

Dual Sport Motorcycle Riders Association Incorporated

otherwise known as the **DSMRA**

Constitution

Under the Associations Incorporation Act 2009

Australian Business Number (ABN)

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Part 1 – Preliminary

1. Definitions

- **Ordinary committee member** means a member of the committee who is not an office-bearer of the DSMRA.
- **Secretary** means the person holding office under this constitution as secretary of the DSMRA, or if no such person holds that office - the public officer of the DSMRA.
- **Special general meeting** means a general meeting of the DSMRA other than an annual general meeting.
- **The Act** means the *Associations Incorporation Act 2009*.
- **The Regulation** means the Associations Incorporation Regulation 2016.
- A reference to a **function** includes a reference to a power, authority and duty, and a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.
- The provisions of the **Interpretation Act 1987** apply to and in respect of this constitution in the same manner as those provisions would so apply if this constitution were an instrument made under the Act.
- **The Schedule of Rates** is a document that is reviewed at a General Meeting, at least annually at the Annual General Meeting, and contains information relating to the financial administration of the DSMRA.

2. The DSMRA

The Dual Sport Motorcycle Riders Association (DSMRA) is intended as a nationwide network of licensed motorcycle riders whose primary focus is enjoying exploring the bush trails and desert tracks of Australia via motorcycle in a legal and sustainable manner.

3. DSMRA Objects

The DSMRA's aim is to unite its membership into a cohesive national body that provides a framework for the promotion of trail and adventure riding. It does this by, but not limited to:

- Holding regular local meetings and providing the opportunity to meet other riders, discuss what's on and share ride stories
- Running well-organised, non-competitive rides for members across Australia, catering for all rider skill levels.
- Maintain a network of riding contacts with local knowledge on ride trails, touring, navigation, restricted areas and environmental conditions.

- Arranging training opportunities for members including rider skills, essential bike maintenance and first aid.
- Liaising with national park, forestry and other land management authorities at State, Territory and regional levels, to ensure that the interests of trail riders are taken into consideration in land management decisions.
- Participate in consultations over land access for recreational users and cooperate with other recreational user groups to ensure continued access.
- Prepare submissions in response to land management plans, ensuring our rider's interests are heard and balanced with other stakeholders.
- Support and participate in community events such as Clean-Up Australia Day, or volunteer for activities such as searches for missing persons or marshalling for special events.

Part 2 – Membership

4. *Membership generally*

1. A person is eligible to be a member of the DSMRA if:
 - a. the person is a natural person, and
 - b. the person has applied and been approved for membership of the DSMRA in accordance with clause 5.
2. A person is taken to be a member of the DSMRA if:
 - a. the person is a natural person, and
 - b. the person was a member of an association that is amalgamated into the DSMRA

5. *Application for membership*

1. An application by a person for membership of the DSMRA must include an acknowledgement that they will comply with published DSMRA procedures policies and where applicable, and
2. must be made in writing, or by email or other electronic means such as an online form, as agreed to by the committee, and
3. must be accompanied by the fee identified in the Schedule of Rates, and
4. must be processed by the membership coordinator of the DSMRA as soon as practicable such that:
 - a. The member details are appended/updated in the membership register.
 - b. The member is advised of their financial status.
 - c. Membership identification is issued.

6. *Family membership*

1. A family membership covers family members living at the same address.
2. Notwithstanding other limitations in this Constitution (e.g. voting rights), members listed under a family membership are regarded as full members.

7. *Cessation of membership*

1. A person ceases to be a member of the DSMRA if the person:
 - a. dies, or
 - b. resigns their membership in accordance with Clause 8 below, or

- c. is expelled from the DSMRA, or
 - d. fails to pay the annual membership fee under prior to their renewal date.
 2. For administrative purposes, a grace period of 1 calendar month will allow members who are late in renewing their membership to participate in DSMRA events that they were previously registered for.

8. *Membership entitlements not transferable*

1. A right, privilege or obligation which a person has by reason of being a member of the DSMRA:
 - a. is not capable of being transferred or transmitted to another person, and
 - b. terminates on cessation of the person's membership.

