

Constitution and Rules

V9.0 – April 20, 2024



1. THE ASSOCIATION

1.1 Name of Society

The name of the Society is "Iron Thunder Motorcycle Club Incorporated". In its abbreviated form it shall be referred to as ITMC.

The Association is constituted by resolution dated December 19, 2019.

1.2 Registered Office

The registered office of ITMC shall be that of the current Secretary.

1.3 Objectives of ITMC

a) The Objectives and Purposes of ITMC are to:

- i. Raise money for and make donations to any worthy cause in any way as may be likely to further the purposes of ITMC. All such donations are to be approved by The Executive.
- ii. Provide a means by which eligible and like-minded persons can meet for companionship, social activities, fundraising and the responsible pursuit and enjoyment of motorcycling.
- iii. Promote the identity, popularity, and perpetuation of Iron Thunder Motorcycle Club.
- iv. Purchase, lease, hire, exchange or otherwise acquire any real or personal property, rights or privileges which may further the purposes of ITMC.
- v. Sell, lease, hire, exchange or otherwise dispose of any real or personal property, rights or privileges which may further the purposes of ITMC.
- vi. Encourage and promote safe motorcycling among Members and the community.
- vii. Carry on or engage in any business or undertaking or project which may seem to ITMC to be capable of being conveniently carried on furthering the purposes for which ITMC is established.
- viii. Borrow money upon such terms and conditions as the Executive shall from time to time arrange and to grant mortgages, charges, and encumbrances on any property of ITMC to secure any loan made to ITMC.
- ix. Communicate, affiliate, or enter into other relations with other Persons, Clubs or Associations with a view to furthering the purposes of ITMC.
- x. Do all such other things as are incidental or conducive to the purposes of ITMC outlined in 1.3(a)i to ix above.

b) Pecuniary Gain:

- i. Pecuniary gain is not an objective of ITMC.

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2. FINANCIAL

2.1 Control of Funds

- a) Any reputable major trading bank in New Zealand may be used by ITMC for all banking services.
- b) All funds received by ITMC will be paid into its bank account.
- c) The financial year shall run from April 1 to March 31 of the next year.
- d) All payments drawn on ITMC's account will be signed / approved by one of either the Treasurer, President, or the Vice President; only one signatory shall be required.
- e) The Club shall apply to have three EFTPOS/Debit cards on the ITMC bank account., to be held by the President, Treasurer or Vice President or nominees.
- f) The income and property of ITMC however derived shall be applied solely towards the promotion of the objectives of ITMC as documented in these rules. No portion shall be paid or transferred directly or indirectly by way of dividend, bonus or by way of profit to the members of ITMC provided that nothing shall prevent the payment in good faith of reasonable and proper remuneration to any Member, employee, or servant of ITMC in return for any services actually rendered to ITMC. This shall not prevent the payment of interest at a rate not exceeding interest at the rate for the time being charged by the banker for overdrawn accounts on money lent or reasonable and proper rent for premises provided by any members to ITMC.

2.2 Investment of Funds

The Executive of ITMC may from time to time invest and reinvest in such securities and upon such terms as it shall think appropriate the whole or any part of its funds which shall not be required for the immediate business of ITMC.

2.3 Borrowing Powers

The Executive of ITMC shall, in addition to the other powers vested in it, have the power to borrow or raise money from time to time by the issue of Debentures, Bonds, Mortgages or any other securities founded or based on all or any of the property and/or rights of ITMC or without any such security and upon such terms as to priority and otherwise as ITMC shall think fit but the powers of such borrowing or raising money shall not be exercised except pursuant to a resolution of ITMC passed at an Annual General Meeting or Special General Meeting.

3. ITMC COLOURS, ITMC SET AND INTELLECTUAL PROPERTY

3.1 ITMC Colours

The ITMC colours are black and white and consist of:

- a) Top rocker with the words IRON THUNDER in white on a black background surrounded by a white border.

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- b) Bottom rocker with the COUNTRY of the Chapter in white on a black background surrounded by a white border.
- c) The Iron Thunder Thor icon, a registered trademark of ITMC, in white on a black background surrounded by a black border.
- d) The Iron Thunder COMPASS, in white on a black background surrounded by a black border.
- e) The letters 'MC' in white on a black background surrounded by a black border.

