



The Ulysses Club of New Zealand Incorporated

2023 Rule Book

Approved at 2023 AGM, held at Christchurch, Canterbury.

***NOTE: This Rule Book supersedes and replaces ALL previous Rule Books.
Please destroy all previous Rule Books!***

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1.0 THE SOCIETY

1.1 Name:

The name of the society is: "The Ulysses Club of New Zealand Incorporated."

1.2 Definitions:

In these Rules, except in so far as the context or subject matter may otherwise indicate or require:

- (a) "Branch" means a Branch of the Club established at any place in New Zealand or such other place or places as the National Committee may determine,
- (b) "Branch Committee" means the committee of a Branch of the Club formally elected from by the members of the Club as provided by the Rules for the conduct of the affairs of the Branch,
- (c) "Club" means the total body of members wherever resident constituted by these Rules as: The Ulysses Club of New Zealand Incorporated,
- (d) "Coordinator" means the elected Coordinator for the time being of a Branch of the Club, and includes "President" if the Branch prefers that title,
- (e) "General Meeting" means a General Meeting of the members of the Club or of a Branch properly convened and held in accordance with the Rules,
- (f) "General Resolution" refers to a matter considered in a meeting of members that requires a majority of votes in favour for the resolution to be adopted,
- (g) "Handbooks" refer to guidelines prepared by the National Committee on procedures to assist in the management of Club activities e.g., Branch Coordinators' Handbook, Running an Annual General Meeting, etc,
- (h) "Member" of the Club means a member who meets the requirements of rule 2.1 and has paid all subscriptions due and has not ceased to be a member for any of the reasons cited under Rule 2.3. Member does not mean an Associate Member.
- (i) "Associate Member" of the Club means a member who meets the requirements of rule 2.2 and has paid all subscriptions due and has not ceased to be a member for any of the reasons cited under Rule 2.3,
- (j) "National Administrator" means the person or organisation appointed by the National Committee to exercise the day-to-day administration of the Club,
- (k) "National Committee" means the committee elected from the members of the Club as provided by the Rules for the management and control of the Club and its funds,
- (l) "Office bearers" are: (i) Coordinator or President, (ii) Vice Coordinator or Vice President (iii) Secretary and (iv) Treasurer or, if the Branch prefers, Secretary / Treasurer,
- (m) "Poll" means the formal counting and recording of votes cast by a show of hands in a matter being decided in a meeting,
- (n) "Rules" means the Rules of the Club as set out herein and as may be amended from time to time

by the members of the Club in a general meeting, and

- (o) “Special Resolution” means a matter considered by members in a general meeting that requires at least 75% of votes cast to be in favour for the resolution to be adopted.

1.3 Objectives and Purposes:

.1 The objectives and purposes of the Club are to:

- (a) Provide a means by which eligible persons can meet for companionship, social activities, and the responsible pursuit and enjoyment of motorcycling,
- (b) promote among government, regulatory authorities, manufacturers, media, and other relevant bodies the interests of older motorcyclists in particular, and motorcyclists in general,
- (c) encourage and promote safe motorcycling among members and the community,
- (d) make donations to any worthy cause in any way as may be likely to further the purposes of the Club provided that such donations can only be made by a Branch. Such donations are to be approved by the Branch Committee,
- (e) carry on or engage in any business or undertaking or project which may seem to the Club to be capable of being conveniently carried on to further the purposes for which the Club is established,
- (f) communicate, affiliate, or enter into other relations with other Clubs or associations with a view to furthering the purposes of the Club,
- (g) purchase, lease, hire, exchange or otherwise acquire any real or personal property, rights or privileges which may further the purposes of the Club,
- (h) sell, lease, hire out, improve, develop, exchange, or otherwise dispose of any real or personal property, rights or privileges which may further the purposes of the Club, and
- (i) do all such other things as are incidental or conducive to the purposes of the Club outlined in 1.3 (a) to (h) above.

.2 Pecuniary Gain

- (a) Pecuniary gain is not an objective of the Club.