9. *Resignation of membership*

1. A member of the DSMRA may resign from membership of the DSMRA by first giving to the secretary or membership coordinator written notice of at least one month (or such other period as the committee may determine) of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
2. If a member of the DSMRA ceases to be a member under subclause (7), and in every other case where a member ceases to hold membership, the membership coordinator must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

10. *Register of members*

1. The membership coordinator of the DSMRA must facilitate the establishment and maintenance of a register of members of the DSMRA in either hard copy or electronic form that includes at least the name and postal or residential address of each person who is a member of the DSMRA together with the date on which the person became a member.
2. The register of members must be available in New South Wales:
 - a. at the membership co-ordinator's residence or place of work, or
 - b. at the main premises of the DSMRA if it exists and is in NSW, or
 - c. at the public officer's address, ie the DSMRA's official address.

In interpreting the following sections, 10.3 – 10.7, the provisions of section 49 must be considered

3. The register of members must be open for inspection, free of charge, by any member of the DSMRA at any reasonable hour.
4. A member of the DSMRA may obtain a hard copy of any part of the register on payment of a fee identified in the Schedule of Rates for each page copied.
5. If a member requests that any information contained on the register about the member (other than the member's name) not be available for inspection that information must not be made available for inspection.
6. A member must not use information about a person obtained from the register to contact or send material to the person by themselves or by a 3rd party, other than for:
 - a. the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the DSMRA or other material relating to the DSMRA, or
 - b. any other purpose necessary to comply with a requirement of the Act or the Regulation, and
 - c. no member may forward membership information to a 3rd party
7. If the register of members is kept in electronic form:
 - a. it must be convertible into hard copy, and
 - b. the requirements in subclauses (2) and (3) apply as if a reference to the register of members is a reference to a current hard copy of the register of members.

11. Fees and subscriptions

1. A member of the DSMRA must, on application for membership, provide to the DSMRA a membership fee as identified in the Schedule of Rates.
2. Annual, or prorated, membership fees of an amount identified in the Schedule of Rates are due on or before the anniversary date of the member being accepted by the DSMRA as a member.

12. Members' liabilities

1. The liability of a member of the DSMRA to contribute towards the payment of the debts and liabilities of the DSMRA or the costs, charges and expenses of the winding up of the DSMRA is limited to the amount, if any, unpaid by the member in respect of membership of the DSMRA as required by clause 10.

13. Resolution of disputes

1. A dispute between a member and another member (in their capacity as members) of the DSMRA, or a dispute between a member or members

and the DSMRA, are to be referred to a community justice centre for mediation under the Community Justice Centres Act 1983.

2. If a dispute is not resolved by mediation within 3 months of the referral to a community justice centre, the dispute is to be referred to arbitration.
3. The Commercial Arbitration Act 1984 applies to any such dispute referred to arbitration.

14. *Disciplining of members*

1. A complaint may be made to the committee by any person that a member of the DSMRA:
 - a. has refused or neglected to comply with a provision or provisions of this constitution, or
 - b. has wilfully acted in a manner prejudicial to the interests of the DSMRA, or
 - c. has failed to comply with relevant DSMRA , policies or procedures.
2. The committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
3. If the committee decides to deal with the complaint, the committee:
 - a. must cause notice of the complaint to be served on the member concerned, and
 - b. must give the member at least 14 days from the time the notice is served within which to make submissions to the committee in connection with the complaint, and
 - c. must take into consideration any submissions made by the member in connection with the complaint.
4. The committee may, by resolution, expel the member from the DSMRA or suspend the member from membership of the DSMRA if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.
5. If the committee expels or suspends a member, the secretary must, within 7 days after the action is taken, cause written notice to be given to the member of the action taken, of the reasons given by the committee for having taken that action and of the member's right of appeal under clause 15.
6. The expulsion or suspension does not take effect:
 - a. until the expiration of the period within which the member is entitled to appeal against the resolution concerned, or
 - b. if within that period the member exercises the right of appeal, unless and until the DSMRA confirms the resolution under clause 14, whichever is the later.

