



**CONSTITUTION & RULES OF THE TRIUMPH RIDERS  
MOTORCYCLE CLUB NEW ZEALAND  
INCORPORATED**

**[As at 15 October 2023]**

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## 1. NAME AND OTHER REQUIREMENTS

- 1.1 The name of the Society is Triumph Riders Motorcycle Club New Zealand Incorporated herein referred to as “the Club,” TRMCC or TRMCCNZ.
- 1.2 The decision to transform the Club from a limited liability company to an incorporated society was constituted by a resolution on 10 August 2013 at the Second Anniversary AGM of the Club held at Levin.
- 1.3 At the same AGM at Levin on 10 August 2013, the members agreed the Wanganui Chapter of TRMCC be recognised as the founding chapter of the Triumph Riders Motorcycle Club New Zealand and this acknowledgement of that chapter’s place in the club’s foundation and history form part of the Club’s rules and constitution.
- 1.4 **Club Logo:** As decided by the 2017 AGM at Taupo, any change and or alteration in colour, shape design or form to the Triumph Riders official logo requires a minimum of 75% majority vote from full members at an AGM. The logo being of a black background, the word Triumph in white, the words Riders, MCC, NZ, Inc. in red surrounded by a white border.
- 1.5 **Supporters Logo:** As passed the 2017 AGM, all Triumph Riders Motorcycle Club apparel sold to non-members or supporters of TRMCC (this may include but is not limited to hats, tee shirts, singlets, beanies, hoodies, badges, etc) must be identified with the word "supporter" contained within the logo or by the same logo but with the "red" of the "Riders" contained within the logo being a different colour, e.g. blue, yellow, green whatever is decided upon by the National Executive. The official TRMCC logo should be exclusively for members and associate members only.
- 1.6 **NZ Suppliers:** As decided at the 2017 AGM all regalia is to be purchased from New Zealand suppliers wherever possible, but not exclusively.

## 2. REGISTERED OFFICE

- 2.1 The Registered Office of the Society is Peter Davidson & Associates, 25A Horotane Valley Road, Heathcote, Christchurch, 8022.

## 3. INTERPRETATION

- i. “BEARS” means a recognised production brand of British, European or American motorcycle of manufacture.
- ii. “Club” means the Incorporated Society. For the purposes of these rules the term “Club” and “Society” are interchangeable.
- iii. “Committee” means the National Committee of the Club and comprises of the National Executive plus all Chapter presidents within the Club.
- iv. “Executive” means the National Executive of the Club.
- v. “General Meeting” means a general meeting of members of the Club convened in accordance with the rules.
- vi. “He” and any words denoting the masculine gender include females in accordance with the meaning in s 31 of the Interpretation Act 1999, which makes the term non-gender specific.

- vii. As determined by the 2016 AGM, "Member" means a full and current financial member of the Club who **must own and ride** a Triumph motorcycle. Also as determined by the 2016 AGM, all National Executive and National Committee Officers **must only ride Triumphs** on Club rides and at Club events. Additionally, as determined by the National Committee the definition of "the must own and ride principle" was strengthened to avoid misuse of the rules relating to full membership (by simply owning a non-functional Triumph and never riding it) by expanding the definition to state the rules do not exclude full members riding other BEARs bikes at club rides and events so long as it does not become their regular practice.
- viii. "Associate member" means a current financial member of the Club who does not own and ride a Triumph Motorcycle, but does own and ride a BEARS (British, European, and American) motorcycle.
- ix. "Motorcycle" excludes trikes or anything other than a two-wheeled motor-powered motorcycle.
- x. "Special resolution" means a special resolution defined by the National Executive or National Committee.
- xi. "Triumph motorcycle" means including (but not limited to) Coventry, Meriden, Harris and Hinckley models of Triumph motorcycles, and includes Triumph branded motorcycles produced in any Triumph production facility.

#### 4. **OBJECTS AND PURPOSES OF THE INCORPORATED SOCIETY (CLUB)**

The objects of the Club are:

- i. Provide an opportunity for Triumph motorcycle riders to meet, ride together, and socialise, and include families where appropriate. Non-BEARS bikes will not be acceptable or able to participate in any rides or events at a National or Chapter level. Neither will the wearing of Hi-Viz vests, jackets, pants, helmets, or any other such recognised Hi-Viz (high visibility) clothing be acceptable on rides or events at a National or Chapter level. Hi-Viz clothing is any clothing that has a highly reflective property or a bright fluoro-type colour (eg: yellow, orange, lime green) that is highly discernible from any background and similar in appearance to the Personal Protective Equipment (PPE) worn in industry.
- ii. Ensure all Triumph riders have access to information relevant to motorcycle riding.
- iii. Promote the general benefits of motorcycling and ownership of Triumph motorcycles including, but not limited to Coventry, Meriden, and Hinckley models of Triumph motorcycles.
- iv. Raise the profile of Triumph motorcycles and riders in New Zealand.
- v. Support the Club's nominated charities; these being the St John Ambulance and the Life Flight Trust. In the event of the Club being **WOUND UP**, the Club's debts, costs, and liabilities shall be paid first, and then all surplus money and other assets realised and disposed of by equal distribution of the balance to the St John Ambulance and the Life Flight Trust.
- vi. Do anything necessary or helpful to the above purposes.
- vii. Pecuniary gain is expressly not a purpose of the Club.