1.4 The Common Seal:

- (a) The seal of the Club shall be in the custody of the National Secretary and shall be affixed to such documents as the National Committee may direct, in the presence of the National President, National Secretary and a National Committee member.
- (b) The National Committee may by special resolution change, alter or adopt any new seal as they deem proper.

1.5 Interpretation:

- (a) If any doubt arises as to the proper construction or meaning of these Rules, the matter shall be referred to the National Committee for clarification. Its decision shall be final and conclusive and must be recorded in the Minute Book of National Committee meetings.
- (b) In any matter of interpretation, the Rules take precedence over any Handbooks.

2.0 MEMBERSHIP

2.1 A person is eligible to be a member if the person:

- (a) is 40 years old or more, and holds a current motorcycle licence, and has been nominated by a Branch Member and approved by the Branch Coordinator; or
- (b) is 40 years old or more, and has a longstanding interest in motorcycles or is the spouse / partner of a current member, and has been nominated by a Branch Member and approved by the Branch Coordinator; or
- (c) is 40 years old or more, and holds a current motorcycle licence, and is generally resident overseas, and has been nominated by two members who are generally resident in New Zealand: and
- (d) having satisfied (a) or (b) or (c) above, has applied for membership to the National Administrator in such manner as may be prescribed from time to time; and
- (e) has been approved for membership by the National Committee.
- (f) where the National Committee determines to approve an application for membership to the Club, the National Administrator shall cause the person's name to be entered on the Club Register of Members
- (g) where the National Committee determines to reject an application for membership to the Club, the National Secretary shall as soon as practicable notify the applicant of that rejection.

2.2 A person is eligible to be an associate member if the person:

- (a) Is aged less than 40 years old
- (b) Has an interest in motorcycles and been nominated by a Branch Member and approved by the Branch Coordinator;
- (c) having satisfied above, has applied for associate membership to the National Administrator in such manner as may be prescribed from time to time; and
- (d) has been approved for associate membership by the National Committee.
- (e) where the National Committee determines to approve an application for associate membership to the Club, the National Administrator shall cause the person's name to be entered on the Club Register of Members
- (f) where the National Committee determines to reject an application for associate membership to the Club, the National Secretary shall as soon as practicable notify the applicant of that rejection.

2.3 A person ceases to be a member or associate member of the Club if the person:

- (a) dies, or
- (b) resigns from membership, or
- (c) is expelled from the Club, or
- (d) fails to pay without reasonable cause any fee, subscription, or other amount when it becomes due.

2.4 Loss of Motorcycle Licence:

Members who joined the Club under 2.1 (a) above, but who now no longer hold a motorcycle licence retain their right to on-going membership.

2.5 Register of Members and Associate Members:

- (a) The National Committee shall establish a Register of which will be maintained by the National Administrator. The Register shall specify as a minimum requirement, at least the name and address of each person who is a member, the person's membership number, and the date on which the person became a member.
- (b) The Register shall record the Club Life members and Odyssey medal holders.
- (c) The Register shall be available at the Registered Office of the Club and shall, subject to the provisions of the Privacy Act 2020, be open for inspection, free of charge, to any member at a reasonable place and hour.

2.6 Fees and Subscriptions:

- (a) A person making application to join shall pay to the Club:
 - (i) a joining fee as determined by the National Committee; and
 - (ii) an annual subscription as determined by the National Committee; or
 - (iii) a triennial subscription as determined by the National Committee.
- (b) Joining fees and subscriptions shall be retained by the Club if the person's application for membership is approved but shall be refunded if the application is declined.
- (c) Each member and associate member shall pay an annual or triennial subscription as determined by the National Committee. The subscription shall be due on such basis as determined by the National Committee.
- (d) A Branch may levy a "Branch operating fee."
 - (i) Members and associate members retain all rights of membership of the Club if they do not pay the Branch operating fee.
 - (ii) Members and associate members have no claim to any benefits relating to the Branch operating fee if they do not pay the fee.