15. Right of appeal of disciplined member

1. A member may appeal to the DSMRA in general meeting against a resolution of the committee under clause 11, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.
2. The notice may, but need not, be accompanied by a statement of the grounds on which the member intends to rely for the purposes of the appeal.
3. On receipt of a notice from a member under subclause (1), the secretary must notify the committee which is to convene a general meeting of the DSMRA to be held within 28 days after the date on which the secretary received the notice.
4. At a general meeting of the DSMRA convened under subclause (3):
 - a. the committee and the member must be given the opportunity to state their respective cases orally or in writing, or both, and
 - b. the members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
5. The appeal is to be determined by a simple majority of votes cast by members of the DSMRA.

Part 3 - The Committee

16. *Powers of the committee*

1. Subject to the Act, the Regulation and this constitution and to any resolution passed by the DSMRA in general meeting, the committee:
 - a. is to control and coordinate the management of the affairs of the DSMRA, and
 - b. may exercise all such functions as may be exercised by the DSMRA, other than those functions that are required by this constitution to be exercised by a general meeting of members of the DSMRA, and
 - c. has power to perform all such acts and do all such things as appear to the committee to be necessary or desirable for the proper management of the affairs of the DSMRA, such as establishing and maintaining policies and procedures etc.

17. *Composition and membership of committee*

1. The committee is to consist of:
 - a. the office-bearers of the DSMRA, and
 - b. at least 3 ordinary committee members.
 - c. a committee member must be at least 18 years of age upon appointment
2. The total number of committee members is to be at least 7.
3. The office-bearers, which constitutes the executive, of the DSMRA are as follows:
 - a. the president,
 - b. the vice-president,
 - c. the treasurer,
 - d. the secretary.
4. A committee member may hold up to 2 offices, other than both the president and vice-president offices.
5. There is no maximum number of consecutive terms for which a committee member may hold office.
6. Each member of the committee is, subject to this constitution, to hold office until immediately before the election of committee members at the annual general meeting next following the date of the member's election, and is eligible for re-election.

18. *Election of Committee Members*

1. Nominations of candidates for election as office-bearers of the DSMRA or as ordinary committee members:
 - a. at a general meeting, orally from the floor if the nominee is present
OR if absent from the general meeting
 - b. must be made in writing, signed by 2 members of the DSMRA and accompanied by the written consent of the candidate (which may be endorsed on the form of the nomination), and
 - c. must be delivered to the secretary of the DSMRA at least 7 days before the date fixed for the holding of the annual general meeting at which the election is to take place.
2. Branch subcommittees are encouraged to nominate at least one national committee member.
3. If insufficient written nominations are received to fill all vacancies on the committee, further nominations are to be received at the annual general meeting. Those nominations can be made by any member, including the nominee themselves.
4. If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies.
5. If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated are taken to be elected.
6. If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
7. All nominations from the floor of a general meeting must be seconded by a member
8. The ballot for the election of office-bearers and ordinary committee members of the committee is to be conducted at the annual general meeting in such usual and proper manner as the chair may direct.
9. A person nominated as a candidate for election as an office-bearer or as an ordinary committee member of the DSMRA must be a member of the DSMRA.

19. *Secretary*

1. The secretary of the DSMRA must, as soon as practicable after being appointed as secretary, lodge notice with the DSMRA of his or her address for the purpose of receiving DSMRA communications.
2. It is the duty of the secretary to keep minutes in hard or electronic form of:
 - a. all appointments of office-bearers and members of the committee, and
 - b. the names of members of the committee present at a committee meeting or a general meeting, and

- c. all proceedings at committee meetings and general meetings.
3. Minutes of the previous meeting are to be read, moved to be accepted and seconded, and approved by the committee members present. If a member questions the minutes, a review is to be initiated. The result is to be noted in subsequent minutes.
4. Circulation of draft minutes by the secretary to attending members by electronic means for review and comment prior to a subsequent meeting where they would be accepted is recommended.
5. Records maintained by the Secretary must be in electronic form and comply with the DSMRA's records management procedure
6. The secretary in conjunction with the treasurer will obtain insurances deemed necessary to operate the DSMRA.

