



CONSTITUTION

Updated 30TH September 2023

PART I - Preliminary

1. Name

- 1.1. The name of the BUG is St George Bicycle Users Group Inc. hereinafter referred to as the BUG.

2. Objects

- 2.1. The objects of the BUG are:
 - 2.1.1. To foster and encourage non-competitive bicycling as a sport, recreation and means of transport.
 - 2.1.2. To organise and participate in events involving bicycling;
 - 2.1.3. To promote and advocate bicycling as a sport, recreation and means of transport.
 - 2.1.4. To promote and support healthy and charitable activities within the local area with the agreement of members by resolution at a general meeting.

3. Incorporation and Affiliation

- 3.1. To further its objectives the BUG:
 - 3.1.1. Shall be registered as an Incorporated Association under the Associations Incorporation Act, 1984;
 - 3.1.2. May affiliate with another organisation provided such organisation is an incorporated body.

4. Definitions

- 4.1. Ride means an event listed in the BUG program involving the riding of a bicycle.

PART II - Membership

5. Classes of Membership

- 5.1. There are three classes of membership:
 - 5.1.1. Full Membership;
 - 5.1.2. Temporary Membership;
 - 5.1.3. Associate Membership

6. Membership Qualifications

- 6.1. A person is qualified to be a member if he or she accepts the objects and constitution of the BUG and
 - 6.1.1. Has attained the age of 18 years (children under the age of 18 must be accompanied by a Full Member), and
 - 6.1.2. In the case of a person seeking Full membership, has satisfactorily completed a ride as a Temporary Member within the month prior to submitting a membership application;

- 6.1.3. An Associate Member is a person who seeks membership, satisfying Section 6.1.1. above but does not wish to participate in any rides.
- 6.1.4. In the case of a person seeking Temporary membership, has complied with Section 8 (Temporary Membership).

7. Application for Membership

- 7.1. A person seeking Full or Associate membership shall apply in writing through the Secretary;
- 7.2. A person seeking Temporary membership shall comply with Section 8 (Temporary Membership).

8. Temporary Membership

- 8.1. Temporary membership is open to any person who has attained the age of 18 years who is not a Full Member of the BUG but who wishes to participate in a particular ride.
- 8.2. Application for Temporary membership shall be made to the leader of the ride in which the applicant wishes to participate.
- 8.3. Upon the applicant's completion of a Temporary Membership Application the leader of the ride may confer Temporary membership for the duration of the desired ride but is not required to do so.
- 8.4. A person may not participate in more than three rides as a Temporary Member.

9. Membership Year

- 9.1. The membership year runs from 1 July to 30 June for all members unless their membership fee is paid through their Cycling NSW membership, in which case it reflects their Cycling NSW membership year.

10. Membership Fees and Subscriptions

- 10.1. The Annual General Meeting shall resolve upon a set of membership fees for each class of membership.
- 10.2. A person shall confirm his or her membership or continuing membership of the BUG by the payment of the membership fee appropriate to his or her class of membership.
- 10.3. Membership fees are due at the beginning of the membership year
- 10.4. A person who joins the BUG for the first time within six months of the end of the current membership year is only liable for fifty percent of the membership fee for the year in which they join .

11. Membership Register

- 11.1. The Public Officer shall maintain a Register of Members of the BUG specifying the class of each person's membership, the date on which that person was admitted to that class, together with his or her name and address;
- 11.2. The Register of Members shall be kept at the residence of the Public Officer and shall be open for inspection, free of charge, by any member at any reasonable hour;

11.3. In the case of Temporary Members, the Temporary Membership Application shall constitute the Register entry.

12. Membership Entitlements

12.1. All members are entitled to attend General Meetings of the BUG but only Full Members are entitled to vote.

12.2. Only Full and Temporary Members may participate in BUG rides.

13. Members Liabilities

13.1. The liability of a member to contribute towards the payment of the debts and liabilities of the BUG or the costs, charges and expenses of the winding up of the BUG is limited to the amount, if any, unpaid by the member in respect of membership of the BUG.

14. Internal Disputes

14.1. Members are encouraged to resolve disputes with other members (in their capacity as members) without involving further members.

14.2. An unresolved dispute between members (in their capacity as members) shall come before the Committee for resolution.

14.3. In the event that the Committee is unable to resolve the dispute the matter shall be referred to a community justice centre for mediation in accordance with the Community Justice Centres Act, 1983.