2.7 Meritorious Service:

Two kinds of formal recognition may be awarded by the Club: Life Membership and Odyssey Medal.

.1 Life Membership

- (a) A Life Member shall be a member who has been a continuous financial member for at least 15 years and given valued and meritorious service to the Club.
 - (b) Any Branch wishing to nominate a member shall give notice in writing in the prescribed form to the National Secretary not less than 90 days before the date of the Club Annual General Meeting.

- (c) The election of Life Member will be discussed and voted upon at the Coordinators' Annual General Meeting. Nominations will be confidential and will not be disclosed prior to the Coordinators' Annual General Meeting.
- (d) To be successful, the nomination must be supported by not less than 80% of the Coordinators and National Committee members present.
- (e) The vote will be by secret ballot.
- (f) A Life Member shall be entitled to all the privileges accorded to financial members without payment of any subscriptions.
- (g) Should any person holding a Life Membership be expelled from the Club, the Life Membership and all its benefits will be cancelled.
- (h) There shall be a maximum of fifteen (15) living Life Members.

.2 Odyssey Medal

- (a) An Odyssey Medal nominee shall be a member who is not already a Life Member, and who has been a continuous financial member for at least ten years and given valued and meritorious service to the Club, particularly at Branch level.
- (b) Any Branch wishing to nominate a member shall give notice in writing in the prescribed form to the National Secretary not less than 90 days before the date of the Club Annual General Meeting.
- (c) The election of an Odyssey Medal recipient will be discussed and voted upon at the Coordinators' Annual General Meeting. Nominations will be confidential and will not be disclosed prior to the Coordinators' Annual General Meeting.
- (d) To be successful, the nomination must be supported by not less than 80% of the Coordinators and National Committee members present.
- (e) The vote will be by secret ballot.
- (f) Should any person holding an Odyssey Medal be expelled from the Club, the Odyssey Medal award will be cancelled.
- (g) Nominations are restricted to one per Branch per annum.
- (h) Awards are restricted to a maximum of four per annum.
- (i) Joint Odyssey nominations may be accepted subject to the following conditions:
 - (i) A Branch may nominate a couple jointly for an Odyssey Medal, provided that each of the couple individually meets the requirements of clause 2.6(2)(a), and
 - (ii) Such nomination also meets the requirements of clauses 2.6(2)(b) -2.6(2)(e) inclusive, and
 - (iii) The voting as per clause 2.6(2)(d) shall be treated as a single nomination. If the nomination is successful, each of the couple will receive an individual Odyssey Medal, which will be treated as one award for the purposes of clause 2.6(2)(h).
 - (iv) For the purposes of this clause, "couple" means two members of the club who live together, whether married, in a civil union, or in a similar relationship.