20. *Treasurer*

1. It is the duty of the treasurer of the DSMRA to ensure:
 - a. that all money due to the DSMRA, other than membership fees, is collected and received and that all payments authorised by the DSMRA are made, and
 - b. that correct books and accounts are kept showing the national financial affairs of the DSMRA, including full details of all receipts and expenditure connected with the national activities of the DSMRA
 - c. that Branch subcommittee finances are overseen by the Treasurer
 - i. the Treasurer determines the account structure under which the Branch Subcommittee funds are located
 - d. that financial records managed electronically comply with the DSMRA's records management procedure
 - e. that end of financial year reports are made available to the committee at least two weeks prior to the DSMRA's annual general meeting
 - f. Insurances deemed necessary to operate the DSMRA are current
 - g. The treasurer in conjunction with the secretary will obtain insurances deemed necessary to operate the DSMRA

21. *Casual vacancies*

1. In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member of the DSMRA to fill the vacancy and the member so appointed is to hold office, subject to this constitution, until the conclusion of the annual general meeting next following the date of the appointment.
2. A casual vacancy in the office of a member of the committee occurs if the member:

- a. dies, or
- b. ceases to be a member of the DSMRA, or
- c. becomes an insolvent under administration within the meaning of the Corporations Act 2001 of the Commonwealth, or
- d. resigns office by notice in writing given to the secretary, or
- e. is removed from office under clause 21, or
- f. becomes a mentally incapacitated person, or
- g. is absent, or fails to participate, without the consent of the committee from 3 consecutive meetings of the committee, or
- h. is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months, or
- i. is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the Corporations Act 2001 of the Commonwealth.

22. *Removal of committee members*

1. The DSMRA in a general meeting may by resolution remove any member of the committee from the office of member before the expiration of the member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the member so removed.
2. If a member of the committee to whom a proposed resolution referred to in subclause (1) relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and requests that the representations be notified to the members of the DSMRA, the secretary or the president may send a copy of the representations to each member of the DSMRA or, if the representations are not so sent, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

23. *Committee meetings and quorum*

1. In addition to general meetings, the committee must meet either in person or by electronic means at least 3 times in each period of 12 months at such place and time as the committee may determine.
2. Additional meetings of the committee may be convened by the president or by any member of the committee.
3. Oral or written notice of a meeting of the committee must be given by the secretary to each member of the committee at least 48 hours (or such other period as may be unanimously agreed on by the members of the committee) before the time appointed for the holding of the meeting.

4. Notice of a meeting given under subclause (3) must specify the general nature of the business to be transacted at the meeting and no business other than that business is to be transacted at the meeting, except business which the committee members present at the meeting unanimously agree to treat as urgent business.
5. Any 3 members of the committee constitute a quorum for the transaction of the business of a meeting of the committee.
6. No business is to be transacted by the committee unless a quorum exists and if, within half an hour of the time appointed for the meeting, a quorum is not present, the meeting is to stand adjourned to a time and place within the following week as determined by the secretary.
7. If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
8. At a meeting of the committee:
 - a. the president or, in the president's absence, the vice-president is to preside, or
 - b. if the president and the vice-president are absent or unwilling to act, such one of the remaining members of the committee as may be chosen by the members present at the meeting is to preside.

24. Appointment of members to constitute quorum

1. If at any time the number of committee members is less than the number required to constitute a quorum for a committee meeting, the existing committee members may appoint a sufficient number of members of the DSMRA as committee members to enable the quorum to be constituted.
2. A member of the committee so appointed is to hold office, subject to this constitution, until the annual general meeting next following the date of the appointment.
3. This clause does not apply to the filling of a casual vacancy to which clause 21 applies.

25. Use of technology at committee meetings

1. A committee meeting may be held at 2 or more venues using any technology approved by the committee that gives each of the committee's members a reasonable opportunity to participate.
2. A committee member who participates in a committee meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

26. Delegation by committee to sub-committee

1. The committee may, by instrument in writing as recorded in the minutes of the committee or general meeting, delegate to one or more sub-committees consisting of such member or members of the DSMRA as the committee thinks suit the exercise of such of the functions of the committee as are specified in the instrument, other than:
 - a. this power of delegation, and
 - b. a function which is a duty imposed on the committee by the Act or by any other law.
2. A function the exercise of which has been delegated to a sub-committee under this clause may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
3. A delegation under this clause may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.
4. Despite any delegation under this clause, the committee may continue to exercise any function delegated.
5. Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this clause has the same force and effect as it would have if it had been done or suffered by the committee.
6. The committee may, by instrument in writing, revoke wholly or in part any delegation under this clause.
7. A sub-committee may meet and adjourn as it thinks proper.
8. At least the following sub-committees will be established:
 - a. Membership
 - b. Branch