3.2 ITMC Front Set

The Front ITMC Set consists of:

- a) The ITMC chest patch in white on a black background surrounded by a white border positioned high in the left chest side of the vest.
- b) The Member's name patch in black on a white background surrounded by a black border; centrally aligned immediately beneath the chest patch and positioned so that the gap between them is as close as practical to 5mm.
- c) The ITMC '100% Thunder' patch in black on a white background surrounded by a black border; directly aligned beneath the name patch and positioned so that the gap between them is as close as practical to 5mm.
- d) Where applicable, the Executive Position patch in black on a white background surrounded by a black border; directly aligned beneath the "100% Thunder" patch and positioned so that the gap between them is as close as practical to 5mm.
- e) The Chapter patch in white on a black background surrounded by a white border positioned high in the right chest side of the vest vertically aligned as close as practical to the centre line of the Chest patch.
- f) The VFFV logo patch in white on a black background surrounded by a white border centrally aligned immediately beneath the chapter patch and positioned so that the gap between them is as close as practical to 5mm.
- g) The year 2018 in runes, being the year ITMCNZ was formed, in black on a white background surrounded by a black border. This is to be positioned as close as practical to the bottom left side of the front of the vest with the end of the patch closest to the vest opening as close as practical to the opening. Where the bottom of the vest is shaped or angled other than at right angles to the vest opening the patch is to be aligned so that the end is parallel to the vest opening, not angled.

3.3 Revocation of right to use ITMC Colours, ITMC Front Set and/or ITMC Trademarks

ITMC reserves the right to suspend or revoke the use of ITMC Colours, ITMC Front Set and/or ITMC Trademarks by any Chapter or individual club member for violations of the ITMC Constitution and Rules in effect at the time or for conduct that brings dishonour or discredit to ITMC.

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3.4 ITMC Colours, ITMC Front Set and ITMC Trademarks remain the property of ITMC.

The ITMC Colours, ITMC Front Set and ITMC Trademarks always remain the property of ITMC and cannot be sold, used by, or otherwise transferred to any other person.

3.5 ITMC Trademarks

ITMC owns all rights to the ITMC trademarks including but not limited to:

- a) the ITMC man image / Thor icon.
- b) the word mark "Iron Thunder"
- c) the word mark "Thunder Run"
- d) the word mark "Thunderhard"

All uses of the ITMC trademarks are subject to the control and approval of ITMC.

3.6 ITMC Member Regalia

Full Membership of ITMC entitles the member to wear the ITMC Members T-Shirt, ITMC Members Crew Shirt, ITMC Members Ring and other items that the ITMC Executive shall at its sole discretion deem is ITMC Member Regalia. ITMC Member Regalia cannot be worn by any non-Full Member of ITMC without the prior written approval of the ITMC Executive.

4. CHAPTERS

4.1 Chapters Defined

A Chapter is a regional or local club or group that has been approved by ITMC and inducted into the club as such. Hereinafter referred to as a Chapter.

4.2 Chapter Agreement to ITMC Constitution and Rules

All Chapters shall agree in writing to abide by these ITMC Constitution and Rules.

4.3 Chapter Independence.

Each new Chapter shall operate independently from ITMC and from all other Chapters of ITMC while still being bound by these ITMC Constitution and Rules.

Each Chapter is responsible for its own actions and conduct and shall be liable for any and all of their activities.

4.4 New Chapter Formation

Local clubs or groups wishing to become a Chapter of ITMC shall:

- a) Consist of not less than ten members.

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- b) Submit a written application via email to admin@ironthunder.co.nz to the Executive of ITMC. Said application shall include the proposed Chapter name.
- c) Nominate the person who shall be president of the Chapter for the initial period of not less than 12 months.
- d) Ensure that all founding members of the proposed Chapter sign and agree to the ITMC Constitution and Rules.