- 4.1 Preservation of Tax-Free Status:** As determined by the National Committee, no addition to or alteration of the aims, personal benefit clause, or the winding up clause shall be made which affects the Club's tax-exempt status. The provisions and effect of this clause shall not be removed from these rules and shall be included and implied into any rules and constitution replacing this document.
- 4.2 Patron:** The Club shall have a patron. A patron is defined as an honorary position held by someone who reflects the achievements and values the Club stands for. The Patron does not hold an executive position and does not attend National Executive or National Committee meetings but may do so by invitation. They do not carry any responsibilities or liabilities. They lend their name and standing to the Club as an expression of their commitment and support and a reflection of their achievement and contribution to the Club in the past. They may act as an avenue for all members to resort to for advice or advocacy.
- 4.3 Selection of Patron:** The position of Patron is to be selected and appointed by the National Committee, and which will ask Chapters for suitable persons to approach. The position is to be held by the incumbent until such time as a replacement is deemed necessary (for whatever reason) by the National Committee or the incumbent resigns. The number of patrons at any one time will be limited to a maximum of two (2).

## **5. MEMBERSHIP**

- 5.1** The National Committee has determined the Club shall have the following category of memberships:
- a. Life Members:** for outstanding and sustained service to the Club as elected by these rules. The must ride and own principle does not apply to Life Members.
  - b. Founding Members:** being those original financial members of the Club when it was formed in August 2011. In recognition of their role in the formation of the Club, Founding Members may retain their status as Founding Members with the only proviso that they remain involved in the Club at some level and pay the annual subscription fee. The must ride and own principle does not apply to Founding Members.
  - c. Full Member:** as per Rule 3.vii.
  - d. Associate Member:** as per Rule 5.9.
  - e. Honorary Associate or Honorary Member:** Any existing Member or Associate Member of five years standing or more, who for whatever reason no longer owns a Triumph or BEARs bike or who cannot ride a Triumph or BEARs bike, may apply to be recognised as an Honorary Associate Member or an Honorary Member. Also, any person volunteering to undertake the administrative role secretary or a treasurer at chapter level may also be recognised as an Honorary Associate.
  - f. Sponsor:** Any person who regularly provides Club members with discounts or contributes items of value to Club events.
- 5.2** The Club reserves the right to refuse membership to any person the National Executive deems unsuitable for any reason. Such refusals will be discussed and voted on by the National Executive. Upon joining the Club, a member will be allocated to the chapter closest to where they reside, unless they express a preference to be a member of another chapter, with the approval of that chapter's president. Members are free to request a transfer to another chapter at any time and for any reason. In both cases, the Membership

Officer will advise the respective chapter presidents affected of the request to join a different chapter or for a transfer. The chapter president to which the member requests to be transferred or to join has no obligation to accept that member if he decides otherwise.

### **5.3 Membership Application Process**

The process for joining the Club is as follows.

### **5.4 Online Membership Application**

Applicants must apply to join the Club online via the Club's website membership page, providing their full contact details, ICE contact, details of motorcycles owned, and acknowledge they have read the Club's rules and constitution and will abide by them.

### **5.5 Membership Application Fee**

All applicants must pay by online transfer a non-refundable \$30 application fee when applying to join to cover application and administration costs.

### **5.6 Membership Approval Process**

Upon receipt of their application, the National Membership Officer will:

a. Advise the chapter president of the application and the applicant's contact details so they can be invited to attend chapter events.

b. Advise the applicant by email: (1) acknowledging their application and provide them with contact details of their nearest TRMCC chapter and chapter president and advising them to get in touch; (2) in the same email provide the applicant with an attendance sheet advising the requirement to attend a minimum of 2 rides and one chapter meeting; (3) to have this attendance sheet signed by a chapter president or chapter committee member before their membership of the Club can be confirmed; and (4) once the 3 events have been attended and witnessed return the sheet to the Membership Officer.

c. Providing these requirements have been met and the Chapter President has no objection to the application (silent approval applies) the applicant is then advised upon payment of the membership fee they will be accepted as a member of the Club and can attend a meeting or ride to be presented with their card and patch.

d. Applicants will have their first annual membership fee charged on a pro-rata basis for the months left to take them to the next annual renewal date.

### **5.7 Full Membership**

Full membership is reserved only for persons who own and rides a Triumph motorcycle.

### **5.8 Membership of Incorporated Society**

Any application for membership is automatically regarded as an application to join the incorporated society.

### **5.9 Associate Membership**

**5.9.1** Any person who does not own and ride a Triumph motorcycle may apply for Associated Membership on the condition they own and ride a British, European or American (BEARS) motorcycle.

**5.9.2** Associate Members do have any voting privileges at National meetings but can have full participation at Chapter meetings, including voting. An Associate member cannot hold a position on the National Committee or National Executive or be a Chapter President.

**5.9.3** An Associate Member who purchases and rides a Triumph motorcycle can become a Full Member upon doing so and applying to the National Membership Officer for recognition as such.

**5.10 Probationary Membership**

The Club reserves the right to place any member or returning member on probation.

**5.10.1** As decided by the National Committee, the National Executive may deem any returning member (or person deemed by the National Executive to be of dubious character) to be subject to a probationary period of membership at the discretion of the National Executive, not exceeding 12 months. The National Executive at its discretion may veto any returning member from re-joining the Club (but which may be subject to review on a yearly basis).

