

**CONSTITUTION OF
THE VICTORIAN RIDE ON
LAWN MOWER RACING
ASSOCIATION**

INC No. A0058773N

(VICMOW)

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SECTION 1: THE ASSOCIATION - VICTORIAN MOWER RACING ASSOCIATION INC

1. The Objectives/ Values of the Association

The objectives and values of VICMOW are:

- a) To conduct, encourage, promote and administer Ride on Lawn Mower Racing in Victoria
- b) To maintain mower racing as a low budget, family orientated sport
- c) To abide by, promulgate and enforce the rules of the association
- d) To nurture and encourage our junior members and promote sportsmanship
- e) To help raise money for the local communities in Victoria
- f) To be mindful of the moral obligation to the community when conducting races

2. Powers of the Association

The Association may:

- a) acquire, hold and dispose of real or personal property
- b) open and operate accounts with financial institutions
- c) invest it's money in any security in which trust monies may lawfully be invested
- d) raise and borrow money according to VICMOW guidelines
- e) secure the repayment of money borrowed or the payment of a debt or liability

The association may only exercise its powers to use its income and assets for the purpose of the organisation.

VICMOW is a not for profit organisation and must not distribute any surplus income or assets to its members.

3. Financial Year

The financial year of the association is each period of 12 months ending on the 31st of July.

All membership fees must be paid before being allowed to race after the 31st July.

4. Definitions

In these rules:

Association means Victorian Ride on Lawn Mower Racing Association Inc. (VICMOW)

Absolute Majority of the committee means a majority of all committee members currently holding office and entitled to vote at the time – not a majority of members present.

Associate Member means any member who has not qualified for full membership and has all the benefits of membership except voting rights.

Board of Directors means the elected members of the Board who have the power to ensure that the strategic direction, financial management and core principles of the association are upheld by the Committee of Management and all decisions are in the best interests of the association and its members.

Committee means all members who are elected to the Committee of Management and are responsible for the day to day management of the association.

Family/ Household Definition for Committee/ Board positions means immediate and extended family including spouse / partner and their respective children, siblings, aunts & uncles, nieces, nephews, cousins etc.

Family Membership means spouses/ partners and their children under 21 years from the same family.

General meeting means a meeting of all members of the association.

Management Committee means the committee who are responsible for the management of the association.

Proxy Voting means a member may authorise another member to vote on their behalf at any general meeting of the organisation. The authorising member can set down how they want to vote or authorise the member to vote on their behalf however they choose. The proxy vote must be in writing and be signed by the member.

Committee members may only authorise another committee member to vote for them at a committee meeting.

Board members may only authorise another Board member to vote for them at a Board meeting.

School Membership means any student attending the school who is participating in the school's mower racing program is covered by the school membership.

SECTION 2: MEMBERSHIP

5. Membership Eligibility

Any person who agrees to abide by the rules and principles of VICMOW is eligible to be a member of Victorian Ride on Mower Racing Association.

The association must have at least 5 members.

6. Driver Eligibility

Drivers must be approved to race by VICMOW Victorian Mower Racing Association, an approved driver is any person who:

- a) Is an approved Member of VICMOW
- b) Has been invited to race by VICMOW Committee
- c) Has been granted a day race permit, a day race permit may be granted provided an application has been made to the Secretary via email or phone by the closing date specified, prior to the race meet and VICMOW Committee has approved the application. Any racer who has not been approved prior to race day WILL NOT be eligible to compete. This is not a membership but a permit to race for one day **only**. No day permits will be issued for demonstrations
- d) Drivers under 18yrs of age must have an approved minor release form signed by their Parent or Legal Guardian and be accompanied by an adult
- e) All drivers must sign a release discharging VICMOW from liability.
- f) Drivers should conduct themselves in a professional, mature manner at all times.

Failure to do so will result in removal from the remainder of the days racing action.

If a driver feels there is an issue requiring attention, he/she will bring the issue to the Drivers Advocate in an appropriate manner for a resolution.

7. Application for Membership

To become a member of the association, a person must submit a written application to the committee, stating that they wish to become a member of VICMOW, supports the purposes of the VICMOW and agrees to comply with VICMOW rules. All communication must be directed to the committee and not via VICMOW facebook page.

Membership application may be submitted via the website or via email to secretary.

8. Consideration of the Application

The committee must decide if the application is accepted or rejected as soon as possible. This may be done via email.

The committee must notify the applicant within 14 days of receiving application.

9. New Membership

If an application is approved by the committee, the secretary must record the name and address and the date in the members register.

