA or any member of the MRASA in return for services actually rendered to the MRASA or reasonable and proper rent for premises let by any member to the MRASA.

(e) The Registers shall operate financially independent of the Main Branch

### **18. ALTERATIONS TO THE CONSTITUTION**

Notice of a Special Resolution of proposed change/s of Constitution may be given at any General meeting. Members are to be notified by prepaid letter and/or Association Magazine. The proposed change/s shall be voted on at the next Annual General Meeting or Extraordinary Meeting held no later than 3 months after notification and a seventy-five percent majority of those financial members present and voting shall decide the motion or motions put.

### **19. BOOK INSPECTION**

The financial records of the MRASA shall be open for inspection at any meeting of the MRASA Inc by any member, on such member giving 7 days notice in writing to the Secretary, requiring their production.

### **20. DISSOLUTION**

In the event of the MRASA being disbanded, the assets and properties after payment of all just debts and liabilities shall not be distributed to members but shall be distributed to an organisation with similar objectives and/or to a fund or funds exclusively for charitable purposes.

### **21. SUB-BRANCHES**

(a) At the discretion of the Committee a sub-branch, known as a Register, may be established if the occasion warrants such action. The Register shall be known as MRASA Inc. "Register Name".

(b) Registers shall forward such monies, as collected from Membership Fees, to the main branch of the MRASA.

(c) Finance for the initial operations of the Registers shall be provided by the main branch by means of an Establishment Loan.

(d) If a Register collapses all assets and properties, after all just debts and liabilities have been paid, shall be forwarded to the main branch together with all books and records of the Register.

### **22. SUBCOMMITTEES**

(a) The Committee of the MRASA will from time to time establish sub-committees of a occasional or permanent nature to forward the interests of the MRASA and its members.

(b) The permanent sub-committees of the MRASA are recognised as being ;

- (i) The Toy Run Committee
- (ii) The SAMRATS (South Australian Motorcycle Riders' Association Touring Squad).
- (iii) The 4Bs (The Bent and Buckled Bikers Brigade)
- (iv) The SAS (South Australian Scooter Club)

These Committees shall act independently of the MRASA Committee while being answerable in all matters of their operations to the Committee and shall provide the Committee with regular reports regarding their operations. The Committee will make Regulations regarding the operations of the permanent sub-committees

(c) Each subcommittees shall annually or as required elect a Coordinator who will manage the activities of the subcommittee and be an ex officio representative of the subcommittee on the MRA Committee.

(d) Occasional sub-committees will be approved by the Committee as needed and will operate under the direction of the MRASA Committee reporting to it as required by the Committee.