**5.11 Life Membership**

The Club reserves the right to award Life Membership for outstanding service to the Club.

**5.11.1** All nominations for Life Membership must be made through the National Committee at least one month prior to the AGM when the notification of the meeting is sent to members. Life membership remains current with the annual membership fee waived for all TRMCC Life Members so long as they remain an active member of the Club in some way.

**5.11.2** The National Committee will discuss and vote on the endorsement of any nomination for Life Membership before it is put to the AGM; giving it the power of veto if valid reasons exist to not support it. Voting for the nomination at the AGM must reach a threshold of 75% of the members present before Life Membership can be conferred. No nominations for Life Membership can be taken from the floor at an AGM.

**6. MEMBERSHIP FEES**

**6.1** The fees for both Full Membership and Associate Membership shall be such a sum as the full members shall determine from time to time at a General Meeting. As determined by a majority of members at the 2023 AGM, the annual membership fee is set at \$50 per year for members (excluding Life Members, which is free). New members pay a pro rata rate.

**6.2** Any pro rata portion of the subscription fee shall be such a sum as the National Executive shall determine from time to time.

**6.3** As determined by the 2016 AGM, the subscription fees shall be payable annually on 01 September or at such other time as the National Committee shall determine. Any shortfall in fees between the change of dates to be waived by the Club. A member whose subscription lapses will retain his number for three (3) months, and it will then be forfeited, if still lapsed after that time.

**6.4** The annual membership fee will be as the full members shall determine from time to time in a General Meeting and include the first-year subscription.

**6.5** Any member whose subscription is outstanding for more than three (3) months after the due date for payment shall cease to be a member of the Club, provided that the National Executive may reinstate a person's membership on such terms as it thinks fit.

**7. RESIGNATIONS**

**7.1** A member may resign from the Club and on resigning, shall be liable for any outstanding subscriptions at the date of resignation and payable to the Club.

## 8. DISCIPLINARY PROCEDURES

- 8.1 The National Committee has the authority to discipline a member for bad or unacceptable behaviour or misconduct. This discipline may include a warning; censure; a final warning; or in extreme cases, expulsion from the Club for such things as (but not limited to) dishonesty relating to Club affairs; criminal activity and offending affecting the reputation of the Club; violence involving other members; or any activity which brings the Club or its name into disrepute.
- 8.2 Subject to giving a member fair notice and the right to be heard or make a verbal or written submission, the National Committee may resolve to expel a member upon the satisfaction of a majority of members of the National Committee of a proven charge of misconduct or behaviour detrimental to the interests and wellbeing of the Club and or its members.
- 8.3 Particulars of the concerns shall be communicated to the member affected before the meeting of the Committee at which the matter will be determined. The member will have full opportunity to defend their case at the meeting and to be heard by the National Committee before any decision is made.
- 8.4 If the member wishes to defend his case, he may include another member to speak on his behalf or as a witness as deemed necessary.
- 8.5 The decision of the National Committee shall be final and the expulsion is to take effect immediately if that is the conclusion of the Committee, which has the discretion to inform the membership at large of the outcome and the facts.
- 8.6 **Any member who subjects a Club Officer to abuse or aggressive behaviour in response to having to carry out their official duties (whether at National or Chapter level) shall, on sufficient evidence produced to the National Executive, be subject to immediate termination of their membership and attendance at any Club event. Any member having their membership terminated under this rule may ask the National Committee to review the decision and grant an appeal hearing if considered warranted.**

## 9. REGISTER OF MEMBERS

- 9.1 A register of all members must be kept by the National Membership Officer, updated, and contain:
- i. The name, last known name, last known contact details, and which must at least include a phone number, along with a physical or email address of each member.
  - ii. Type of motorcycle owned including model name, registration number, and year of manufacture.
  - iii. The date on which each member was admitted to the Club; and
  - iv. If applicable, the date of, and reason(s) for, termination of membership.
- 9.2 The Membership Officer will control, update, and record the list of personal information for each member.
- 9.3 Membership information will only include information as deemed necessary by the National Executive to allow the Club to distribute relevant information on such terms as it thinks fit. This information will not be kept if the member resigns.



9.4 The collected information will not be passed onto a third party without the express consent of the owner of the information. This consent to be obtained in writing by the Membership Officer or other Committee Member.

## 10. CHAPTERS

10.1 A chapter may be formed in any area approved by the National Committee that has a minimum of five financial members (excluding Associate Members).

10.2 Each chapter shall have as part of its governing body, a President, a Secretary, and a Treasurer. Each office holder within a chapter is to be provided with a badge denoting their office at the cost of the National Committee and may retain this badge as a memento of recognition of their service upon leaving that office but may not wear it if they no longer hold that office. **The job description, duties and obligations of all chapter officers is to be found in the Chapter Presidents' Handbook which is available on the Club website and provided to chapter presidents when elected. Chapter officers are required to follow these guidelines to ensure the professional and ethical running of their chapter.**

10.3 Additional offices at chapter level may include Road Boss and other such positions as are deemed necessary and are approved of by the National Executive.

10.4 Each chapter is responsible for its own fundraising and may hold events such as Poker Runs, raffles, regalia etc. to achieve this so long as these events adhere to the Club's rules.