Once the membership has been approved by VICMOW and membership fees received, the applicant will become an associate member for a minimum period of 12 months. The committee will review the membership and either approve full membership or set a further associate member term.

10. Full Membership

Members have the right to:

- a) receive notice of general meetings and of proposed resolutions
- b) to submit items of business for consideration at a general meeting
- c) To attend, contribute and vote on resolutions

11. Associate Membership

Associate members have all the rights of full members with the exclusion of voting rights.

Associate membership may be extended past the 12 month period if you have not attended any VICMOW events or have breached VICMOW rules.

12. Junior Membership

In line with the associations Incorporation reform act 2012, any member under the age of 15 years is considered an associate member.

The parent / guardian is responsible for the behaviour of the minor both on and off the track.

13. Social Membership

All social members will become associate social members and those who have completed a probationary period of 12 months, may hold an executive or committee position and will have the right to vote while a committee member or executive member. Social membership is open to all non- racing members.

14. School Team Membership

All school team members must be students at the school.

The school team will pay one annual single membership fee and each student racing will pay a race entry fee at each meeting they attend.

15. Annual Subscription

The amount of the annual subscription will be determined at the AGM each year and will be due 31st July each year.

VICMOW may determine that any new member who joins after the start of the financial year, must pay the full annual subscription or a pro-rata subscription based on the remaining part of the financial year.

The rights of the member, including voting rights may be suspended until the subscription is paid.

16. Register of Members

The association must keep and maintain a register in which the following details shall be entered;

- a) Full name , address and date of entry as a member for each member
- b) Details of Ambulance subscription membership
- c) Where applicable, the date of termination of membership of any member

Members shall provide notice of any change of address, contact number, email address to VICMOW within one month of such change.

Having Regard to the Act, confidentiality & Privacy laws, an extract of the register, excluding address and other personal details, shall be available for inspection (not copying), upon reasonable request.

17. Effect of Membership

Members acknowledge and agree that this constitution forms a contract between each of them and VICMOW and that they are bound by this constitution and the VICMOW club rules.

18. Discontinuation of Membership

Notice of Resignation:

- a) Any fully paid member may resign/ withdraw membership from VICMOW by giving one month's notice in writing to the club. A 30 day cooling off period will take place before the resignation is final
- b) Once VICMOW receives notice of resignation of membership, it must note in the register the date the membership ceased

If no membership fees are paid for 12 months after the due date, the member will be removed from the members register and they will be required to re-apply for membership.

Any member who does not pay their membership fees, may choose to pay a social membership to keep their membership current.

A member may take leave of absence- they may do so in writing to the secretary, stating the period of their absence.

19. Forfeiture of Rights

Any person who ceases to be a member shall forfeit all rights in and claims on the association and the association's property and shall not use the property of the association, including intellectual property.

Any VICMOW records, property and documents in possession of the member shall be returned immediately.

SECTION 3: DISCIPLINARY ACTION

20. Grounds for taking disciplinary Action

The Association may take disciplinary action against a member if it is determined that the member:

- a) has failed to comply with the rules and/or
- b) refuses to support the purposes of the Association and/or
- c) has engaged in conduct prejudicial to the Association.

Actions which may result in disciplinary action include but not limited to;

- a) A conscious effort by a member to ignore or circumvent rules and/or code of conduct as defined in the association rules
- b) Verbal assault, either verbal or written toward any VICMOW committee members, family members, officials, volunteers or pit crew
- c) Persistent on track violations including but not limited to, rough driving, passing under yellow flag, failure to stop under red flag, failure to follow on track instruction
- d) Any conscious effort to undermine the integrity of VICMOW, its' members and volunteers
- e) Any conscious effort to undermine, disrupt any activities at any race meeting hosted by VICMOW
- f) Any disruptive behaviour, which in the opinion of track officials, members, volunteers or spectators, interferes with the orderly conduct of ride on lawn mower races

The driver is responsible for the conduct of his/ her guests and crew, even whilst on the race track.

Should anyone attending a VICMOW event, be found committing any act detrimental to the association, that person will be removed from the track immediately. If this

person is a guest or pit crew of a driver, further action may be taken against the driver.

21. Consideration by the Committee

All disciplinary action will be referred to the committee for consideration.

First Breach of Rules – a verbal warning will be given

Second Breach of the same rule or breach of multiple rules – A written warning will be given

Third Breach of the same rule or breach of multiple rules – will be referred to the committee for disciplinary action.