27. Voting and decisions

1. Questions arising at a meeting of the committee or of any sub-committee appointed by the committee are to be determined by a majority of the votes of members of the committee or sub-committee present at the meeting.
2. Each member present at a meeting of the committee or of any sub-committee appointed by the committee (including the person presiding at the meeting) is entitled to one vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
3. Subject to clause 23.5, the committee may act despite any vacancy on the committee.
4. Any act or thing done or suffered, or purporting to have been done or suffered, by the committee or by a sub-committee appointed by the

committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any member of the committee or sub-committee.

5. Should a member hold more than one committee position, they are only entitled to one vote, ie, one person, one vote.

Part 4 - General Meetings

28. *Annual general meetings - holding of*

1. The DSMRA must hold its first annual general meeting within 18 months after its registration under the Act.
2. The DSMRA must hold its annual general meetings:
 - a. within 6 months after the close of the DSMRA's financial year, or
 - b. within such later time as may be allowed by the Director-General or prescribed by the Regulation.
3. Members must be informed of the proxy voting process as part of a general meeting announcement/agenda.

29. *Annual general meetings - calling of and business at*

1. The annual general meeting of the DSMRA is, subject to the Act and to clause 27, to be convened on such date and at such place and time as the committee thinks fit.
2. In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
 - a. to confirm the minutes of the last preceding annual general meeting and of any special general meeting held since that meeting,
 - b. to receive from the committee reports on the activities of the DSMRA during the last preceding financial year,
 - c. to elect office-bearers of the DSMRA and ordinary committee members,
 - d. to receive and consider any financial statement or report required to be submitted to members under the Act.
 - e. review of the schedule of rates
 - f. review of sub-committee activities
3. An annual general meeting must be specified as such in the notice convening it.

30. *Special general meetings - calling of*

1. The committee may, whenever it thinks fit, convene a special general meeting of the DSMRA.
2. The committee must, on the requisition in writing of at least 10 members, convene a special general meeting of the DSMRA.

3. A requisition of members for a special general meeting:
 - a. must state the purpose or purposes of the meeting, and
 - b. must be signed by the members making the requisition, and
 - c. must be lodged with the secretary, and
 - d. may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
4. If the committee fails to convene a special general meeting to be held within 1 month after that date on which a requisition of members for the meeting is lodged with the secretary, any one or more of the members who made the requisition may convene a special general meeting to be held not later than 3 months after that date.
5. A special general meeting convened by a member or members as referred to in subclause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee.
6. For the purposes of subclause (3):
 - a. a requisition may be in electronic form, and
 - b. a signature may be transmitted, and a requisition may be lodged, by electronic means.

31. Notice

1. Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the DSMRA, the secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the meeting.
2. If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the DSMRA, the secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each member specifying, in addition to the matter required under subclause (1), the intention to propose the resolution as a special resolution.

Note. A special resolution must be passed in accordance with section 39 of the Act.

3. No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under clause 29 (2).
4. A member desiring to bring any business before a general meeting may give notice in writing of that business to the secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the member.

32. Quorum for general meetings

1. No item of business is to be transacted at a general meeting unless a quorum of members entitled under this constitution to vote is present during the time the meeting is considering that item.
2. Ten (10) members present (being members entitled under this constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
3. If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
 - a. if convened on the requisition of members, is to be dissolved, and
 - b. in any other case, is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to members given before the day to which the meeting is adjourned) at the same place.
4. If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being at least 5 are to constitute a quorum.

33. Presiding member

1. The president or, in the president's absence, the vice-president, is to preside as chairperson at each general meeting of the DSMRA.
2. If the president and the vice-president are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

34. Adjournment

1. The chairperson of a general meeting at which a quorum is present may, with the consent of the majority of members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
2. If a general meeting is adjourned for 14 days or more, the secretary must give written or oral notice of the adjourned meeting to each member of the DSMRA stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
3. Except as provided in subclauses (1) and (2), notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.