2.8 Discipline:

- (a) The following behaviours are unacceptable:
 - i) Abuse or harassment of other members whilst participating in a Club or Branch event;
 - ii) Abuse or harassment of other members engaged in Club or Branch business or, because of or in relation to the office or function of that person in the Club or Branch;
 - iii) Behaviour which unreasonably puts the safety of others at risk or damages the property of the club or other members of the club or the reputation of the club
- (b) Any person who makes a formal complaint to a Coordinator is entitled to have that complaint considered in an impartial, timely and respectful manner.
- (c) In the first instance, the Coordinator of the Branch of which the member or associate member whose conduct is the subject of the complaint must investigate and hear all sides of the issue. If the Coordinator then decides that the issue warrants further action then the formal process must be followed.
- (d) If the Coordinator decides that the matter should be taken further then the Coordinator must discuss it with the Branch Committee. If, at this point, they are unable to resolve the matter to the satisfaction of all parties then a formal committee meeting must be called with the member whose conduct is the subject of the complaint to review the concerns. That member or associate member must receive written notice of the concerns to be considered at the meeting.
- (e) The Branch Committee must give the member or associate member whose conduct is the subject of the complaint reasonable opportunity to present their response to the concerns either in writing or orally at the meeting or both. That member or associate member may choose to be accompanied by a support person at the meeting.
- (f) After reviewing the evidence, the Branch Committee must decide on appropriate action which may range from 'no action' to, in the most serious cases, 'expulsion' from the Club.
- (g) The Branch Secretary must inform the member or associate member whose conduct is the subject of the complaint of the Branch Committee's decision in writing and within seven days. This notice must advise that member or associate member of their right of appeal which must be received by the Branch Secretary within seven days of receiving the written notice of the decision.
- (h) If the member or associate member whose conduct is the subject of the complaint appeals the decision of the Branch Committee, then the Branch Secretary must call a meeting of all Branch Members within 21 days to consider the appeal. All parties shall state their respective cases, orally or in writing, or both. By secret ballot, the Branch Members present, excluding the member whose conduct is the subject of the complaint, shall vote to either confirm or revoke the decision.
- (i) If any matter concerning discipline is not resolved satisfactorily at the Branch level, any of the parties may refer the issue to the National Committee for resolution. In such cases, the National Committee must investigate and hear all sides of the issue. The National Committee may confirm the decision reached at the Branch level, or if it considers this to be unsatisfactory, shall resolve the matter itself by following the principles of the formal process set out in 2.7 (d) to 2.7 (f) above.

3.0 GOVERNANCE

3.1 Governance of the Club:

- (a) There shall be a National Committee which, subject to these Rules and any resolution passed by the Club in general meeting:
 - (i) shall control and manage the affairs of the Club and its funds, and
 - (ii) shall perform all such acts and do all such things as appear to the committee to be necessary or desirable to properly manage the affairs of the Club.
- (b) The National Committee shall consist of:
 - (i) the National President,
 - (ii) the National Vice President,
 - (iii) the National Secretary,
 - (iv) the National Treasurer, and
 - (v) three ordinary members.
- (c) The National Committee shall be elected at the Annual General Meeting of the Club in accordance with the Rules.
- (d) Each elected member of the National Committee shall hold office until the time at the next Club Annual General Meeting when all positions are declared vacant.
- (e) In the event of a casual vacancy occurring in the elected membership of the National Committee, that committee may appoint a club member to fill the vacancy and the member so appointed shall hold office until the time at the next Club Annual General Meeting when all positions are declared vacant.
- (f) No member shall hold an office bearer position on the National Committee whilst simultaneously holding an office bearer position on a Branch Committee.

3.2 Governance of Branches:

- (a) The establishment of a Branch of the Club shall be subject to the grant of a charter by the National Committee which shall have the power to withdraw, or place conditions on the continuation of the Branch where it is considered for good reason to be in the best interests of the Club.
- (b) There shall be a Branch Committee of each Branch of the Club, which, subject to these rules and the reasonable direction of the National Committee, shall conduct the affairs of the Club where the Branch is established.
- (c) Each Branch Committee shall consist of:
 - (i) the Coordinator,
 - (ii) the Vice Coordinator (if required by the Branch),
 - (iii) the Branch Secretary,

- (iv) the Branch Treasurer or if the branch prefers, the Secretary / Treasurer, and
- (v) at least one non office bearer.