22. Decision of the Committee

The committee may:

- a) Take no further action
- b) Give the member a warning
- c) Give a grid penalty for racing rule infringements
- d) Place the member on probation
- e) Revoke full membership and set the time the member must remain an associate member
- f) Suspend the membership rights of the member for a period of time
- g) Expel the member from the association for life and ban the member from entry to any VICMOW event, not limited to, but including race track pit area, spectator area

75% of all committee members must vote in favour of expelling a member or suspending the membership of that member for the vote to be carried.

The committee may not fine the member.

The suspension of membership or expulsion of the member will take effect immediately after the vote is passed and the member will be notified immediately.

If the committee does not have a majority vote to suspend or expel a member, the matter will be referred to the Governing body, stating:

- a) the reason disciplinary action has been taken against the member
- b) the grounds for suspending or expelling the member

23. Appeal rights (for Suspension and Expulsion only)

A member who has been suspended or expelled from the association may appeal the decision. No other disciplinary action may be appealed. The notice to appeal must be in writing and:

- a) May be given to the committee immediately after the vote
- b) Given to the secretary within 5 days from the decision

This appeal will be considered at a special meeting of the Governing Body within 21 days and the decision to expel or suspend the member will be upheld or revoked.

24. Disciplinary appeal meeting

At a disciplinary appeal meeting:

- a) No business other than the appeal hearing may be discussed
- b) The person who has been suspended or expelled from the association must be given the opportunity to be heard either in person or by written statement

The board members will vote after hearing the appeal and the member will be notified after a decision has been made. The decision of the Board is final.

25. Grievance Procedure

The grievance procedure applies to disputes between:

- a) A member and another member or
- b) A member and the committee or
- c) A member and the association

A member must not initiate a grievance procedure for any matter that is the subject of the disciplinary procedure.

26. Resolution of Grievance

The parties involved must attempt to resolve the dispute between themselves within 14 days.

Any dispute that arises on the race track must be taken to the Chief Steward immediately after the race. Once you leave the track, there is no option for further action. The pit area is not the place to air your grievance.

No member has the right to abuse any person involved in race day management example Lap scorers. Starter, flag marshals, to vent their grievance. This will result in further action being taken.

If you are unable to resolve the issue, you must put your grievance in writing to the committee.

The committee will then consider the issue and determine what action needs to be taken.

If the committee is involved in the dispute, the matter will be directed to the Governing Body who will determine the action required outcome.

27. Automatic expulsion from VICMOW

Physical assault or verbal assault by a member against any other person, will result in an automatic expulsion from the association, lifetime ban from attending any VICMOW events and will be removed from the event, meeting, or the place that the assault has occurred. Police may be notified for any physical assault.

SECTION 4: MANAGEMENT / GOVERNANCE

28. Board of Directors

A Board of Directors enables the organisation to be run effectively by applying good governance, principles and practices.

A maximum of 2 members from the same family / household, both immediate and extended, may serve on the Board at any given time.

29. Composition of the Board

The founding members of VICMOW will form the Board of Directors from inception.

The Board will consist of a minimum of 9 directors and a maximum of 12.

The Directors of the inaugural Board are Laurie Young, Debra Tormey, Greg Tormey, Marty Saunders, Joanne Condon, Darren White, Amanda White, Hank Burton, Brian Huggins, Di Huggins.

30. Term of Office – Board of Directors

Each Board member will serve a term of 5 years and may serve more than one term.

To provide stability, after their 5 year term, any board members wishing to serve additional terms will be re-elected unopposed.

This term will commence on the date the constitution is enacted and the first election will be held 5 years from this date

31. Role of the Board of Directors

- a) Leadership and succession planning
- b) Approve, monitor and review the financial performance and strategic direction of VICMOW and any regional clubs which form part of VICMOW ,to ensure the principles of mower racing are upheld at all times

- c) The Board of Management has the right to stop any proposal or strategic direction, including rule changes which are not in the best interests of Mower racing and do not comply with the core values of the association

32. Election to fill a vacancy on the Board

A Director may resign by written notification to the board.

The Board will notify the Management Committee when a director has resigned and call for written applications from members currently serving on this committee, to fill the position. The applicant must have served a minimum of 2 years on the Management Committee before being eligible to apply. The Board will then consider all written applications and the Board members are responsible for the appointment of a new Board member.

The board will consider each application considering the skills, experience, and ensure the successful applicant has demonstrated a desire to uphold the principles and values of mower racing.

A Director may also continue to hold a committee position. This will provide much better communication between the Management Committee and the Governing body.