35. Making of decisions

1. A question arising at a general meeting of the DSMRA is to be determined by:
 - a. a show of hands or, if the meeting is one to which clause 39 applies, any appropriate corresponding method that the committee may determine, or
 - b. if on the motion of the chairperson or if 5 or more members present at the meeting decide that the question should be determined by a secret ballot.
2. If the question is to be determined by a show of hands, a declaration by the chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minutes of the meeting, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
3. Subclause (2) applies to a method determined by the committee under subclause (1) (a) in the same way as it applies to a show of hands.
4. If the question is to be determined by a secret ballot, the ballot is to be conducted in accordance with the directions of the chairperson.

36. Special resolutions

A special resolution may only be passed by the DSMRA in accordance with section 39 of the Act, ie:

1. A special resolution requires at least a 75% majority vote to be passed
2. An ordinary resolution in accordance with section 38 of the Act requires greater than a 50% majority vote to be passed
3. The committee determines prior whether a resolution is to be an ordinary or special resolution

37. Voting

1. On any question arising at a general meeting of the DSMRA a member has one vote only.
2. In the case of an equality of votes on a question at a general meeting, the chairperson of the meeting is entitled to exercise a second or casting vote.
3. A member is not entitled to vote at any general meeting of the DSMRA unless they are financial.
4. A member is not entitled to vote at any general meeting of the DSMRA if the member is under 18 years of age.
5. A member attending a general or annual general meeting in their own State may carry up to 2 proxy votes, a member attending a general or

annual general meeting outside of their home state may carry up to 5 proxy votes.

38. Appointment of proxies

1. Each member is entitled to appoint another member as proxy by notice given to the secretary no later than 24 hours before the time of the meeting in respect of which the proxy is appointed.
2. The notice appointing the proxy is available as an appendix the 'Appointment of Proxy Procedure'.

39. Postal ballots

1. The DSMRA may hold a postal ballot to determine any issue or proposal (other than an appeal under clause 15).
2. A postal ballot is to be conducted in accordance with Schedule 3 to the Regulation.

40. Use of technology at general meetings

1. A general meeting may be held at 2 or more venues using any technology approved by the committee that gives each of the DSMRA's members a reasonable opportunity to participate.
2. A member of DSMRA who participates in a general meeting using that technology is taken to be present at the meeting and, if the member votes at the meeting, is taken to have voted in person.

Part 5 – Miscellaneous

41. *Regional Branches*

1. The DSMRA committee will consider and decide on the establishment of regional branches, to be administered as Branch subcommittee in accordance with the constitution.
2. An ordinary member of the public may request establishment of a regional branch in writing via the DSMRA Secretary.
3. The request is to include sufficient evidence to support the establishment of a regional branch including but not limited to:
 - a. Approximate number of prospective members in the area.
 - b. A description of the proposed regional boundary.
 - c. A summary of legal riding areas within the region.
 - d. An acknowledgement of the DSMRA constitution and DSMRA objectives.
 - e. A commitment to observing the DSMRA constitution, and its policies and procedures.
 - f. A nomination for Branch Coordinator including full name, address and DOB, and character references from two people.
4. If approved by the committee, the Regional Branch may not operate before the nominated Branch Coordinator becomes a full financial member, and their name is published on the DSMRA website.
5. Regional branches will be administered by the Regional Coordinator in accordance with DSMRA Branch Operations Policy.
6. A regional branch will be disestablished if the Regional Coordinator position is vacant and there are no financial members residing in the region.
7. The DSMRA website is the authoritative source for listing of DSMRA branches.

42. *Insurance*

1. The DSMRA will acquire insurance each year to protect the organisers of DSMRA activities. This assumes the organisers have complied with DSMRA policies etc, and their duty of care.

43. *Funds - source*

2. The funds of the DSMRA are to be derived from event fees and annual subscriptions of members, donations and, subject to any resolution passed

by the DSMRA in general meeting, such other sources as the committee determines.

3. All money received by the DSMRA must be deposited as soon as practicable and without deduction to the credit of the DSMRA's bank or other authorised deposit-taking institution account.
4. The DSMRA must, as soon as practicable after receiving any money, issue an appropriate receipt.