The office bearer positions (c) (i) to (iv) must be held by members of the club

- (d) Each elected member or associate member of the Branch Committee shall hold office until the time at the next Branch Annual General Meeting when all positions are declared vacant.
- (e) In the event of a casual vacancy occurring in the elected membership of the Branch Committee, that committee may appoint a Branch member to fill the vacancy and the member so appointed shall hold office until the time at the next Branch Annual General Meeting when all positions are declared vacant.
- (f) Members proposing to form a new Branch shall forward their proposal to the National Committee including an indication of the proposed branch boundaries and the number of potential members. In deciding whether the new Branch shall be established, the National Committee will take into account the wishes of affected branches and all members who would be included in the new branch.
- (g) If the boundaries of a proposed new Branch encroach on an existing branch or branches, then the National Committee must conduct a secret ballot of those members who would be included in the new branch. Of the votes cast 66% must be in favour for the new Branch to be formed.
- (h) Where not less than 75% of the Coordinators are shown to agree on a matter they wish raised as a Special Resolution, the Coordinators may propose the Special Resolution for consideration at a scheduled meeting of the National Committee, or at a Coordinators' Meeting. The Coordinators must give the National Secretary at least 21 days' notice in writing of the Special Resolution which is to be included in the Agenda for the Meeting. Such notice shall contain the names and respective Branches of the Coordinators supporting the Special Resolution. All Coordinators have the right to attend, speak and vote at the meeting in relation to the Special Resolution. Not less than 75% of the votes cast must be in favour of the Special Resolution for it to be adopted.
- (i) Every Branch is required to maintain and operate a bank account in the name of the Branch, which shall be operated only by a minimum of two members of the Branch Committee, subject to Rule 4.2.
- (j) In the case of the winding up or dissolution of a Branch:
 - (i) any assets shall not be distributed among the Branch members nor to other Branches, but shall be transferred to the Club to be held in trust by the National Committee; and,
 - (ii) once a new Branch is reformed in accordance with these Rules within the same general boundaries as the previous Branch, the National Committee shall return the assets to that Branch.

3.3 Election of Committees:

.1 Conduct of Elections

- (a) At each Annual General Meeting of the Club or Branch, the member presiding shall declare that all positions on the committee are vacant after all the business of the meeting and the retiring committee has been properly dealt with.
- (b) Upon the declaration being made, the members present shall appoint one of their number to

conduct the election of the new committee. Should a ballot be required, at least two scrutineers, neither of whom is a candidate for any position, should be appointed.

- (c) On completion of the election of all committee members, the elected Coordinator shall assume the chair and continue with the business of the meeting.

.2 Nomination of Candidates

- (a) National Committee: The National Secretary shall call for nominations for all positions by way of a notice published in the September edition of the Ulyssian prior to the Annual General Meeting.
- (b) Branch Committees: The Branch Secretary shall call for nominations for all positions by way of a notice to all members of the Branch. This may be done by way of a notice in the edition of the Ulyssian circulated to members not less than 60 days prior to the date of the Annual General Meeting. Where this is not published for reasons beyond the control of the Branch Committee, other appropriate communication that informs all branch members may be used.
- (c) Such notices shall state the closing date for nominations, and the date, time and place of the Annual General Meeting of the Club or Branch.
- (d) In the first instance, nominations shall be made in writing and signed by two members of the Club and endorsed by the written consent of the candidate. A candidate may be nominated for more than one position.
- (e) Nominations for National Committee must be received by the National Secretary by the first Friday of November prior to the National Annual General Meeting. Nominations for Branch Committees must be received by the Branch Secretary not less than 30 days prior to the Branch Annual General Meeting.
- (f) The National Secretary shall publish all the nominations for the National Committee in the December edition of the Ulyssian prior to the Annual General Meeting.

.3 Election of Candidates

- (a) If there is more than one nomination for any office bearer position then a ballot shall be held; if there is only one candidate nominated for any position then that candidate shall take the position.
- (b) If there are insufficient written nominations for any positions, then nominations shall be called from the floor at the Annual General Meeting.
- (c) If after calling for nominations from the floor, there are vacant positions remaining on the Committee, then these shall be deemed to be casual vacancies.
- (d) If the number of nominations received for any position or positions on a committee exceeds the vacancy or vacancies to be filled, a ballot shall be held.
- (e) The ballot shall be conducted by secret ballot at the Annual General Meeting in such usual and proper manner as the retiring committee may direct.

.4 Postal Votes

- (a) Members are entitled to vote by postal vote on any matter set out in the notice convening the meeting by lodging a vote with the Secretary of the committee concerned, not less than 14 days prior to a National Meeting and not less than 24 hours prior to the start of a Branch Meeting.
- (b) Postal votes must be submitted in the prescribed form in a sealed envelope and marked SECRET BALLOT. Failure to so mark the envelope shall render the member's vote invalid.