33. Grounds of Dismissal of Board Member

A director may be dismissed if the director:

- a) is deceased
- b) is declared bankrupt
- c) becomes of unsound mind
- d) resigns his office in writing to the board of management
- e) has acted in a manner unbecoming or prejudicial to the objects and interests of the club
- f) has brought the club into disrepute
- g) is removed by special resolution

Note: After receiving a resignation letter a 30 day cooling off period will apply. The resignation will take effect after 30 days

34. Decisions of the Board

Subject to this constitution, questions arising at a board meeting, must have 75% of all directors in agreement (not just those in attendance) for the question to be passed All directors will have one vote on any question.

35. Management Committee

The Management Committee are responsible for the day to day management of VICMOW, except for the issues that the act requires to go to a general meeting of members and must report to the Board of Directors 4 times a year.

A maximum of 2 persons from the same family / household, both immediate and extended, may serve on the management committee at any given time.

The committee consists of

- a) President
- b) Vice President
- c) Secretary
- d) Treasurer
- e) Website administrator / social media co-ordinator

There will also be 4 - 6 committee members elected.

A representative from any future regional clubs that form part of VICMOW will be elected to the Management Committee.

36. Role of the Management Committee

Committee members must, at all times act with honesty, integrity, transparency and accountability and are required to:

- a) As soon as possible after being elected, each committee member must be familiar with the rules and the constitution of VICMOW
- b) Develop the skills to be an effective committee member
- c) Provide leadership for all those in the association
- d) The committee is responsible for ensuring that all members of the association comply with the rules and constitution
- e) Committee members must exercise their powers and complete their duties in good faith and in the best interests of the association
- f) Be diligent and accountable for the organisations funds
- g) Mentor new committee members
- h) Seek input and feedback from the members on what the committee is doing and how the organisation is progressing
- i) Committee members are required to be actively involved in decision making, to be conscientious in their duties and respect other people's opinions
- j) Be proactive in promoting the organisation and seeking opportunities to establish new events
- k) Committee members and past committee members must not make improper use of their position and Information acquired through holding their position, to gain an advantage for themselves or any other person or to cause detriment to the association
- l) Report to the Board of Directors 4 times a year, including financial statements
- m) Send an apology if unable to attend a meeting and vote by proxy for any items on the agenda if applicable

37. Role of President

The role of the President includes but is not limited to:

- a) The President or Vice President is the chairperson for general and committee meetings ensuring that they run effectively
- b) Act as a signatory for the club in all legal and financial matters
- c) Work with the management committee to ensure the necessary skills are represented on the committee
- d) Serve as a spokesperson for the club when required
- e) Assist in the development of VICMOW by talking to organisations wishing to host race meetings and sponsors

38. Role of Vice- President

Duties include but are not limited to;

- a) Step into the role of President if they are unable to fulfil their duties
- b) In the absence of the President, chair committee meetings ensuring that they are run efficiently and effectively
- c) Assist the President to decide which matters are dealt with by the executive committee, which matters require referral to Board of Directors, and which need a subcommittee to manage
- d) Represent the club at meetings, forums as required by the President
- e) Other duties as directed by the President

39. Role of Secretary

The secretary must:

- a) Ensure that the records of the organisation are maintained as required by law and made available when required by authorised persons. These records may include founding documents, lists of management committee members, management committee minutes and financial reports
- b) Ensure that official records are maintained of management committee. Ensure that these records are available when required for reports, elections and other votes. A summary of management decisions is to be available to members after the management committee meetings through website or other means
- c) The secretary must keep custody of all bank records, documents relating to the association
- d) Provide members with access to register of members, minutes of general meetings and other documents except personal details example; phone numbers and addresses of members
- e) Hold Insurance papers, ensure insurance is paid annually and provide insurance details to legal persons if required
- f) Maintain records of the Management Committee, record the minutes of the meetings and ensuring minutes are distributed to the members shortly after each meeting and no later than 7 days

- g) Develop the agenda for the meeting in consultation with other members of the committee
- h) Ensure that proper notification is given of all meetings including Management committee, general meetings and special meetings
- i) Manage the general correspondence of the organisation and report any correspondence to the management committee
- j) Maintain a register of racing numbers and allocate new members with a racing number
- k) Ensure that the access to the secretary email information is given to another member

Under the act, the secretary is responsible for lodging documents of the association with the Registrar.