10.5 Chapter specific regalia is to be organised and funded by the chapter concerned and must be approved by National Regalia Officer and verified by the National Executive in cases where there is doubt. As unanimously passed at the 2014 AGM, this rule is clarified so it includes not only the TRMCC logo but any part of the Club's title, including the words 'Triumph Riders' or reference to a specific Triumph Riders' Chapter or Region, and includes anything that could be mistaken for Club regalia by way of unapproved design or manufacture. This includes a design worn by a member or such a number of members that it could be mistaken for an alternative Club logo, or words amounting to the same, and which could bring the Club's name into disrepute or controversy. In such a case, the final decision is that of the National Regalia Officer in consultation with the National Executive. Any appeal may be referred to the National Committee for a review if made in writing to the National Secretary within seven (7) days of the decision being advised.

10.6 As passed unanimously by the 2103 AGM, the use of the TRMCC Logo must be approved by the National Regalia Officer in Consultation with the National Executive.

10.7 Area badges must be specific to a chapter and cannot include a district or other area not recognised as a chapter.

10.8 Chapters must hold meetings at least monthly, and members are expected to attend these meetings where possible. As determined by the National Committee, Chapters must hold an AGM at least 3 months before the national AGM in order to allow an incoming new chapter president time to become familiar with the role and prepare the chapter's annual report to the National Vice President for inclusion in their report to the AGM.

10.9 As unanimously passed at the 2023 AGM outgoing chapter executives and presidents have a changeover period of one month for incoming chapter officers in order to brief and instruct new officers on relevant chapter business and help them take up their roles.

## **11. OFFICER HOLDERS AND STRUCTURE**

### **11.1 The National Executive**

The day-to-day affairs of the Club shall be managed and controlled by the National Executive which must consist of three or more members; who are natural persons; have consented in writing to be an officer; have certified they are not disqualified to serve, and who shall consult with one another on matters of daily business. Subject to the rules and constitution of the Club ("The Rules") the role of the National Executive is to:

- (a) Administer, manage, and control the daily business of the Club.
- (b) Carry out the purposes of the Club and use money or other assets to do that.
- (c) Manage the Club's national financial affairs, including approving the annual financial statements for presentation to members at the Annual General Meetings.
- (d) Set accounting policies in line with generally accepted accounting practice.
- (e) Delegate responsibility and co-opt members where necessary.
- (f) Members of the National Executive are to be provided (at the cost of the Club) with a Club badge denoting their office and may retain this as an appropriate memento in recognition of their service when they leave office but may not wear it if they no longer hold that office.

### **11.2 National Executive Structure**

The National Executive shall comprise of the National President (who is the chair), Vice-President North Island, Vice-President South Island, National Secretary, National Treasurer, National Regalia Officer, National Shop Manager, National Information Officer, National Membership Officer, and National Technical Officer, and reports to the National Committee. Other members may be co-opted to the Executive for roles as required, and at the discretion of the National President. Job descriptions for officers of the Club are as those agreed upon and approved by the National Committee and may be amended and adjusted from time-to-time as the National Committee sees fit and written into these rules.

#### **11.2.1 National President**

The National President is responsible for:

- (a) The overall management of TRMCC, including compliance of the rules and constitution and taking the lead in protection of the Club's intellectual property.
- (b) Presiding over meetings of both the National Executive, National Committee, and the AGM.
- (c) Judging items not covered in the constitution or in the rules and regulations.
- (d) Authority to interpret items in the constitution as deemed necessary.
- (e) To act as the sole representative of the Club in any area of public relations or news media inquiries.
- (f) To represent the Club in any Club business contracts and to supervise major economic transactions.
- (g) To assist officers of the Club in the interpretation of their Club responsibilities, and to promote Club life among members in general.
- (h) Notwithstanding Rule 11.2.1 (a) above, as determined by a majority of 2016 AGM, any decision to remove a chapter president for whatever reason must be a majority decision made by the National Executive as a whole.

- (i) Attend and report to meetings of the National Executive, National Committee, National AGM s, and
- (j) Act always in good faith and in the best interests of the Club and its members.

### **11.2.2 National Vice-Presidents**

The Club must have two National Vice-Presidents, one for the North Island and one for the South Island. Only members permanently resident in the North Island may stand for the role or vote to elect the Vice-President for the North Island, and only members permanently resident in the South Island may stand for the role and vote to elect the Vice-President for the South Island. As determined by the National Committee, the role of the Vice -Presidents is to:

- (a) Always act with the agreement of and in consultation with the National President.
- (b) Work cooperatively in conjunction with and support of the National President.
- (c) In their island of responsibility:
  - i Ensure members observe compliance and adherence to the Triumph Riders' Motorcycle Club's constitution and rules.
  - ii Support and encourage growth of the Triumph Riders MCC.
  - iii Support and advise chapter presidents.
  - iv Where possible attend new chapter inaugurations and chapter annual events.
  - v In the event of a national conference (e.g. AGM) they will take precedent in the absence of the National President.
  - vi Ensure chapter presidents have their written annual reports completed and forwarded to the National Secretary prior to the National AGM.
- (d) In the absence of the National President, officiate on his and the Club's behalf.
- (e) In the event of the National President being unable to fulfil his duties, the Vice-President with the longest history of membership of the Club has seniority and will become Acting-National President until such time as the National President is able to again perform his duties or an AGM falls due in the normal course of events and elections are held for national officers.
- (f) Both Vice Presidents are always of equal status, except in the event of one of them having to assume the role of Acting-National President as per the rules above.
- (g) Undertake other duties and tasks as they arise in relation to management and oversight of the Club as directed by the National President.
- (h) Attend and report to meetings of the National Executive, National Committee, National AGMs, and
- (i) Act always in good faith and in the best interests of the Club and its members.

