



**NEW CONSTITUTION FOR ADOPTION AT A SPECIAL  
GENERAL MEETING OF THE BMW MOTORCYCLE CLUB  
DURBAN  
HELD AT THE WESTVILLE COUNTRY CLUB ON  
25 FEBRUARY 2008**

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**ARTICLE 1 - NAME, OBJECTIVES, POLICY**

**1. NAME**

- 1.1. The Name of the Club shall be "BMW Motorcycle Club Durban" (hereinafter called the Club).

**2. OBJECTIVES**

The Objectives of the Club are to:

- 2.1. Promote and further interest in BMW and BMW-engined motorcycles.
- 2.2. Hold social meetings, events and outings, and co-promote events with other clubs and related organisations.
- 2.3. Maintain a Register of members.
- 2.4. Exchange and pool technical knowledge, data and experience in motorcycling and related matters.
- 2.5. Communicate with members either by way of the printed or electronic media, giving news of the Club, its members, BMW products, and other items of interest and assistance.
- 2.6. Promote cultural and social responsibility activities including but not limited to the making of donations to charitable causes.
- 2.7. Promote safe and competent motorcycling skills, suitable training and related support.

**3. POLICY**

- 3.1. The Club is controlled and run by the Committee on behalf of the members of the Club.
- 3.2. The Club is an independent non-profit organisation and shall not fall under the control of, or be dependant upon BMW SA, BMW AG, the International Council of BMW Clubs, BMW Clubs Africa or any BMW Dealer.
- 3.3. The Club may be a member of BMW Clubs Africa (which is a member of the International Council of BMW Clubs) and may become affiliated to or become a member of organisations with similar objectives but shall not fall under the control of any such organisation.

**ARTICLE 2 - ORGANISATION, COMMITTEE, GENERAL MEETINGS OF MEMBERS**

**1. ORGANISATION**

- 1.1. The Club shall be based within the greater Durban area.
- 1.2. Membership shall be available to persons who own or drive a BMW motorcycle and to all other persons interested in BMW motorcycles.

## BMW MOTORCYCLE CLUB DURBAN – NEW CONSTITUTION

- 1.3. Annual membership shall run from 1 January to 31 December of each year. Subscription Fees for the following year will be due on 1 January, and first time members joining after 1 October of each year will receive membership to the end of the following year.
- 1.4. A person becomes and remains a member in good standing by paying his or her Subscription Fee on an annual basis. Membership will automatically lapse if the membership fee for the current year is not paid by the end of March in any year.
- 1.5. New members will be suitably welcomed into the Club at an appropriate time and issued their welcome letter and Club badge/sticker after receipt of the membership fee.
- 1.6. All new members are required to complete the on-line application form on the club website ([www.durbanbmwclub.co.za](http://www.durbanbmwclub.co.za)) and thereby accept and agree to abide by the Club's constitution. Acceptance of membership indicates an acceptance and agreement of clause 1.7 below.
- 1.7. **Members and Visitors participate voluntarily in any Club activity and entirely at own risk.**

### 2. COMMITTEE

- 2.1. The Club shall be directed and its business conducted by the Committee.
- 2.2. The Committee shall consist of a Chairperson, Vice-Chairperson, Secretary and Treasurer, who are the office-bearers of the Club, and not less than two and not more than three ordinary members holding portfolios which shall be determined by the Committee.
- 2.3. The Committee shall meet at least six times each year at a venue determined by the Committee. Two-thirds of the elected Committee present in person shall represent a quorum. Any member of the Committee who does not attend two consecutive meetings without valid reason (apology) shall be deemed to have resigned from the Committee.
- 2.4. Any resolution or business requiring a vote shall be passed by a simple majority of Committee members present by show of hands. In the event of a tie in the voting, the Chairperson shall be entitled to a casting vote, in addition to his or her ordinary vote.
- 2.5. Nominations to the Committee shall be made in writing and signed by the named Proposer, a named Secunder and include the written consent by the Nominee and handed to the Chairman at the Annual General Meeting. Each valid nomination form will be accepted by signature of an office-bearer of the Club before election may take place. Only persons who have been members of the Club in good standing for at least six months before the date of the Annual General Meeting may be nominated.
- 2.6. The Committee for the coming year shall be the nominated persons. If more nominations than vacancies on the Committee are received, the Committee shall be elected by a ballot of the members present at the Annual General Meeting. The nominees relative to the vacancies receiving the highest number of votes shall be the Committee for the coming year.
- 2.7. The Committee so elected shall at its first meeting within one month of the Annual General Meeting elect the office-bearers from their members, decide on the portfolios of the ordinary members and shall also appoint a representative and an alternate to serve on the committee of BMW Clubs Africa.
- 2.8. When elected, the Committee members shall serve a period of two years from election. After the two year period it is required that they are re-elected following the constitutional procedure.
- 2.9. The Chairperson elect shall serve for a maximum of a two-year term in that capacity. After the two year period, this Chairperson may not serve in this capacity for a minimum rest period of three(3) years, but may serve in any other capacity.
- 2.10. The Committee will exercise discipline within the Club. After due consultation, it may remove an ordinary member or a Committee member (including Chair) for conduct unbecoming by using the Committee voting procedure.

### 3. ANNUAL GENERAL MEETING

- 3.1. The Annual General Meeting shall be held annually in DURBAN during the month of February. Only members in good standing shall be entitled to vote and participate in

## BMW MOTORCYCLE CLUB DURBAN – NEW CONSTITUTION

the meeting. Observers and visitors may attend, but not vote or speak. The Club members present shall represent a quorum.