40. Role of Treasurer

The Treasurer must:

- a) Receive all money paid to or received by the association and issue receipts for any money received
- b) Ensure that all money received is paid into the Association account within 5 working days
- c) Make any payments authorised by the committee or by a general meeting, from the Association funds
- d) Be a signatory on club account and ensure cheques are signed by 2 committee members
- e) Ensure that the financial records are kept in accordance with the act
- f) Maintain accurate records of all income and expenditure
- g) Ensure that all receipts and payments balance with bank deposits and withdrawals
- h) Present financial reports to the committee meetings
- i) Prepare the financial statements of the Association for auditing and submission to the annual general meeting of the Association
- j) Ensure that at least one other committee member has access to the financial records of the association
- k) Provide advice to the committee in their management of the club finances
- l) Ensure that old signatories to the associations accounts no longer have access to view the accounts as soon as they no longer hold this position

41. Role of Website Administrator

The aim of the website and social media accounts is to provide information and promote the association and its events in an informative and positive manner. As such, duties include but are not limited to:

- a) Maintain and update the association's website, Facebook page and social media accounts

- b) Upon appointment, familiarise themselves with the associations Social Media Code of Conduct
- c) Ensure the Secretary has all the log in information, passwords must be changed as soon as the new administrator is appointed and these details must be given to the Secretary upon changing
- d) Ensure all information is kept up to date and accurate
- e) Ensure events and races are promoted on the website and social media accounts
- f) Update race results, photos and videos as soon as possible after a race event
- g) Ensure that all language, photos and content reflect a fair and positive representation of the association, members and communities
- h) Keep the website/ pages running as smooth as possible, free from viruses and all inappropriate content
- i) All content, photos and views must reflect the integrity, aims and purposes of the association and not individual's personal opinions
- j) Photos and names shall not be posted without consent. Parental guardian permission must be obtained prior to the posting of photos and/or names of minors on social media accounts
- k) Pages can be altered and added to, however the association's history must ALWAYS be maintained and cannot be altered, erased or deleted
- l) The website must always maintain a uniform and easy to read and use format and any changes must be done with the thought of ease of use for the non-computer savvy users
- m) Make copies and remove any inappropriate content and report violations of the Social Media code of conduct immediately to the committee

42. Management Committee Eligibility

Any member who is a full member, including social members with full membership,(has been a member for more than 12 months) and is 18 years and over, may be elected as a committee member.

A member will NOT be eligible for nomination for the Management committee if they;

- a) have been suspended or expelled from the association
- b) have breached the rules and received a written warning in the past 12 months
- c) do not support and uphold the principles and values of VICMOW
- d) undermine the decisions and integrity of the committee, it's members or volunteers
- e) undermine or disrupt any activities at a race meeting
- f) have a conflict of interest

At the Annual General Meeting the President must declare all positions on the committee vacant after the report and financial reports have been tabled. Elections are then held for all positions on the committee.

43. Nominations

An eligible member may nominate themselves or may nominate another member with their consent.

A nomination form must be completed, stating the member being nominated, what position on the management committee the nomination is for and why they are being nominated

Nomination forms must be returned to the secretary of the association by the due date.

Prior to the election of each position on the committee, the chairperson will declare the nominations for each position.

Any member who is nominated for a position and fails to be elected, may be nominated for any other position where an election has not yet been held.

44. Election of President, Vice- President, Secretary, Treasurer and Website Administrator

At the Annual General Meeting, separate elections must for held for the positions of President, Vice President, Secretary, Treasurer and Website and Social Media Administrator.

If only one member is nominated for the position, the Chairperson of the meeting must declare the member elected to the position.

If more than one person is nominated for any position, a ballot must be held
Once elected, the new President may take over as chairman of the meeting.

45. Election of Ordinary Members

There will be 4-6 committee members elected for a twelve month period at the Annual General Meeting.

A single election may be held to fill all of these positions and if the number of nominated members is less or equal to the available positions, the Chairperson must declare that these members are elected to the committee.

If the number of members nominated is greater than the number of positions vacant, a ballot must be held.

46. Ballot

If a ballot is required, the President must nominate a person (not nominated for a position), to hand out ballot papers to each member plus a ballot paper for each proxy vote and to tally the votes to determine the successful candidate and announce the successful candidate. Conditions of the Ballot include:

- a) The election must be by secret ballot

- b) If the ballot is for one position, each member eligible to vote, will write the name of the person on the ballot paper
- c) If the ballot is more than one position, each member must write the name of the person and the position for each - only up to the number of available positions
- d) If two members have equal votes, a further ballot may be conducted or with the agreement of candidates, can be decided by the previous committee based on which candidate has the skills required for the position

The losing candidate may nominate for any other positions that are available.

47. Term of Office

A Management Committee of the member holds office until the positions are declared vacant at the next Annual General Meeting.

A Committee member may be re-elected.

A member may be removed from office by the Governing Body for:

- a) Failure to fulfil their role
- b) Failure to comply with the rules
- c) For conduct which is detrimental to the club

If a member is removed from Office by the Governing Body, a replacement may be decided by the governing body to fill this position until the next AGM.