### **11.2.3 National Secretary**

The National Secretary is responsible for:

- (a) Preparing the agenda for club/group meetings in consultation with the President.
- (b) Making and overseeing arrangements including handling bookings and entries, venue, date, times and hospitality for National Executive, National Committee and AGM Club meetings including meetings by audio visual technology.
- (c) Sending adequate notice of the meetings.
- (d) Collecting and collating reports from national office bearers, including filing the financial report prepared by the Club's Accountants.

- (e) Calling for and receiving nominations for committees and other positions for the AGM.
- (f) Taking the minutes of meetings.
- (g) Writing up the minutes after the meeting in a timely fashion.
- (h) Reading, replying, and filing correspondence.
- (i) Arranging publication and distribution of the minutes of the AGM including the reports from national officers.
- (j) Maintaining files of legal documents such as constitutions, leases, and titles.
- (k) Acting as the public officer of the Club, liaising with members of the public, affiliated bodies, and government agencies.
- (l) The Club will have a common seal which will be held by the National Secretary, and which shall only be used by the authority of the National Executive or National President. Every document to which the common seal is affixed shall be signed by the President or as his proxy in cases of his unavailability, the Secretary or a member of the National Executive. The National Executive shall provide a common seal for the Club and may from time to time replace it with a new one.
- (m) Assist the National Executive and chapter presidents with secretarial assistance when required.
- (n) Attend and report to meetings of the National Executive, National Committee, National AGMs, and
- (o) Be the contact person for the Registrar of Incorporated Societies.
- (p) Keep and retain the Club's Register of Notified Conflicts of Interest.
- (q) Act always in good faith and in the best interests of the Club and its members.

#### **11.2.4 National Treasurer**

The National Treasurer is responsible for:

- (a) Making payments in a timely manner on behalf of the Club as deemed necessary, to be done in conjunction with the Club's second signatory.
- (b) Keeping the National President informed of the Club's financial status.
- (c) Providing a financial report at each Annual General Meeting.
- (d) Safekeeping and control of the Club's cheque books, credit cards, and oversight of the national bank accounts and the type of accounts required (including any term deposits the National Executive directs to be made).
- (e) Providing financial information to the National Executive and Committee as either determines.
- (f) Collect any monies owing to the National Body in conjunction with other members of the National Executive and Committee where appropriate, such as in the receipt of membership fees.
- (g) Attend and report to meetings of the National Executive, National Committee, National AGMs, and
- (h) Act always in good faith and in the best interests of the Club and its members.

#### **11.2.5 National Regalia Officer**

The National Regalia Officer is responsible for:

- (a) Managing the Club's intellectual property with respect to regalia and branding to ensure consistency with the Club's rules and principles and appraise the National President of any issues or concerns in relation to infringements.
- (b) Overseeing, in conjunction with the National Executive, regalia designs.
- (c) Arranging regalia for the Club and / or working with other members on regalia designs and products.
- (d) Approving all Club and chapter regalia designs. Decisions on all regalia ideas from the chapters must be approved by the National Regalia Officer in consultation with the National Executive.
- (e) Attend and report to meetings of the National Executive, National Committee, National AGMs, and
- (f) Act always in good faith and in the best interests of the Club and its members.

#### **11.2.6 National Shop Manager**

The National Shop Manager is responsible for:

- (a) Managing the club's online store, including
  - i Ensuring items are relevant to meet the needs of members.
  - ii Working closely with the National Regalia Officer to ensure the store is meeting the needs of the members.
  - iii Dealing with third party suppliers to ensure supply of apparel and accessories for the store.
  - iv Processing orders from members and ensuring supply in a timely manner, and
  - v Updating of items in the store in a timely manner.
- (b) Support members with respect to online store issues.
- (c) Attend and report to meetings of the National Executive, National Committee, National AGMs, and
- (d) Act always in good faith and in the best interests of the Club and its members.

#### **11.2.7 National Information Officer**

As determined by the National Committee the title of National Webmaster was changed to National Information Officer and the role expanded to encompass provision of wider communications to the Club's members and oversight of the Club's information technology needs and requirements.

##### **11.2.7.1** The role of the National Information Officer is to:

- (a) The day-to-day administration and management of the Club's website, including site updates and backups on a weekly basis.
- (b) Oversight of the Club's ongoing information technology needs and requirements, including licensing of the systems used.
- (c) Support executive members with reports on website use and recommendations on the direction of the Information Technology systems.
- (d) Providing reports for orders made through the website for external suppliers, and transactions made through the payment gateways.
- (e) The provision of communications to the club's members on behalf of the National Executive, including maintaining the Mailchimp application.
- (f) Attend and report to meetings of the National Executive, National Committee, National AGMs, and

- (g) Act always in good faith and in the best interests of the Club and its members.