5. THE EXECUTIVE

5.1 Composition of The Executive

The Executive shall consist of the following office holders all who must be current financial members and all of whom shall be elected at an Annual General Meeting for a term and on odd (e.g. 2023, 2025 etc.) or even (e.g. 2024, 2026 etc.) dated years as detailed:

- President - Two years, odd-dated years
- Vice President - Two years, even-dated years
- Secretary - Two years, even-dated years
- Treasurer - Two years, odd-dated years
- Road Captain - Two years, odd-dated years
- Sergeant at Arms - Two years, even-dated years

Unless it is a unanimous decision of ALL the current Executive to waive or amend these requirements, no member shall be eligible for election to the Executive unless they meet the following minimum criteria for the relevant position:

- President - have been a full member for no less than three years and on the Executive no less than two years.
- Vice-President - have been a full member for no less than two years and on the Executive no less than one years.
- Secretary - have been a full member for no less than two years.
- Treasurer - have been a full member for no less than two years.
- Sergeant at Arms - have been a full member for no less than two years.
- Road Captain - have been a full member for no less than one year.

Nominations for Executive positions may be made in writing provided they are received by the ITMC Secretary no less than Seven (7) days before the Annual General Meeting. Nominations for Executive positions can also be made from the floor at the Annual General Meeting. Those nominated do not need to be present to be elected BUT if not present need to have advised the ITMC Secretary of their availability in writing, (emails accepted), no less than Seven (7) days prior to the Annual General Meeting.

No person can be nominated for, or hold, more than one Executive position.

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5.2 Cessation of Membership of the Executive

A member shall cease to be a member of the Executive when:

- the member resigns from the Executive in writing, (emails accepted) to the ITMC Secretary, *OR*
- their term is at an end, *OR*
- a unanimous vote of the other members of the Executive removes the member from the Executive, *OR*
- a 67% majority vote of all eligible voting members who have cast a deliberate vote at a Special or Annual General Meeting removes the member from the Executive.

Upon cessation of membership of the Executive all ITMC property related to the Executive position shall be returned to the ITMC Secretary or with the approval of a majority of the remaining Executive to a member, whether a member of the Executive or not.

5.3 Vacancies on the Executive

Any vacancy on the Executive may be filled only by majority vote of a quorum of Full Members in attendance at a Monthly Meeting. Any such appointment shall be temporary until the next Annual General Meeting and any member so appointed shall retire at the next Annual General Meeting.

The Executive may co-opt up to three people, who may or may not be members of ITMC, to assist the Executive in its work. A co-opted person may exercise the same rights as a member without voting rights. His or her co-option will cease at the next Annual General Meeting.

5.4 Duties of the Executive

It shall be the duty of the Executive generally to conduct the affairs of ITMC and to keep usual and proper books of account properly posted up and other records of the business of ITMC, to notify members of intended meetings and business to be transacted thereat and to prepare and submit to the Annual General Meeting a report, balance sheet and statement of accounts for the preceding year. Meetings of the Executive may be convened at such times and places as the President or in his/her absence Vice-President deems. Sub-committees may be set up by the Executive.

The President shall be the Chief Executive Officer of ITMC and shall undertake all tasks and duties and have all responsibilities that would normally be expected of the holder of such a position including but not limited to:

- oversee the management and operation of ITMC.
- enforce the laws, rules, and regulations of ITMC.
- convene meetings and establish whether a quorum is present.
- chair meetings.
- provide a report on the operations of ITMC at each Monthly Meeting or Annual General Meeting.

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- be an ex officio member of all sub-committees.

The Vice-President shall assist the President as so directed by the President and where necessary stand in on behalf of the President to ensure the President's responsibilities are fulfilled.

The Secretary shall:

- keep and maintain a register of all current members including each member's name, address, membership type, the date on which they became members AND email address (if any, to be used for the purposes of voting);
- record the minutes of Meetings.
- hold the Association's records, documents and books excluding those required for the Treasurer's function.
- receive and reply to correspondence as required by the Executive.
- maintain or create any forms used by ITMC.
- advise the Registrar of Incorporated Societies of any changes to these Rules.

The Treasurer shall:

- keep proper accounting records of ITMC's financial transactions to allow ITMC's financial position to be readily ascertained.
- send out invoices and pay accounts as approved by the Executive.
- prepare annual financial statements for presentation at each Annual General Meeting. These statements should be prepared in accordance with normal accounting policies.
- provide financial information to the Executive as the Executive requires.
- provide a financial report to all members present at each Monthly Meeting and to all members at the Annual General Meeting.
- forward the annual financial statements for ITMC to the Registrar of Incorporated Societies upon their approval by the Members at an Annual General Meeting.