No more than 2 members of the same family can serve on the committee at any given time. If 2 members are on the committee, only one member can act as a signatory.

48. Vacation of Office

A Committee member may resign from their position on the committee by written notice addressed to the committee.

Note: A cooling off period of 30 days will apply and the resignation will be final after 30 days.

A person ceases to be a member of the committee if they cease to be a member of VICMOW.

49. Filling Casual Vacancies

The committee may appoint an eligible member of the association to fill a vacancy on the committee that:

- a) Has become vacant through resignation

- b) Was not filled at the AGM

If the position of Secretary becomes vacant, the committee must appoint a member to this position within 14 days after the vacancy arises.

SECTION 5: MEETINGS

50. Annual General Meeting

The committee must hold an annual general meeting of the Association to be held within 3 months after the end of each financial year.

The Committee may determine the date, time and place of the Annual General Meeting.

The ordinary business of the annual general meeting is as follows:

- a) To confirm the minutes of the previous annual general meeting and of any special general meeting held since the annual general meeting
- b) To receive and consider the financial statements of the association for the past financial year submitted by the committee in accordance with the act
- c) To elect the members of the committee
- d) To set the amount of the annual membership fees

The annual general meeting may also conduct any other business of which notice has been given and has been added to the Agenda items.

51. Special General Meeting

A special general meeting may be requested by the members.

The committee must convene a special general meeting if a request to do so, is made by at least 10% of the total number of members.

The Governing body must be notified of any special meeting called at the request of members.

Request for a special meeting must be;

- a) Must be in writing and given to the secretary
- b) State the business to be considered at the meeting and any resolutions to be proposed

- c) Include the names and signatures of the members requesting the meeting

52. Special Meeting Convened by Members

The members making the request for a special meeting may only convene a meeting if the committee does not convene a special general meeting within one month after the date on which the request was made.

A special general meeting convened by members must be held within 3 months of the original request and may only consider the business stated in that request.

The members convening the special general meeting must give every member of the Association at least 21 days' notice of the meeting.

53. Special Meeting Convened by the Board of Directors

A special meeting of the Board may be convened to consider a special resolution for, but not limited to:

- a) Misconduct by a committee member eg misappropriation of funds
- b) Failure of a committee member to fulfil their position by the constitution
- c) Failure of a committee member to uphold the values and principles of the Association
- d) Failure of a committee member to consult with other committee members prior to making a decision which affects the organisation

Members of the Board must be notified 7 days prior to the meeting.

Depending on the severity of the infringement, the Board may (but is not limited to):

- a) Give the committee member a written warning and explain what is expected of them and/or
- b) Suspension from the committee and/or
- c) Expulsion from the committee position

75% of all the members of the Board (not just those at the meeting) must vote in favour, to expel or suspend a committee member, for the vote to be carried.

The person under investigation must be notified of the meeting, stating the infringement and given the opportunity to provide a written statement to the Board.

This person must be notified after the board reaches a decision.

54. General Meeting

A minimum of two general meetings must be held during a 12 month period.

The Secretary must give to every member of the Association:

- a) At least 21 days' notice of a general meeting if a special resolution is to be proposed at the meeting and
- b) At least 14 days' notice of a general meeting

The notice must:

- a) specify the date, time and place of the meeting
- b) state the general nature of each item of business to be considered at the meeting and
- c) declare if a special resolution is proposed, and what the special resolution is in full

(Rule 22 sets out requirements for notice of a disciplinary appeal meeting)

55. Quorum at a General Meeting

No business may be conducted at a general meeting unless a quorum of members are present.

The Quorum for a general meeting is the presence (physically, or by proxy) of 10% of the members entitled to vote.

If a quorum is not present within 30 mins after the notified commencement time of a general meeting:

- a) The meeting must be adjourned to a date no more than 21 days from adjournment
- b) Notice of the time, date and place for the meeting must be given at the meeting and confirmed by written notice given to all members within 7 days of the meeting
- c) If the meeting is convened by, or at the request of members under rule 46, the meeting must be dissolved

Note: If a meeting, convened by or at the request of members is dissolved due to insufficient members present, the business that was to be considered at the meeting is considered to be dealt with. If the members decide to reconsider the business at another meeting, they must make a new request (as per Rule 45).