14.4. A member is individually responsible for his or her own costs in any dispute resolution under this section.

15. Cessation of Membership and Saving Provision

15.1. A person ceases to be a member of the BUG if that person:

15.1.1. Fails to pay his or her membership fee in full within 90 days of the annual membership due notice being issued that applies to that type of member,

15.1.2. Resigns,

15.1.3. Is expelled.

15.2. Provided that a Full Member whose membership fee is in arrears for no more than three months may be readmitted to Full membership on payment of the outstanding fee.

16. Discipline of Members

16.1. Members are reminded that cycling is a dangerous recreational activity involving significant risk of physical harm and death. To minimise the risk of injury and danger to both BUG members and the public:

16.2. The Committee may counsel or discipline any member whose riding or other conduct the Committee considers likely to:

16.2.1. endanger BUG members or members of the public;

16.2.2. disrupt the amenity of BUG members;

16.2.3. encroach on the rights of BUG members to participate in BUG activities in safety.

16.3. Such discipline may include expulsion from the BUG or handing the matter over to law enforcement authorities.

17. Right of Appeal

17.1. A member may appeal to a General Meeting against a resolution of the Committee made under Section 16 (Discipline of Members) and in the event that the member is still not satisfied the matter may be referred to a community justice centre for mediation in accordance with the Community Justice Centres Act, 1983.

17.2. A member is individually responsible for his or her own costs in any dispute resolution under this rule.

PART III - Management

18. Office Bearers

18.1. The Officers of the BUG are:

18.1.1. President;

18.1.2. Vice-President;

18.1.3. Secretary;

18.1.4. Treasurer; and

18.1.5. Ride Coordinator.

19. Qualifications.

19.1. Only Full Members are qualified for election as an Officer;

19.2. A person elected President or Vice-President is not qualified for election as either Secretary or Treasurer in the same term of office;

19.3. A person elected Secretary may also be elected Treasurer in the same term of office.

20. President

20.1. It is the duty of the President to organise the BUG members, office bearers and activities:

20.1.1. Chair all committee, general and annual general meetings;

20.1.2. Be a primary public contact for the BUG and lead advocacy activities on behalf of the BUG, maintaining a consistent and considered position on relevant matters; and

20.1.3. Ensure members receive timely information regarding the activities and matters relating to the BUG.

20.2. The President is responsible for ensuring:

20.2.1. The organisation is run in line with its stated 'Objectives';

20.2.2. Internal controls are robust and secure;

20.2.3. BUG members will conduct themselves with professionalism, integrity, respect and courtesy;

- 20.2.4. The BUG Website, Facebook and social media sites are maintained with timely and relevant information, enhancing the visibility of the BUG; and
- 20.2.5. Official records of the BUG are retained securely and relevant to a financial reporting year, accessible by all Office Bearers.

21. Vice-President

- 21.1. It is the duty of the Vice-President of the BUG members to:
 - 21.1.1. Support the efficient operation of the BUG by acting as designate on all matters (when required) on behalf of the President.
- 21.2. The President is responsible for ensuring:
 - 21.2.1. The organisation is run in line with its stated 'Objectives';
 - 21.2.2. Internal controls are robust and secure;
 - 21.2.3. BUG members will conduct themselves with professionalism, integrity, respect and courtesy;
 - 21.2.4. The BUG Website, Facebook and social media sites are maintained with timely and relevant information, enhancing the visibility of the BUG; and
 - 21.2.5. Official records of the BUG are retained securely and relevant to a financial reporting year, accessible by all Office Bearers.

22. Secretary

- 22.1. The Secretary of the BUG must, as soon as practicable after being appointed as secretary, lodge notice with the BUG of his or her address.
- 22.2. It is the duty of the Secretary to keep minutes of:
 - 22.2.1. All appointments of office-bearers and members of the committee;
 - 22.2.2. The names of members of the committee present at a committee meeting or a general meeting;
 - 22.2.3. All proceedings at committee meetings and general meetings; and
 - 22.2.4. Ensure minutes of proceedings of a meeting are formally tabled and accepted as a 'true and correct version' by at least a majority of the committee at the next succeeding meeting.

