

Audax Australia Cycling Club Inc

Constitutional amendments AGM 2019

Notice of Special Resolution

New Audax Australia Cycling Club Inc Constitution, Annual General Meeting 7 February 2019, 8pm AEST held by online conference.

In addition to the ordinary business of the AGM, Members will be asked to approve as a special resolution:

Special Resolution: New Constitution: That Audax Australia Cycling Club Inc replace the existing Constitution of Audax Australia Cycling Club Inc with the new Audax Australia Cycling Club Inc Constitution attached to this notice of meeting, with the adoption of the new Constitution to take effect from such date as Consumer Affairs Victoria approves the new Constitution.”

Information to Members

Audax Australia Cycling Club Inc will be presenting a new Constitution for approval at the 2019 Annual General Meeting. Some amendments to our current Constitution are necessary to ensure compliance with the *Associations Incorporation Reform Act 2012 (Act)*; some further minor amendments are proposed.

The new Constitution is attached to this notice of meeting for your perusal.

In summary, the main changes to ensure compliance are:

- Insert the “Family Membership” category of members which currently resides in the AA Regulations but which should be in the Constitution (clause 6)
- Clarify the provision for members to have access to, and be able to inspect the (Membership) register (clause 8.2)
- Amend the provisions for members to have access to, and to be able to obtain copies of, minutes of general meetings of the Association, including financial statements (clause 33) and
- Amend the right of access by members to minutes of the meetings of the National Committee, including any terms and conditions subject to which access may be granted (clause 33).

Other minor changes are:

- Change reference to “event” throughout to “ride” in recognition of the volunteer and amateur nature of the activities conducted by AA
- Add reference to “her” and “she” where “his”, “he” and “him” appear
- Delete purpose clause 2(r) to establish education programs about implementation of the AA rules
- Clarify that Family Membership may have one vote per adult member up to two votes maximum (Clause 6.3(d) (then in the Regulations, now in the Constitution)
- Implement a previous National Committee decision to allow rolling memberships and terms of membership other than one year (Clause 6.6)
- Clarify the ability for the National Committee to make electronic resolutions by majority (clause 21.3(c))

The new Constitution will come into effect when the Constitution is lodged by the National Committee with Consumer Affairs Victoria and it is approved by them.

The Committee considers that adopting the new Constitution will provide greater clarity and certainty around governance issues and unanimously recommends that the Members vote in favour of the resolution.

Should you have any questions about the new Constitution please contact Kerri-Ann Smith, Vice-President, Audax Australia on vicepresident@audax.org.au in order to resolve any issues prior to the meeting.