56. Adjournment of a General Meeting

The chairperson at a general meeting, may adjourn the meeting to another time if:

- a) There is insufficient time to deal with business at hand
- b) Members need more time to consider an item of business. (Example: The members may wish to have more time to examine the financial statements submitted by the committee at an annual general meeting)

- c) No business may be conducted other than the business that remained unfinished when the meeting was adjourned
- d) Notice of the adjournment of a meeting is not required unless the meeting is adjourned for more than 14 days, in which case 14 days' notice must be given

57. Voting at a General Meeting

On any question arising at a general meeting:

- a) Each member who is entitled to vote has one vote and
- b) The member may vote in person or by proxy and
- c) Except for a special resolution which requires 75% of members in favour for it to be passed (example rule changes), the question must be decided on an absolute majority of votes

Members may only confirm the minutes of the previous meeting, if they were present at the meeting except for a disciplinary appeal meeting.

58. Special Resolutions

A special resolution may only be passed if 75% of all members vote in favour of the special resolution (may be in person, by proxy, or by electronic means).

A special resolution is required to:

- a) alter these rules (must be approved by the Board of Directors) and/or
- b) remove a committee person from office

A special resolution may be decided by a show of hands or by a ballot.

The chairperson at a special general meeting of members may:

- a) on the basis of a show of hands, declare that the resolution has been,
 - I. carried or
 - II. Carried unanimously or
 - III. Carried by a particular majority or
 - IV. Lost

The result must be entered in the minutes of the meeting as conclusive proof of that fact. Or,

- b) if a ballot is requested by 3 or more members on any question then:
 - I. The poll must be taken at the meeting in the manner determined by the chairperson
 - II. The chairperson must declare the result of the resolution after the poll is taken
 - III. A poll taken on the election of the chairperson or the question of adjournment must be taken immediately

- IV. A poll taken on any other question must be conducted before the conclusion of the meeting at a time determined by the chairperson

59. Meeting of Committee of Management

The Committee of Management must meet at least 4 times in each year at the dates, times and places determined by a majority of the committee. Before or after a race meeting is suggested unless sensitive or important matters need to be dealt with.

Only committee members may attend unless by invitation of the committee.

Conditions for Committee meetings include:

- a) The date, time and place of the first committee meeting must be determined by the members of the committee as soon as practicable after the annual general meeting of the Association at which the members are elected
- b) Special committee meetings may be convened by the Board of the Association or by any 4 committee members. These meetings must be held on a date and at a venue that suits the majority of committee members
- c) No business may be conducted unless 2 office bearers and 3 committee members are present in person or by proxy or via social media.ie skype or facetime for members who live far away
- d) If a quorum is not present after 30 mins from the commencement time
 - I. In the case of a special meeting – the meeting lapses
 - II. In any other case – the meeting must be adjourned to a date, no more than 21 days after the adjournment, and notice of the time and date and place to which the adjourned meeting is to take place

Any committee member not present at a committee meeting shall receive a summary of all business undertaken and results of voting. This will be done electronically.

60. Voting at Committee Meeting

On any question arising at a committee meeting, each committee member present has one vote.

A motion is carried if a majority of committee members present at the meeting, vote in favour of the motion.

Voting by proxy is permitted.

61. Use of Technology at Committee Meetings

A Committee member who is not physically present at the committee meeting, may participate in the meeting by the use of technology which allows the committee member and the committee to clearly and simultaneously communicate with each other.

A Committee member participating in a committee meeting using technology, is deemed to be present at the meeting and if the member votes at the meeting, is deemed to have voted in person.

62. Conflict of Interest

A committee of Management member who has a material personal interest in a matter being considered, must disclose the nature and extent of that interest to the Committee.

The member:

- a) Must not be present when the matter is being considered at the meeting
- b) Must not vote on the matter

Under the act, if there is insufficient committee members to form a quorum because a member has been disqualified because of a material personal interest, a general meeting may be called to deal with the matter.

This rule does not apply to a material personal interest:

- a) That exists because the member belongs to a group or organisation for whose benefit the Association exists
- b) That the member has in common with all or a large proportion of the members of the Association

63. Leave of Absence

The committee may grant a leave of absence from committee meetings for a period not exceeding 3 months.

The committee may not grant absence of leave retrospectively unless it is satisfied that it was not feasible for the committee member to seek leave in advance.

SECTION 6: MINUTES OF A MEETING

64. Minutes of a General Meeting

The committee must ensure that minutes are taken and kept of all general meetings. The minutes must record:

- a) the business considered at the meeting, any resolution on which a vote is taken and the result of the vote
- b) the names of the persons attending the meeting
- c) Proxy forms given to the chairperson at the meeting

65. Minutes of an Annual General Meeting

The Committee must ensure that minutes of an annual general meeting must record:

- a) The names of the members attending the meeting
- b) Proxy forms given to the chairperson of the meeting
- c) The financial statements for the previous financial year
- d) Any audited accounts and auditors report or report of a review tabled with the financial report

Minutes of the Annual General meeting must be sent out to all members within 14 days. This may be done electronically via email.