The Sergeant at Arms shall:

- be responsible for ensuring the safety of ITMC Members, Visitors and Guests at any ITMC event, including rides.
- be responsible for ensuring that the rules of ITMC are upheld by all ITMC Members, Visitors and Guests.
- be responsible for investigating any alleged breach of the ITMC rules, or any other matter as so directed by the Executive and reporting to the Executive the findings of any such investigation.
- be responsible for enforcing any disciplinary action against any member for breach of any rules as directed by the Executive.

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The Road Captain shall:

- be responsible for managing all ITMC rides as directed by the Executive and ensuring that:
 - all vehicles have a current warrant of fitness (WOF), registration (Rego) and are Road Legal.
 - participants are aware of the need to comply with the Road Rules.
 - participants partake in such rides in a safe and considerate manner.

6. MEMBERSHIP

Membership of ITMC is a privilege NOT a right. Any party applying for membership acknowledges and accepts this by applying for membership.

6.1 Members

The decision to accept or reject a member voted in accordance with these rules will be binding on ITMC and no justification will be provided for any decision. All such decisions will be automatically considered "in committee" and no information in relation to the process including how individual members voted will be passed on to any other party including the applicant.

6.2 Eligibility and Obligations of Members

- a) No member shall conduct himself or be guilty of any such conduct as to bring ITMC into discredit, or act in any way against the objectives of ITMC.
- b) To be eligible for Full or Probationary membership of ITMC a person must.
 - i. Be a motorcycle or trike rider.
 - ii. Own a motorcycle that is acceptable to the existing membership. While ITMC is more interested in the person than what they ride, it is predisposed to large capacity American and British motorcycles. Other motorcycle types outside this may be considered on a case-by-case basis and approved by simple majority vote of Full Members at a monthly meeting.
 - iii. Not be a member of another triple-set backpatch MC or "1%" MC.
 - iv. Hold a valid New Zealand Driver's Licence for the class of vehicle they ride.

As ITMC operates under the premise that every member is honest ITMC expects members to be fully conversant with these rules and/or any rules that Events including runs or shows are being run under. Ignorance will not form a defence for any breach of any rules by any member.

6.3 Classes of Members

a) Full Member

Each Full Member shall be entitled to:

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- i. Wear the Association's triple-set back patch and the other association patches, badges and regalia as make up the ITMC Set and any others that may from time to time be introduced by the association by the unanimous vote of a quorum of Full Members at a Monthly Meeting or Annual General Meeting; and
- ii. Affix approved ITMC imagery/transfers/stickers to their motorcycles. Any proposed artwork shall be submitted to the Executive for approval; and
- iii. Receive, as part of their joining fee, one Members T-Shirt and one Members Crew Shirt; and
- iv. One vote on any matter, subject to any other provisions in these Rules.

A Full Member is required to pay the applicable Subscriptions and any other amounts as deemed necessary by the Executive. All fees and amounts are non-refundable.

To be considered as a Full Member, a person must have completed all of the requirements for a Probationary Member.

b) Probationary Member

Each Probationary Member shall be entitled to receive as part of their Joining Fee and wear the ITMC Set excluding the central Thor icon, the letters MC and the Viking compass of the back set and the 100% THUNDER patch on the left chest (i.e., they can wear just the top and bottom rockers of the ITMC back set). The remaining parts of their set shall be held by the Executive until they are elevated to Full Member status.

A Probationary Member is required to pay the Joining Fee, any applicable Subscriptions and any other amounts as deemed necessary by the Executive. All fees and amounts are non-refundable.

A Probationary Member is not entitled to hold an Executive position or vote on any matter, subject to any other provisions in these Rules.

A Probationary Member can only be promoted to Full Membership:

- i. by nomination by a Full Member, with the nomination seconded by another Full Member at a Monthly Meeting or Annual General Meeting at which both the Proposer and Secunder are present, and
- ii. By a unanimous vote of Full Members in attendance at said meeting, and

Without the unanimous agreement of the Executive Members, a Probationary Member shall not be promoted to Full Member if they are not fully paid up with any applicable Joining Fee and/or Subscriptions.