- 3.2. The Secretary shall give twenty-one days notice of the time and place of the meeting to the members providing at the same time the agenda of the meeting. All items which members wish to have discussed under General on the agenda shall be notified to the Chairperson in writing at least fourteen days before the meeting.
- 3.3. Any resolution or business requiring a vote, other than the election of Committee members shall be passed by a simple majority of members present, by a show of hands.

### **4. SPECIAL GENERAL MEETING**

- 4.1. A Special General Meeting shall be called by the Chairperson on receipt of a written application, signed by not less than one fifth of the members in good standing as at the date of receipt of the application, or by resolution of the Committee.
- 4.2. Notice, voting and quorum shall be as in section 3 above.

## **ARTICLE 3 – POWER, ROLES AND DUTIES OF OFFICE BEARERS**

### **1. COMMITTEE**

- 1.1. The Committee shall control and manage the club on behalf of the members. Between Annual General Meetings all actions necessary to carry on the business of the Club shall be taken by the Committee.
- 1.2. The Committee shall have the power to refuse any application for membership without disclosing its reasons, and to suspend or expel any member whose conduct it deems to be prejudicial to the interests of the Club or its members. The Committee may exercise this power only once proper investigation has been conducted and interviews completed.
- 1.3. The Committee shall annually determine the Entrance Fees and Subscriptions (the membership fee) to be paid by members.
- 1.4. Notwithstanding clause 2.2 of Article 2, the Committee may co-opt members to the Committee for ad-hoc purposes and decide on the tasks and roles of such members. Co-opted members automatically end their term of office on the completion of the task or at the end of the Club Year.
- 1.5. The Committee may form sub-committees under its control and which shall be chaired by a member of the Committee to assist with any task of the Club requiring additional expertise or help.

### **2. CHAIRPERSON**

- 2.1. The Chairperson shall chair General Meetings and Committee Meetings and oversee the proper management of the Club.
- 2.2. The Chairperson shall represent the Club as required and shall maintain links with BMW Clubs Africa, BMW SA, BMW AG, the International Council of BMW Clubs and other organisations contemplated in clause 3.3 Article 1.
- 2.3. The Chairperson may act on behalf of the Committee in urgent situations, advising them as soon as possible thereafter.

### **3. VICE-CHAIRPERSON**

- 3.1. The Vice-Chairperson shall assist the Chairperson with the running of the Club paying particular attention to administrative matters, and shall act for and on behalf of the Chairperson in his absence.
- 3.2. In the event of the Chairperson vacating office for any reason, the Vice-Chairperson shall become Chairperson until the end of the current term of office of the Chairperson.

### **4. SECRETARY**

- 4.1. The Secretary shall take minutes of all meetings of the Committee and of General Meetings, and keep copies of all minutes.

## BMW MOTORCYCLE CLUB DURBAN – NEW CONSTITUTION

- 4.2. The Secretary shall run the office and deal with all day-to-day correspondence and all related matters incidental to the running of the Club.
- 4.3. The Secretary shall keep the records of the Club.

### 5. TREASURER

- 5.1. The Treasurer shall have charge of and maintain proper accounts of the funds of the Club, which shall be deposited in the name of the Club at a bank approved by the Committee.
- 5.2. The Treasurer shall make all payments necessary for the operation of the Club, upon signature as required in clause 2 Article 4.
- 5.3. The Treasurer shall collect and bank any monies due to the Club on a regular basis, after recording in the books of the Club.
- 5.4. The Treasurer will have under his or her control the assets of the Club.
- 5.5. The Treasurer shall report to the Committee on the state of the finances of the Club on a regular basis.  
Approval by the Committee of the financial report shall signify approval of all income and expenditure therein.
- 5.6. The Treasurer shall keep and maintain a detailed register of club members. A report should be submitted at each committee meeting detailing new members, entrance fees and subs collected total number of members and default members etc.
- 5.7. The Treasurer shall present an Annual Financial Statement to the Annual General Meeting.

## ARTICLE 4 – ADMINISTRATION, FINANCE, SIGNATORIES, WINDING UP, AMENDMENTS

### 1. ADMINISTRATION AND FINANCE

- 1.1. The Club is not for profit and all income and property of the Club shall be applied solely towards the objectives. No portion thereof shall be paid or transferred directly by way of dividends or bonus or otherwise, to any persons provided that nothing herein shall prevent the payment in good faith of remuneration to any person in return for any services rendered to the Club.
- 1.2. Immovable property and other investments and assets of the Club wherever situated shall vest in and be registered in the name of the Club.
- 1.3. The funds of the Club will be applied within the Republic of South Africa and funds received from the RSA will only be applied in this area.
- 1.4. The Club operates a Standard Bank current account and makes payments via EFT's. All expenditure must be authorized as follows:

Up to R1000	-	Chairperson plus one committee member.
R1000-R2000	-	Chairperson plus two committee members.
Over R2000	-	Committee.

### 2. WINDING UP

- 2.1. If upon the winding up or dissolution of the Club there remain after the satisfaction of all its debts and liabilities, any assets whatsoever, the same shall not be paid to or distributed among the members but shall be given or transferred to some other organisation having objectives similar to the objectives of the Club or to a Charity. The beneficiary shall be determined by the members in General Meeting at or before the winding up or dissolution.

### 3. AMENDMENTS TO CONSTITUTION

- 3.1. Amendments to this Constitution shall only be made by the members in General Meeting. Notice as required in Article 2 clauses 3 and 4 shall be given and any amendment shall require a two-thirds majority of the members present, by a show of hands.