66. Minutes of Committee of Management Meeting

The Committee of Management must ensure that the minutes are taken and kept of each committee meeting. The minutes must record:

- a) The names of the members in attendance at the meeting
- b) The business conducted at the meeting
- c) Any resolution on which a vote is taken and the result of the vote
- d) Any material personal interest declared prior to the vote

All committee members not present at the meeting will receive the minutes electronically.

A summary of the minutes will be presented to the next general meeting (subject to confidentiality) to ensure all members are informed about the association.

Minutes will be made available to all members upon reasonable request with the exemption of meetings that contain sensitive information.

67. Minutes of a Board of Directors meeting

The Board must ensure that minutes are recorded for all Board meetings and all Board members not present at the meeting will receive the minutes. The minutes must record the names of the members in attendance, the business conducted, any resolution on which a vote is taken and any conflict of Interest declared prior to the vote.

SECTION 7: FINANCIAL MATTERS

68. Source of Funds

The funds of the association may be derived from membership fees, racing fees, donations, fundraising activities, grants and bank interest. VICMOW does not support members using crowdfunding or alternative online financing for association purposes.

All race entry fees collected on race day are retained by the association for insurance, equipment and other financial requirements of the organisation.

69. Management of Funds

Payment in good faith may be made to a member for:

- a) services to the association
- b) goods supplied to the association
- c) any out of pocket expenses incurred by a member on behalf of the association subject to the provision of proof of purchase

Money from race entry and membership of the association is retained to pay insurance, purchase assets and promotion of the association.

Gate entry money, catering and any money collected from fundraising activities on race day, is retained by the race organisers to assist local organisations, local service clubs, charitable organisations.

Management of financial assets:

- a) The organisation must have a bank account with a financial institution from which all expenditure of the organisation is made and into which all of the associations' revenue is deposited
- b) The committee may approve expenditure on behalf of the association
- c) The committee must approve, in writing all, transfer of funds
- d) All cheques must be signed by 2 committee members (must not be 2 members of the same family)
- e) All funds received must be paid into the financial institution within 5 days of receipt

70. Financial Records

The accounts of the association shall be examined and the correctness of the credit and debit accounts and balance sheets, shall be audited at the conclusion of the financial year and submitted to the Annual General Meeting for approval.

The Association must keep financial records that:

- a) Correctly record and explain the transactions, financial position and performance
- b) Enable financial statements to be prepared.
- c) The financial records must be retained for 7 years

The Treasurer must retain under his/her control:

- a) The financial records for the last financial year
- b) Any other financial records authorised by the committee

71. Financial Reports

Each financial year, the committee must ensure:

- a) The preparation of financial statements
- b) The financial statements are submitted to the annual general meeting and passed by the members.

SECTION 8: ALTERATION OF THE RULES

72. Alteration of the rules

The rules of the association may only be altered by a special resolution of a general meeting of the association.

Rules may be altered by the committee for safety purposes or to change wording of an existing rule for clarification purposes or to provide additional information, with approval from the Board.

To propose a rule change, a written submission must be made to the committee with reasons and /or supportive evidence as to why this change is necessary.

The rules may not be altered, to allow a mower which does not meet the rules to be eligible to race in this organisation.

Any rule changes must have at least 75% of the members in favour of the change.

Any rule changes must be approved by the Board.

SECTION 9: SERVICE AWARDS

73. Service Awards

Service awards will be presented at the Annual General for any member who has completed 7 years, 10 years 15 years or 20 years continuous service to the organisation.

This will be a service pin and a certificate.

SECTION 10: WINDING UP AND CANCELLATION OF THE ASSOCIATION

74. Winding up and cancellation of the Association

The Association may only be wound up voluntarily by special resolution at a general meeting of the Association.

If the Association is wound up or the incorporation of the Association cancelled, the surplus assets must not be distributed to members or former members of the Association.

All surplus assets are to be distributed equally between:

- a) The Royal Children's Hospital, Melbourne and

b) The Starlight Foundation

Any assets valued at more than \$500 will be auctioned prior to dissolution of the organisation and all revenue will be included in the financial distribution.

Written by: Committee Members of Victorian Mower Racing Association

February 2017

References;

Associations Incorporated Reform Act 2012

Associations Incorporated Reform Regulations 2012

Associations Incorporation Act 2009 New South Wales.

Consumer Affairs Victoria; Model Rules for an Association.