To be considered as a Probationary Member, a person must have completed all the requirements for a Hang Around.

- c) Hang Around - Any natural person 18 years of age and over that meets the criteria set out in Clause 6.2 can be invited by any Full Member at any time to become a Hang Around ("Hanger") of the Association.

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A Hang Around shall not be entitled:

- i. to wear any part of the ITMC Set; and
- ii. to hold an Executive position or vote on any matter.

A Hang Around shall not be required to pay any applicable Joining Fee and/or Subscriptions.

A Hang Around must attend a minimum of two consecutive Monthly Meetings and any associated rides before they can be considered to become Probationary Member.

To be promoted to Probationary Member requires a Hang Around to receive a vote in favour by:

- i. the President and at least three other members of the Executive; and,
 - ii. a majority of the Full Members in attendance at a Monthly meeting.
- d) Associate Member - any natural person of any age that the Executive deems at its sole discretion to be not acceptable for membership under any other class but whom the Executive at its sole discretion feels may positively contribute to the objectives of ITMC and having paid the joining fee payable by such members shall be an associate member. Associate Members are not entitled to hold an Executive position or vote on any matter. They may wear the breast patch, their name, 100% THUNDER and ASSOCIATE on their left chest. They shall not wear any other part of the ITMC set.
- e) Corporate Member - any corporate body such as an incorporated society, company or charitable trust having joined and been accepted by the Executive at its sole discretion and having paid the joining fee payable by such members shall be a corporate member. Corporate Members are not entitled to hold an Executive position, vote on any matter, or wear the ITMC Set or any part thereof.
- f) Honorary Member - The Executive may by a simple majority confer on any member or other person Honorary membership in recognition of special service to ITMC including noteworthy furtherance of all or any of ITMC's objects. The Honorary member shall not be required to pay any subscriptions and shall not be entitled to hold an Executive position or vote on any matter. They shall be permitted to wear the breast patch of the ITMC set, but no other part of the set and shall be issued and entitled to wear the same club shirts as full members.

6.4 Fees and Subscriptions

All fees and subscriptions payable to ITMC, regardless as to what they apply to, shall be set by the Executive at its sole discretion except that any fees and subscriptions for non-members shall incur a minimum 25% loading on the fees and subscriptions payable by members.

Note: Any member who is in arrears greater than three calendar months in relation to any fees or subscriptions shall, subject to a majority vote of the Executive, have ALL membership rights suspended until the arrears are cleared.

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a) Joining Fees

Every pledged Full Member or accepted Probationary Member shall pay a non-refundable joining fee to the Association.

b) Weekly Subscriptions

Every Full, Probationary or Associate member shall pay to ITMC the weekly subscription.

The amounts of the Joining Fee and Weekly Subscriptions shall be set by majority vote of a quorum of Full Members in attendance at a Monthly Meeting or Annual General Meeting.

6.5 ITMC Quartermaster

By vote of a simple majority of full members at an Annual General Meeting of ITMC one full member shall be appointed to the non-executive roll of Quartermaster of ITMC.

The quartermaster shall be responsible for all ITMC member's regalia except for the ITMC set which shall be the responsibility of the President.

The quartermaster shall be responsible for all supporter gear, events souvenirs and events equipment and shall provide a stock take of all items to the members at the monthly meeting of members.

6.6 Resignation of Members

Any member may resign from their membership by giving to the ITMC Secretary notice in writing, (via email is acceptable), to that effect and every such notice shall unless otherwise expressed take effect as from the date of such notice. A person who ceases to be a member remains liable to pay ITMC the amount of any subscription or other accounts due and payable by the person to ITMC but unpaid at the date of that cessation. No refund will be made by ITMC to the resigned member for any amount already paid.

Any member who resigns their membership must immediately (for the sake of clarity, within 7 days) return all association regalia including, but not limited to, the ITMC Set, member shirts, hoodies, and rings to an Executive Member.