- (c) All envelopes marked SECRET BALLOT received by the Secretary shall be delivered unopened to a member appointed to conduct the election of members of the committee.

3.4 Committee Meetings

- (a) Each committee shall hold at least six meetings per year in person or by way of telephone or video link at such time as the committee may determine.
- (b) Additional meetings may be called by the President or Coordinator, or by any other two members of the committee.
- (c) Oral or written notice of a committee meeting shall be given by its Secretary to each member of the committee at least 48 hours (or such period as may be unanimously agreed upon by the members of the committee) before the time appointed for the holding of the meeting.
- (d) The quorum for a committee meeting is a majority of the committee members.
- (e) The President or Coordinator (or in their absence, the Vice President, or Vice Coordinator) shall preside at meetings.
- (f) Decisions at meetings shall be determined by a majority of the committee members present.
- (g) Each committee member present shall have one vote on any question, except that in the event of an equality of votes, the person presiding may exercise a second or casting vote. If the decision involves change then the casting vote must be used to maintain the status quo.

3.5 Duties and Responsibilities:

All members of the Club are expected to uphold the Rules and promote the objectives and purposes of the Club.

.1 It is the duty of a Secretary to:

- (a) keep records / minutes of:
 - (i) all elections of office bearers and members of the committee,
 - (ii) the names of committee members present at a committee or general meeting, and
 - (iii) all proceedings at committee and general meetings,
- (b) ensure that the minutes of meetings are signed by the Chairperson of that meeting or the Chairperson of the succeeding meeting after confirmation as a true and correct record,
- (c) issue notice of meetings, and agenda to members,
- (d) Branch Secretaries are responsible for advising the National Secretary of the names of members elected to the Branch Committee along with ensuring that copies of the Minutes of the Branch Annual General Meeting and Branch Annual Financial Report, are forward to the National Secretary within one month of the Branch Annual General Meeting.

.2 The National Secretary is responsible for:

- (a) making returns to the Registrar of Incorporated Societies as required under the Incorporated Societies Act (1908),
- (b) organising the Club Annual General Meeting, including issue of notice of meeting, calling for

nominations for positions, publication of nominees, arranging for postal voting, conducting elections, and publication of results.

.3 The National Treasurer is responsible for:

- (a) ensuring that all monies due to the Club are received, and payments authorised are made,
- (b) ensuring that proper books of account are kept,
- (c) ensuring that a Club Annual Financial Report is prepared for presentation to members at the Club Annual General Meeting,
- (d) ensuring that the Club Annual Financial Report is presented to the person appointed for audit,
- (e) making returns to the New Zealand Inland Revenue Department as legally required,
- (f) if requested by a member, arranging for the records, books, and other financial documents of the Club to be inspected free of charge at any reasonable time and place.

.4 Branch Treasurers are responsible for:

- (a) ensuring that all monies due to the Branch are received, and payments authorised are made,
- (b) ensuring that proper books of account are kept,
- (c) ensuring that an Annual Financial Report is prepared for presentation to members at the Branch Annual General Meeting, and
- (d) ensuring that copies of the Branch Annual Financial Report are forwarded to the National Secretary within one month of the Branch Annual General Meeting.

.5 The National Administrator is responsible for:

- (a) keeping the Register of Members, Life Members and Odyssey Medal holders,
- (b) processing new applications for membership of the Club,
- (c) attending to the Club administration as determined by the National Committee

3.6 Casual vacancies and removal from office:

.1 A casual vacancy on a Committee occurs if the office holder or bearer:

- (a) dies,
- (b) ceases to be a member of the Club,
- (c) resigns,
- (d) becomes bankrupt,
- (e) becomes mentally incapable,
- (f) is absent without consent of the committee for six months, or
- (g) is removed under Rule 3.6.2 or 3.6.3 below.