44. Funds - management

1. Subject to any resolution passed by the DSMRA in general meeting, the funds of the DSMRA are to be used in pursuance of the objects of the DSMRA in such manner as the committee determines.
2. Funds shall be managed in accordance with the DSMRA's Funds Management Procedure.

45. DSMRA is non-profit

1. Subject to the Act and the Regulation, the DSMRA must apply its funds and assets solely in pursuance of the objects of the DSMRA and must not conduct its affairs so as to provide a pecuniary gain for any of its members.

Note. Section 5 of the Act defines pecuniary gain for the purpose of this clause.

46. Distribution of property on winding up of DSMRA

1. Subject to the Act and the Regulations, in a winding up of the DSMRA, any surplus property of the DSMRA is to be transferred to another organisation with similar objects and which is not carried on for the profit or gain of its individual members.
2. In this clause, a reference to the surplus property of an DSMRA is a reference to that property of the DSMRA remaining after satisfaction of the debts and liabilities of the DSMRA and the costs, charges and expenses of the winding up of the DSMRA.

Note. Section 65 of the Act provides for distribution of surplus property on the winding up of an DSMRA.

47. Change of name, objects and constitution

1. An application to the Director-General for registration of a change in the DSMRA's name, objects or constitution in accordance with section 10 of the Act is to be made by the public officer or a committee member.

48. Custody of books etc

1. Except as otherwise provided by this constitution, the public officer must have in their custody or control, or have ready and timely access to, all records, books and other documents relating to the DSMRA.
2. Except as otherwise provided by this constitution, all records, books and other documents relating to the DSMRA must be accessible in New South Wales:
 - a. at the main premises of the DSMRA, in the custody of the public officer or a member of the DSMRA (as the committee determines), or
 - b. if the DSMRA has no premises, at the DSMRA's official address, in the custody of the public officer.

49. Inspection of records etc

1. The following documents must be open to inspection, free of charge, by a member of the DSMRA at any reasonable hour:
 - a. records, books and other financial documents of the DSMRA,
 - b. this constitution,
 - c. minutes of all committee meetings and general meetings of the DSMRA.
2. A member of the DSMRA may obtain a copy of any of the documents referred to in subclause (1) on payment of an amount identified in the Schedule of Rates for each page copied.
3. Despite subclauses (1) and (2), the committee may refuse to permit a member of the DSMRA to inspect or obtain a copy of records of the DSMRA that relate to confidential, personal, employment, commercial or legal matters or where to do so may be prejudicial to the interests of the DSMRA.

50. Service of notices

1. For the purpose of this constitution, a notice may be served on or given to a person:
 - a. by delivering it to the person personally, or
 - b. by sending it by pre-paid post to the address of the person, or
 - c. by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice.
2. For the purpose of this constitution, a notice is taken, unless the contrary is proved, to have been given or served:

- a. in the case of a notice given or served personally, on the date on which it is received by the addressee, and
- b. in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
- c. in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

51. *Financial year*

1. The financial year of the DSMRA is:
 - a. the period of time commencing on the date of incorporation of the DSMRA and ending on the following 30 June, and
 - b. each period of 12 months after the expiration of the previous financial year of the DSMRA, commencing on 1 July and ending on the following 30 June.

Note; Schedule 1 to the Act provides that the DSMRA's constitution is to address the DSMRA's financial year.

52. *Policies, procedures and work instructions*

1. The DSMRA has policies procedures and work instructions as determined by the committee as necessary to operate and manage the association.
2. Members are obligated to comply with these documents where applicable.

Appendix 1

FORM OF APPOINTMENT OF PROXY

I,.....of.....

(full name) (address)

being a member of the DSMRA

hereby appoint.....of.....

(full name of proxy) (address)

Also being a member of that the DSMRA, as my proxy to vote for me on my behalf at the general meeting of the DSMRA (annual general meeting or special general meeting, as the case may be) to be held on the

.....day of..... (month and year)

and at any adjournment of that meeting.

* My proxy is authorised to vote in favour of/against (delete as appropriate) the resolution (insert details).

* to be inserted if desired.

.....

Signature of member appointing proxy

Date.....

NOTE : A proxy vote may not be given to a person who is not a member of the DSMRA.