7. COMPLAINTS AND DISCIPLINARY

7.1 The Role of the Executive

The Sergeant at Arms is tasked with carrying out a fair and balanced investigation of any complaint brought to the Executive's attention and reporting back to the Executive at the next subsequent monthly meeting with the findings of the investigation. The Executive will consider the findings of the investigation and decide on a course of action which may involve the requirement for further investigation. Any decision by the Executive requires a simple majority vote of the Executive to be considered as coming from the Executive in its entirety.

All such decisions will be automatically considered "in committee" and no information in relation to the process including how individual Executive members voted will be passed on to any other party without the majority approval of the ITMC Executive.

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7.2 Three Strikes Policy

Any breach of any rules by any member or non-member will automatically result in a strike being recorded against the member or non-member regardless as to the seriousness of that breach and whether it leads to any further action by ITMC.

Any member that incurs three strikes will automatically be subject to disciplinary action that may result in suspension or even expulsion of the member.

Any non-member that incurs three strikes will immediately be barred from membership of ITMC and from participating in any ITMC activities including runs and shows for a duration of time and to an extent at the sole discretion of the Executive.

7.3 Disciplinary Procedure

Any complaint against a member including all complaints against a member of the Executive in their official capacity shall be subject to the following procedure:

- a) All complaints must be in writing and clearly lay out the details of the complaint and be forwarded to the Secretary who will date and initial the complaint upon receipt. The appropriate fee, if any, must accompany the complaint. The complainant shall provide names, contact details (phone and/or email addresses) and signatures of witnesses where possible.
- b) Within seven days of receipt the Secretary shall write to the party(ies) against whom the complaint has been laid, providing them with a complete copy of the complaint except for witness details, if any.
- c) The party(ies) against whom the complaint has been laid shall have seven days from the date of the Secretary's notification to respond in writing to the Secretary. The party(ies) against whom the complaint has been laid shall provide names, contact details (phone and/or email addresses) and signatures of witnesses where possible. Note: Failure to respond may result in the complaint being upheld without further investigation at the Executive's sole discretion.
- d) Within two days of receipt of the response from the party(ies) against whom the complaint has been made the Secretary, who will date and initial the response(s) upon receipt, shall provide copies of all information in relation to the complaint to the Executive with the exception of to any Executive Member involved in the complaint.
- e) Upon receipt of the information from the Secretary the Executive shall have seven days to consider the complaint including to contact witnesses, if any. At the end of the seven-day period the Executive shall by a simple majority decision decide on a recommended course of action and present it to the members for ratification by majority vote of all Members present at the next Monthly Meeting.
- f) The Secretary shall within seven days of the Monthly Meeting in e) above advise both the party(ies) against whom the complaint was made and the complainant as to the outcome of the complaint. Decisions made by the majority of the Members present at the Monthly Meeting shall be final and no correspondence will be entered into in relation to such decisions. In the case of a complaint that is deemed of merit the fee paid, if any, by the

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complainant will be returned in full. Where the complaint is deemed to not be of merit the fee, if any, will be forfeit to ITMC. (Note: a complaint does not have to be upheld to be deemed to be of merit e.g., it may result in a conflict in the rules being identified).

- g) When the complaint involves the Secretary then the role of the secretary in the proceedings will be undertaken by the President.

7.4 Suspension of Membership

The Executive shall have the right to suspend all or some member privileges for whatever period the Executive deems appropriate, both at the Executive's sole discretion, when:

- a) a majority vote of the Executive so decides after the process as outlined in the Disciplinary Procedures section of these Rules has been followed, *OR*
- b) a vote of not less than 75% of the Executive deems the member's behaviour is of such a serious nature that such action is appropriate **PRIOR TO** the process as outlined in the Disciplinary Procedures section of these Rules being followed.

Examples

- When the member has three strikes recorded against them in a period of not less than one year.
- Repeated actions that the Executive deem to be detrimental to ITMC and/or the Executive.
- Failure to adhere to any rules of ITMC including these Rules and/or any rules that activities including runs or shows are being run under.
- Being caught riding with excess blood alcohol or under the influence of drugs.
- Abuse of any member of the Executive while that Executive member is fulfilling their Executive duties.
- Dangerous or reckless riding that results in a complaint to the police.
- Serious disrespect of a member or Member's partner.
- A Member is charged with an offence for which the minimum penalty is a term of home detention, prison or similar.