#### **11.2.8 National Membership Officer**

The National Membership Officer is responsible for:

- (a) Maintaining a register of members as outlined in clause 9.0 of the constitution, utilising the ARMember functionality of the club's website.
- (b) Processing all new member applications, i.e.:
- (c) Update the ARMember section of the website and maintain the accuracy of the database.
- (d) Assign member numbers.
- (e) Check payments.
- (f) Inform the Secretary & Chapter Presidents of all new members.
- (g) Keep the National Executive informed of membership numbers regularly.
- (h) Providing patches and membership cards to new members and maintain a stock of badges and membership card supplies.
- (i) Providing monthly reports for current members information.
- (j) Support executive members with respect to membership issues.
- (k) Attend and report to meetings of the National Executive, National Committee, National AGMs, and
- (l) Act always in good faith and in the best interests of the Club and its members.

#### **11.2.9 National Technical Officer**

The National Technical Officer is responsible for:

- (a) The day-to-day administration and management of the Club's social media, and email systems.
- (b) Supporting executive members, e.g. with reports on social media use, and recommendations on the direction of the relevant social media and email systems.
- (c) Providing admin & support on all club social media, including Facebook.
- (d) Attend and report to meetings of the National Executive, National Committee, National AGMs, and
- (e) Act always in good faith and in the best interests of the Club and its members.

#### **11.3 National Committee**

The National Committee includes the officers of the National Executive in addition to all Chapter Presidents, but who do not hold the same level of authority as the National Executive to manage the Club's day-to-day affairs. It is the Regulatory Authority of the Club.

**11.3.1** The National Committee is chaired by the National President, or in his absence his nominated officer from amongst the members of the National Executive or Committee.

**11.3.2** The National Committee, which in addition to any powers and authorities conferred by these rules, may exercise all such powers and do all such things as are within the objects and purposes of the Club, and in particular:

- i. Ensure that all members adhere to the rules.
- ii. Decide how a person becomes a member, and stops being a member.
- iii. Decide the procedures for dealing with complaints and discipline.
- iv. Set membership fees, including subscriptions and levies.

- v. Provide a Common Seal to be held by the National Secretary and may from time to time replace it with a new one.
- vi. Make regulations and amendments to these rules and the constitution.

**11.3.3** The National Committee shall like the National President also have authority to interpret the meaning of these rules and any other matter relating to the affairs of the Club on which these rules are silent. Decisions of the National Committee bind the Club unless the Committee's power is limited by these rules or by a majority decision of the Club at a general meeting.

**11.3.4** Members of the National Committee must act always in good faith and in the best interests of the Club and its members.

## **12. PROCEEDINGS**

**12.1** A National Executive and National Committee Member must be a full and current financial member of the Club and as determined by the 2016 AGM must only ride a Triumph at Chapter and Club events.

**12.2** An Executive Committee Member at national and chapter level may stand for re-election without nomination. No other person shall be eligible to stand for election unless a member of the Club has nominated that person at least 21 days before the meeting by delivering the nomination of that person to the National Secretary of the Triumph Riders Motorcycle Club NZ (secretary@triumphriders.co.nz). The nomination must be signed by the proposer and by the nominee, both of whom must be financial members of the Club.

**12.3** Notice of all persons seeking election to the National Executive shall be given to all members with the notice calling the meeting at which the election is to take place. Notice of all persons seeking election to a chapter executive shall be given to all members of the chapter with the notice calling the meeting at which the election is to take place.

**12.4** The National Executive may appoint a person to fill a casual vacancy, and such a member hold office until the next AGM and is eligible to stand for election without nomination.

**12.5** As unanimously passed by the 2013 AGM, all office positions (National and Chapter) are up for nomination annually.

**12.6** The National Committee shall meet together for the dispatch of business a minimum of twice per year, one of these occasions being the AGM. Meetings at chapter level should take place at least every second month.

**12.7** Issues or questions arising at any meeting of the National Committee shall be decided by a majority of votes. In the event of equality of votes, the Chairperson (who will be either the National President or in his nominated Chairperson in his absence) shall have a casting vote in addition to a deliberative vote.

**12.8** A quorum for a meeting of the National Committee shall be one-third of the members.

**12.9** The National President as Chairperson has conduct of meetings, and in his absence, a member of the National Committee nominated by the President will conduct the meeting. Failing such a nomination, a Committee Member will be elected by the Committee members present to conduct that meeting.

**13. REMOVAL OF NATIONAL EXECUTIVE AND COMMITTEE MEMBERS**

**13.1** The office of an Executive or Committee member shall become vacant if a Committee Member is:

- i. Disqualified from being an Executive or Committee Member under these rules.
- ii. Expelled as a Member of the Club under these rules.
- iii. Permanently incapacitated by ill health or injury.
- iv. Resigns or stands down from his position.
- v. Dies.
- vi. Otherwise vacates office in accordance with the Club's constitution.

**14. ANNUAL AND SPECIAL GENERAL MEETINGS**

**14.1** The National Executive shall call an AGM at a time and place determined by, and organised by, the National Executive, but no later than 15 months after the previous AGM.

**14.2** As determined by the National Committee on 31 March 2015, under its powers to make regulations, the National Executive shall be responsible for all facets of organising the National AGM and second persons as required to assist with this.

