Special Resolution:

1. That the Constitution of the Association be amended by substitution with the document titled “Proposed Port Adelaide Cycling Club Inc. Constitution

**Explanatory Memorandum:**

The Board has conducted a review of Port Adelaide Cycling Club’s constitution, and recommends the following amendments.

1. Insertion of clause 9.1(d), namely:

*(d) The penalties able to be given to a Member pursuant to this Constitution include:*

* 1. *Expulsion as a Member of the Club;*
  2. *Suspension of Membership from the Club or from accessing certain privileges of membership for a specified period; or*
  3. *A fine; or*
  4. *Such other penalty, action, or educative process as may be appropriate in the circumstances.*

The existing Constitution does not delineate the penalties which may be imposed on a Member, which gives rise to uncertainty in the event of a dispute. These penalties are consistent with those recommended by AusCycling.

1. Amendment of clause 12.11 (Right to appoint proxy), namely the amendment of clause 12.11(e) to allow persons to be nominated as a proxy for more than one other member.

The existing constitution only allows a person to act as proxy for **one** other member. This amendment resolves an inherent conflict where the Chair could be nominated as a proxy, but only for one person. It further allows better participation in General Meetings by allowing more people to be represented by proxy.

1. Amendment of clause 17.10 (Minutes) to allow the Board to publish minutes of each Board meeting. The current Constitution prohibits publication of minutes of Board Meetings. The amendment, if adopted, gives the Board the discretion to publish Minutes as it sees fit.
2. Insertion of clause 21.1(b)(i). Currently, policies may only take effect when they are served on Members of the Club, either by post or by email. This amendment allows the Club’s policies to take effect 7 days after they are published on the Club’s website.
3. Minor formatting changes, including:
   1. In Clause 6.5(c) the reference to ‘the effects of membership set out in clause 6.3’ is replaced with ‘ the effects of membership set out in clause 7’. Item 6.3 relates to the process for admission as a Member, clause 7 lists the “effect of membership”
   2. In Clause 6.10 (Limited Liability) the words “clause 9 or” are inserted before the words “clause 26”. This reflects that Members’ liabilities to the club are limited to those on a winding up (nil) and those which may be imposed by the club by way of fines or other sanctions.