23. Treasurer

- 23.1. It is the duty of the Treasurer of the BUG to ensure:
 - 23.1.1. That all money due to the BUG is collected and received and that all payments authorised by the BUG are made;
 - 23.1.2. That correct books and accounts are kept showing the financial affairs of the BUG, including full details of all receipts and expenditure connected with the activities of the BUG; and
 - 23.1.3. Financial practices, operations and reporting are in accordance with relevant legal requirements and optimised wherever possible.
- 23.2. The Treasurer is responsible for the BUG membership register:
 - 23.2.1. responding to notification of new and renewing members;
 - 23.2.2. Maintaining an accurate member register and ensure renewals are received in a timely manner; and

- 23.2.3. Updating the committee regarding as to new members and matters raised by existing members.
- 23.3. The Treasurer is also the elected Public Officer:
 - 23.3.1. Ensuring all legal requirements as required by the NSW Office of Fair-Trading and statutory bodies are undertaken in a timely manner.

24. Ride Coordinator

- 24.1. It is the duty of the Ride Coordinator of the BUG to ensure:
 - 24.1.1. Compile a monthly ride calendar that delivers a cross-selection of rides appealing to various age, fitness and experience levels, led by trained leaders;
 - 24.1.2. Publish, maintain and update the ride calendar on the BUG Website in a timely manner;
 - 24.1.3. Periodically review and identify training opportunities to enhance the skills, experience, safety and enjoyment of BUG members;
 - 24.1.4. Develop, implement and maintain a training program that improves the competence of BUG ride leaders; and
 - 24.1.5. Maintain a BUG ride library, publicly available for all members.

25. Election

- 25.1. Officers shall be nominated and elected at the Annual General Meeting;
- 25.2. All positions, including those for which there is only one candidate, shall be filled by vote and each candidate shall obtain at least a simple majority vote of those members entitled to vote who are present and voting in order to be elected;
- 25.3. There is no provision for proxy voting.

26. Term of Office

- 26.1. Each Officer shall hold office from the conclusion of the Annual General Meeting at which they were elected until the conclusion of the Annual General Meeting following their election.
- 26.2. No person shall hold the same office for more than three consecutive years.

27. Casual Vacancies.

- 27.1. A casual vacancy occurs when an Officer:
 - 27.1.1. dies;
 - 27.1.2. ceases to be a Full Member of the BUG;
 - 27.1.3. resigns by notice in writing to the secretary;
 - 27.1.4. is dismissed by Special Resolution of a General Meeting; or
 - 27.1.5. when no person is elected to that position.
- 27.2. Casual vacancies shall be filled by resolution at a General Meeting by a simple majority vote of those members entitled to vote who are present and voting.

28. Committee of Management

28.1. There shall be a committee called The Committee of Management ("the Committee").

29. Membership

29.1. The Committee consists of the Officers of the BUG.

30. Dismissal of an Officer

30.1. The General Meeting may dismiss any Officer of the Committee by Special Resolution before the expiration of that officer's term of office.

31. Powers

31.1. Subject to any resolution passed by a General Meeting, the Committee shall control and manage the affairs of the BUG.

32. Meetings and Quorum

32.1. The Committee shall meet at least three times per year at times, dates and places fixed by the President in consultation with the other committee members;

32.2. A quorum at Committee meetings shall be three Officers.

32.3. Notice of committee meetings shall be given by the Secretary to each committee member at least 48 hours prior to the time appointed for holding the meeting;

32.4. Unless otherwise resolved by the committee, the President or Vice-President shall chair all committee meetings.

33. Voting

33.1. All resolutions of the committee shall be decided by a simple majority vote of committee members present and voting;

33.2. There shall be no provision for proxy voting;

34. Public Officer

34.1. The Committee shall appoint one of its number as Public Officer. The Public Officer shall maintain and hold a Register of Committee Members and a Register of Members.

35. Custody of Minutes and Correspondence

35.1. The Secretary shall have custody of the Minute Book and any correspondence relating to BUG affairs, including membership applications.

36. Custody of Books

36.1. The Treasurer shall have custody of the financial records and cheque book of the BUG.

37. Annual General Meeting

37.1. An Annual General Meeting shall be held within five months of the end of the financial year at a time, place and date fixed by the Committee.

37.2. The business of the Annual General Meeting shall include:

- 37.2.1. confirmation of the minutes of the last Annual General Meeting;
- 37.2.2. a report from the Committee on the BUG's activities during the past financial year;
- 37.2.3. consideration of a statement from the Treasurer which gives a true and fair view of:
 - 37.2.3.1. the income and expenditure of the BUG during its last financial year;
 - 37.2.3.2. the assets and liabilities of the BUG as at the end of the last financial year;
 - 37.2.3.3. any other matters required by Section 26(6) of the Associations Incorporation Act, 1984;
- 37.2.4. the adoption of membership fees for the forthcoming year;
- 37.2.5. the election of Officers bearers.