- .2 The members of the Club in general meeting may by a General Resolution in the Agenda for that meeting remove any member of the National Committee from office and may by general resolution appoint another member to hold office until the expiration of the term of office of the member so removed.
- .3 The members of a Branch in general meeting may by a General Resolution in the Agenda for that meeting remove any member of a Branch Committee from office and may by general resolution appoint another member to hold office until the expiration of the term of office of the member so removed.
- .4 The committee member who is the subject of any resolution under 3.6.2 or 3.6.3 must have every reasonable opportunity to present her or his case to the members.

3.7 Meetings:

.1 Club Annual General Meeting

- (a) There shall be a Club Annual General Meeting held each year between 14 March and 26 April.

In addition to any other business which may be properly transacted at an Annual General Meeting, the business of this meeting shall be to:

- (b) confirm the minutes of the preceding Annual General Meeting and any Special General Meetings held since that meeting,
- (c) receive reports from the National Committee upon the activities of the Club in the preceding year,
- (d) receive a report from Branch Coordinators on the Coordinators' meetings held during the year,
- (e) receive and consider the Annual Financial Report for the previous year ending 31 December,
- (f) appoint an independent, qualified auditor for the forthcoming year, and
- (g) elect National Committee members for the forthcoming year.

.2 Branch Annual General Meetings

The Annual General Meeting of a Branch of the Club shall be convened to be held on a date not later 30th June in each year and at such place and time as the Branch Committee may determine.

In addition to any other business which may be properly transacted at an Annual General Meeting, the business of this meeting shall be to:

- (a) confirm the minutes of the preceding Annual General Meeting, and any special general meetings held since that meeting,
- (b) receive reports from the Branch Committee upon the activities of the Branch in the preceding year,
- (c) receive and consider the Branch Annual Financial Report for the previous year, and
- (d) elect Branch Committee members for the forthcoming year.

.3 Branch Coordinators' Annual Meeting

- (a) There shall be an annual meeting of all Branch Coordinators and the National Committee held on the day before the Annual General Meeting of the Club.

In addition to any other business which may be properly transacted at an annual meeting, the business of this meeting shall be to:

- (b) confirm the minutes of the preceding Branch Coordinators' Annual Meeting,
- (c) receive reports from Branch Coordinators upon the activities of their Branches in the preceding year,
- (d) consider and discuss remits and resolutions to be presented at the Annual General Meeting of the Club,
- (e) elect Life Members and Odyssey Medal awards, and
- (f) hear and discuss any other Club business.

.4 Special General Meetings of the Club

- (a) A Special General Meeting of the Club may be called by:
 - (i) The National Committee, by way of a General Resolution recorded in the National Committee Minutes,
 - (ii) The National Committee on receipt of a requisition signed by not less than 100 members or 10% of the members of the Club whichever is the greater,
- (b) The requisition must state the purpose of the meeting,
- (c) The requisition must be lodged with the National Secretary, and
- (d) The National Secretary must arrange to hold the meeting within 60 days of either the resolution being passed as in (a) (i) above or receiving the requisition as in (c) above.

.5 Special General Meetings of a Branch

- (a) A Special General meeting of a Branch may be called by:
 - (i) The Branch Committee, by way of a general resolution recorded in the Branch Committee Minutes,
 - (ii) The Branch Committee on receipt of a requisition signed by not less than 10 branch members or 10% of the branch members, whichever is the greater,
- (b) The requisition must state the purpose of the meeting,
- (c) The requisition must be lodged with the Branch Secretary, and
- (d) The Branch Secretary must arrange to hold the meeting within 28 days of the Branch Committee passing a resolution as in (a) (i) above or receiving the requisition as in (c) above.