**14.3** The order of the business at the AGM shall be:

- i. The confirmation of the minutes of the previous Annual General Meeting and of any Special General Meeting held since that meeting.
- ii. The consideration of the accounts and reports of the National Executive Officers of the operations and affairs of the Club during the most recently completed accounting period (including the society's financial statements for that period) and the auditor's report (if an auditor's report is required).
- iii. The election of National Officers.
- iv. Notice by National Officers of any conflict of interest disclosures.
- v. Any other business requiring consideration by the association in General Meetings which has been subject to prior notice by submitting it in writing and tabled before the advertised cut-off date.

**14.4** The National Committee or the National Executive may call a Special General Meeting of the Club at any time.

**14.5** Any requisition for a Special General Meeting shall be signed by the relevant full members and shall state the purpose of the meeting.

**14.6** Upon a requisition in writing of not less than 25 percent of the total number of full members of the Club, the National Executive shall within one month of the receipt of the requisition, convene a Special General Meeting for the purpose specified in the requisition.

**14.7** If a Special General Meeting is not convened within one month, as required by above, the requisitionists, or at least 50 percent of their number, may convene a Special General Meeting. Such a meeting shall be convened in the same manner as nearly as practical as a meeting convened by the Committee, and for this purpose the Committee shall ensure that the requisitionists are supplied free of charge with particulars of the members entitled to receive a notice of meeting.



- 14.8** At least 14 days' notice of any National General Meeting shall be given to members. The notice shall set out where and when the meeting will be held, and particulars of the nature and order of the business to be transacted at the meeting.
- 14.9** Notice of a meeting at which a special resolution is to be proposed shall be given at least 14 days prior to the date of the meeting.
- 14.10** As passed by the National Committee these rules were amended so that a notice may be given by the Club to any member by serving the member with the notice personally, or by sending it by email or text or by posting public notification of it on the Club's website and social media.
- 14.11** Where notice is sent by email or text or any other electronic means the service is affected in accordance with the provisions of section 10 of the Electronic Transactions Act 2002, which is at the time the electronic communication first enters an information system outside the control of the originator.
- 14.12** These rules exclude the provision for written resolutions to be passed in lieu of a general meeting.

**15. PROCEEDINGS AT GENERAL MEETINGS**

- 15.1** A minimum of five (5) full members present personally or by proxy shall constitute a quorum for the transaction of business at any General Meeting.
- 15.2** If within 30 minutes after the time appointed for the meeting a quorum of full members is not present, a meeting convened upon the requisition of members shall lapse. In any other case, the meeting shall stand adjourned to the same day in the next week, at the same time and place and if at such adjourned meeting a quorum is not present within 30 minutes of the time appointed for the meeting the full members present shall form a quorum.
- 15.3** The National President shall preside as chairperson at a General Meeting of the Club or in his absence, his nominated representative.
- 15.4** If the Chairperson is not present within 60 minutes after the time appointed for holding the meeting, or he is present but declines to take or retires from the Chair, the full members may choose a committee member or one of their number to chair the meeting.
- 15.5** Membership cards must be checked off against members list prior to the start of an AGM.

**16. VOTING AT ANNUAL GENERAL MEETINGS**

- 16.1** **Except for the positions of North and South Island Vice Presidents, the voting procedure at the AGM for National Officers must be made at the AGM in person by full and current financial members only; except for Proxy Votes that are completed on the official Proxy Form as issued by the National Secretary and, in the case of a paper vote, given to the Chapter President, or addressed to the Returning Officer, by the nominated date. In the case of voting for the North and South Island Vice Presidents, to ensure the successful candidate reflects the support of the chapters they represent, these positions will be decided on the basis of one chapter - one vote, with each chapter voting for their preferred candidate by the nominated date and the chapter president casting that vote at the AGM.**
- 16.2** The voting procedure at the AGM for Remits must be made at the AGM in person by full and current financial members (by a show of hands) after discussion of that remit.

**17. POLL AT GENERAL MEETINGS**

**17.1** If a poll is demanded by at least half the quorum of full members, it must be conducted in a manner specified by the person presiding and the result of the poll is the resolution of the meeting on that question.

**17.2** A poll demanded for the election of a person presiding or on a question of adjournment must be taken immediately, but any other poll may be conducted at any time before the close of the meeting.

**18. SPECIAL AND ORDINARY RESOLUTIONS**

**18.1** An ordinary resolution is a resolution passed by a simple majority at a general meeting.

**Proxies**

**18.2** A member unable to vote by any other means shall be entitled to appoint in writing a natural person who is also a full and financial member of the Club to be their proxy, and attend, and vote at any General Meeting of the Club.

**19. MINUTES**

**19.1** Minutes of all proceedings of General Meetings and of meetings of the Executive and the Committee, shall be recorded by the National Secretary, or other nominated person in the secretary's absence, typed up and circulated to all members of the National Committee and stored electronically and in a hard copy to be kept by the secretary.

**19.2** The minutes kept pursuant to this rule must be confirmed by the members of the Club or the members of the Committee (as relevant) at a subsequent meeting.

**19.3** The minutes kept pursuant to this rule shall be signed by the Chairperson of the meeting at which the proceedings took place or by the Chairperson of the next succeeding meeting at which the minutes are confirmed.