38. Notice of Meeting

- 38.1. Except if the nature of the business requires a Special Resolution, the secretary shall ensure that at least 21 days' notice is given to each Full Member specifying the place, date and time of each General Meeting.

39. Special Resolutions

- 39.1. Any resolution to:
 - 39.1.1. change the name, objects or rules of the BUG;
 - 39.1.2. voluntarily wind up, cancel or amalgamate the BUG with another incorporated association;
 - 39.1.3. dismiss an Officer, Committee member or to expel a BUG member shall be a Special Resolution.
- 39.2. A Special Resolution shall only be considered at a General Meeting and the secretary shall ensure that:
 - 39.2.1. at least 21 days' notice is given of the meeting, and that
 - 39.2.2. the notice specifies an intention to propose a Special Resolution.

40. Chairperson

- 40.1. Unless otherwise resolved by the Committee, the President or Vice-President shall chair all general meetings of the BUG.

41. Resolutions

- 41.1. Only Full Members who are personally present at a general meeting may move, second or speak to motions.

42. Notices of Motion

- 42.1. Any Full Member may give notice of an intention to move a particular motion at the next general meeting.
- 42.2. A written notice of the precise motion to be proposed must be delivered to the Secretary by the intended proposer at least 21 days prior to the meeting date unless the motion would require a Special Resolution, in which case the notice must be delivered at least 28 days prior to the meeting date.

43. Quorum

- 43.1. A quorum at a General Meeting is five Full Members, of which at least two must not be officer bearers.
- 43.2. No business shall be conducted in the absence of a quorum.

44. Voting

- 44.1. Only fully paid-up Full Members are entitled to vote at general meetings.
- 44.2. All resolutions with the exception of Special Resolutions shall require a simple majority vote of members entitled to vote who are present and voting.
- 44.3. Special Resolutions shall require the vote of three-quarters of members entitled to vote who are present and voting;
- 44.4. Each member entitled to vote has one vote only.
- 44.5. The chairperson may require a show of hands and any Full Member may request that the resolution require a show of hands.
- 44.6. There shall be no provision for proxy voting.
- 44.7. In the event of a tied vote the Chairperson has a casting vote.

PART IV - Financial

45. Financial Year

- 45.1. The financial year of the BUG shall run from 1 July to 30 June.

46. Bank Account

- 46.1. The BUG shall maintain a bank account and all money received by the BUG shall be deposited as soon as practicable and without deduction to the credit of that account.

47. Signatories

- 47.1. All committee members shall be registered as signatories to the bank account and all must be by any two of those.
- 47.2. Signatories may only approve transactions which are complete in all other respects.

48. Not-for-Profit

- 48.1. The assets and income of the BUG shall be applied solely in furtherance of its above-mentioned objectives and no portion shall be distributed directly or indirectly to the members of the BUG except as bona fide compensation for expenses incurred on behalf of the BUG.

49. Dissolution

- 49.1. In the event of the BUG being dissolved, the amount that remains after such dissolution and the satisfaction of all debts and liabilities shall be transferred to another organisation with similar purposes which is not carried on for the profit or gain of its individual members.

50. Insurance

50.1. The BUG may affect and maintain insurance for the BUG.

PART V - Rides and Safety

51. Pets

51.1. Pets and other animals are not permitted on BUG rides.

52. Equipment

52.1. Except in exceptional circumstances and with the permission of the Committee, no vehicle other than a bicycle shall be ridden on BUG rides.

52.2. No bicycle shall be ridden on a BUG ride unless it is fitted with all equipment required by state and national legislation.

53. Riding Rules

53.1. All participants in BUG Rides shall ride in a manner that does not endanger themselves, other ride participants or members of the public.

53.2. The Committee may make a set of rules known as the Riding Rules.

53.3. The Riding Rules shall be obeyed by all participants in BUG rides and members infringing the Riding Rules may be disciplined or expelled under the same procedure prescribed in Section 16 (Discipline of Members).

54. Road Rules

54.1. All participants in BUG Rides shall abide by the rules of the road and the traffic code as they apply to cyclists.

55. Insurance

55.1. St George BUG encourages all members to effect appropriate personal accident and public liability insurance.

PART VI - Changes to the Constitution

56. Amendment

56.1. This constitution, including the Objectives, may only be amended, added to or rescinded by Special Resolution at a General Meeting.

57. Model Rules

57.1. The model rules developed by the Office of Fair Trading shall form part of this constitution in respect of any matter for which the model rules make provision but this constitution does not make provision.