3.8 Meeting procedures:

- .1** The National Secretary and Branch Secretaries are responsible for advising members of the time, day, and place of meetings, and of the business to be considered at meetings. Not less than 14 days' notice must be given for all general meetings, except where a special resolution is to be decided, then not less than 21 days' notice must be given to all those entitled to attend and vote.
- .2** For Club Annual General Meetings, the notice must be published in the December Ulyssian prior to the Annual General Meeting.
- .3** The President shall preside at Club general meetings, and the Coordinator at Branch general meetings, and in their absence, the Vice President, or Vice Coordinator.
- .4** If the person presiding at a meeting is not determined under 3.8.3, the members present shall elect one of their number to preside.
- .5** The quorum for general meetings of a Branch is five or 10% of the branch members, whichever is the greater. The quorum for a general meeting of the Club is 150 members.
- .6** A question arising at a general meeting shall be determined by a show of hands, unless before or on the show of hands, a poll is called for. A poll can be requested by the chairperson or at least three members present at the meeting.
- .7** Upon any question arising at general meetings:
 - (a) a member has one vote only,
 - (b) all votes shall be given personally or by postal vote,
 - (c) decisions at meetings shall be determined by a majority of votes cast, and
 - (d) in the event of an equality of votes, the person presiding may exercise a second or casting vote. If the decision involves change then the casting vote must be used to maintain the status quo.
- .8** A Special Resolution passed at a Club general meeting is required to change the Rules or to wind up the Club.
 - (a) At least 21 days' written notice of the Special Resolution must be given to all members.
 - (b) For a Special Resolution to be adopted, at least 75% of the votes cast must be in favour.

4.0 FINANCIAL

- 4.1** All monies received by the Club or by a Branch must be deposited as soon as practicable and without deduction, to the credit of the Club's or Branch's bank account.
- 4.2** All Club or Branch financial instruments (including internet transactions) shall be signed or authorised by a minimum of two members of the committee, or persons authorised by the committee. Signatories shall not be persons who are related or domiciled together.
- 4.3** The income and property of the Club shall be applied solely towards the purposes of the Club and no portion of it shall be transferred directly or indirectly by way of profit or gain to members of

the Club. Nothing herein shall prevent the payment in good faith to any member of the Club for goods supplied or services rendered, where this is done in the course of the member's usual or accepted occupation.

- 4.4** All members are entitled to inspect the records, books and other financial documents of the Club or their Branch free of charge at any reasonable time and place.

5.0 ALTERATION OF THE RULES

- 5.1** Except for Rule 4.3 and Rule 6, these Rules may be altered by a Special Resolution of the members of the Club gathered in general meeting.

5.2 No addition to, or alteration of the objectives and purposes clause, personal benefit clause or the winding up clause shall be made which affect the tax exempt status/non-profit body status. The provisions and effect of this clause shall not be removed from this document and shall be included and implied into any document replacing this document.

6.0 DISSOLUTION OF THE CLUB

- 6.1** The Club may be voluntarily wound up in accordance with the provisions of the Incorporated Societies Act (1908).

- 6.2** If, after the winding up or dissolution of the Club, any assets remaining after the satisfaction of all liabilities shall not be distributed among the members.

- 6.3** Such assets shall be transferred to some other Club or association with similar objectives to the Club, as determined by the members at or before the time of winding up. In default, this distribution shall be determined by such Court that may have jurisdiction in the matter.

7.0 GENERAL

- 7.1** The National Committee shall appoint each year, an Editor of The Ulyssian magazine. The Editor shall:

- (i) be selected by the National Committee,
- (ii) be appointed within two months of the Club Annual General Meeting,
- (iii) operate within the guidelines as set down by the National Committee,
- (iv) not be an office bearer of any Branch Committee, and
- (v) not be a member of the National Committee.

- 7.2** Where there is the possibility of a conflict of interest in any matter being considered by the National Committee or a Branch Committee, then a member of that committee must declare such potential conflict to the other committee members, who shall decide if that member should absent her / himself from discussion on the matter and not vote on any decision relating to it. The matter shall be recorded in the minutes of the committee meeting.

- 7.3** The Ulysses Club logo belongs to the Club and shall not be used for any purpose other than that approved by the National Committee.
- 7.4** Any member who uses the Club logo or name of the Club other than that supplied by the Club or uses it for a purpose not previously approved by the National Committee shall be deemed to be acting in a manner prejudicial to the Club.