**19.4** Where minutes are entered and signed they shall, until the contrary is proved, be evidence that the meeting was convened and duly held, that all proceedings held at the meeting shall be deemed to have been duly held, and that all appointments made at a meeting shall be deemed to be valid.

**20. DISPUTE RESOLUTION**

**20.1** The dispute and complaint resolution procedure set out in this rule applies to disputes under these Rules between:

- i.** a Member and another Member
- ii.** a Member and the Club

**20.2** The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days once the dispute or complaint has been formally raised.

**20.3** In the case of the dispute or complaint between a Member and the Club, the Club is to be represented by a member or members of the National Executive as nominated by the President.

**20.4** If the parties are unable to resolve the dispute at the meeting, they may choose to meet and discuss the dispute before an independent third person agreed to by the parties.

**20.5** If the dispute is unable to be resolved, the matter may be referred to the National Committee, which can make a final ruling and to which there is no further appeal.

**21. FINANCIAL YEAR**

**21.1** The first financial year of the Club shall be the period ending on the next 30 June following incorporation, and thereafter a period of 12 months commencing on 1 July and ending on 30 June of each year.

**22. ACCOUNTS**

**22.1** The Club shall keep and retain such accounting records as are necessary to correctly record and explain the financial transactions and financial position of the Club. Where the Club's total operating payments exceeds that of a small society the annual accounts will be subject to proper audit.

**22.2** The Club may also only use money and other assets if it is for a purpose of the Club, and not for the sole personal benefit of any member; and that use has been approved by either the National Executive, the National Committee or by majority vote of the Club.

**22.3** The Club may invest in any investment or borrow money and provide security for that if authorised by a majority vote at any Club annual or special general meeting.

**22.4** The accounts, together with any auditor's report required on the accounts, the Committee's statement and the Committee's reports, shall be laid before members at the Annual General Meeting for approval and once approved, promptly filed by the National Secretary with the Registrar of Incorporated Societies.

**23. VIDEO, IMAGES AND WRITTEN MATERIAL**

**23.1** The control, use, and distribution of video, photographs, and written material or any other means of portraying a national Club event must be approved by the National Executive or by the National President and is the property of the Club.

**23.2** No such official material is to be used by individuals, including members of the National Executive and National Committee, or members for personal gain, but such material is to be made available to the General Public for promotion and enhancement of the Club and membership at large.

**23.3** An officer or member in the area of a TRMCC event will be appointed at the time of the event to organise the filming, photography or any other electronic recording of the event.

**23.4** The cost of creating official material for the TRMCC will be borne by the TRMCC National Body. Income derived from the sales of any such material owned by the TRMCC must be deposited into the National bank account and is the property of the National Body. No member or associate member of the Club is permitted to usurp this rule in anyway or means (including the use of third parties).

**23.5** This policy adopted into the rules by the National Committee does not exclude members of the Club or members of the public from taking their own photographs or video for personal use at national events subject to the following condition. If members of the Club or members of the public wish to distribute such material publicly then such material must be made freely available and not subject to any cost to those receiving it.

**24. RULES**

**24.1** These rules may be altered by way of a remit to the AGM by any full and financial member and seconded by another full and financial member and put to the meeting for a vote by

those qualifying members present or by a general meeting of the National Committee. This includes rescission or replacement by substitute rules.

**24.2** The rules shall bind the Club and every member to the same extent as if they have respectively signed and sealed them and agreed to be bound by all of their provisions.

**25. CLARIFICATION OF ROLE OF THE NATIONAL EXECUTIVE**

**25.1** As clarified by the 2014 AGM, the role of the National Executive is to be responsible for the day-to-day management of the Club and make decisions to achieve that. The role of the National Committee is one of wider oversight in terms of the administration of those areas of Club business the Constitution and Rules has given it the authority to determine.

**26. EXPECTATION OF ALL MEMBERS, ASSOCIATES AND GUESTS**

**26.1** As determined by the National Committee, the Club acknowledges its obligations to operate within the laws of New Zealand and expects that all members, associates and guests at club events and functions will also behave respectfully; not resort to abuse, violence or threatening behaviour and be aware that complaints related to their behaviour at a Club event may result in disciplinary proceedings being initiated against them by the National Committee.

**27. SOCIAL MEDIA**

**27.1** As determined by the National Committee, the portrayal and use of the Club's name via any and all means of social media must be approved by the Club's Executive and must have the Club's Information Officer as an admin where one or more are required. Any social media platform operating under the Club's name, including a chapter, is the intellectual property of the Club.

**28. CONFLICTS OF INTEREST**

**28.1** The Club is to maintain a Register of Conflicts of Interest.

**28.2** An officer with an interest in any matter cannot vote or take part in a decision of the committee relating to the matter, or sign any pertinent document, but if the committee allows it the officer may take part in discussion relating to the matter and be present when it makes a decision. If half or more of the officers are interested in the matter and therefore cannot vote, the committee must call a special general meeting of members to determine the matter. A conflict of interest includes an obligation by a National Officer to place the interests of the Club above any of that felt owed to a chapter or individual members.

**Signed by us as full and financial members of the Club (society)**

**Name:** Gerry Halcrow

**Member No.** 55

**Signature:**

**Name:** Jo Skelsey

**Member No.** 591

**Signature:**

**Name:** Rodney Cardno

**Member No.** 494

**Signature:**