All such decisions will be automatically considered "in committee" and no information in relation to the process including how individual Executive members voted will be passed on to any other party.

Note: Suspension of a member who is a member of the Executive will automatically result in the Member being removed from office. Such vacancy will be treated as a casual vacancy of the Executive.

7.5 Expulsion of Members

The Executive shall have the right to expel a member when the Executive deems it appropriate, at the Executive's sole discretion when:

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- a) a vote of not less than 75% of the Executive so decides after the process as outlined in the Disciplinary Procedures section of these Rules has been followed, OR
- b) a unanimous decision of ALL members of the Executive, whether present in person or not, deems the member's behaviour is of such a serious nature that such action is appropriate WITHOUT the process as outlined in the Disciplinary Procedures section of these Rules being followed.

Examples

- When the member has three strikes recorded against them in a period of six months or less.
- A repeat of any behaviour that has resulted in the member being suspended.
- Any criminal conviction in relation to ITMC activities e.g., assault at an event, misuse of ITMC funds; careless or dangerous riding resulting in injury or death to a third party.
- Any criminal conviction that the majority of the Executive deems makes the member unsuitable for membership of ITMC at the Executive's sole discretion.
- Use of or dealing in methamphetamine.
- Cheating with another Member's partner.

All such decisions will be automatically considered "in committee" and no information in relation to the process including how individual Executive members voted will be passed on to any other party.

Note: Expulsion of a member who is a member of the Executive will automatically result in them being removed from office. Such vacancy will be treated as a casual vacancy of the Executive.

7.6 Fines

The Executive shall have the right to levy fines, up to a maximum of NZ\$50.00 per fine, for breaches of these rules or any other behaviour that a simple majority of the Executive present at a Monthly Meeting deem to be unacceptable.

8. COMMON SEAL

The Executive shall provide a common seal for ITMC and may from time to time replace it with a new one.

The Secretary shall be the custodian of the common seal which shall only be used with the authority of a majority of the Executive. Every document to which the common seal is affixed shall be signed by the President and countersigned by the Secretary or Vice-President.

9. ALTERATION OF THESE RULES

These rules may be altered, added to, rescinded, or otherwise amended by resolution at an Annual or Special General meeting for which the required notice has been given provided that:

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- a) Any proposed change has been submitted to and approved by a simple majority of the Executive; *AND*
- b) Written notice of the Executive approved proposed change is included in the notice calling the meeting and such notice shall be sent to all members in the prescribed time frame as in "Notice of Business"; *AND*
- c) A sixty five percent (65%) majority of the votes cast are in favour of the change; *AND*
- d) No alterations, additions or cancellation will be made to these rules that conflict with either the aims of ITMC or its charitable nature; *AND*
- e) Duplicate copies of every such alteration, addition, rescission, or amendment shall forthwith be delivered to the Registrar of Incorporated Societies in accordance with the requirements of the Act.

Note: Until March 31, 2026, the Executive shall have the authority at its sole discretion to amend these rules e.g. correct errors and omissions, clarify rules, introduce rules and delete rules EXCEPT that the Executive may not amend any of the rules that are required for ITMC to remain incorporated including, but not limited to, those relating to the how the income and property of ITMC is used and winding up. This paragraph shall be removed from the rules on the next update of these rules AFTER March 31, 2026.

10. MEETINGS

10.1 Monthly Meetings

- a) A Monthly Meeting of ITMC shall be held each calendar month.
- b) The location and date of the next Monthly Meeting shall be set at the current Monthly Meeting and shall be advised to all Members within 7 days.
- c) The business of the Monthly Meeting will include:
 - President's Report.
 - Secretary's Report and reading of minutes from last meeting.
 - Financial Accounts and Treasurer's Report.
 - The consideration of any other business.

10.2

Annual General Meeting

- a) An Annual General Meeting of ITMC shall be held each year not more than fifteen months after the previous Annual General Meeting. The Annual General Meeting will coincide with the Monthly Meeting for that month.
- b) The business of the Annual General Meeting will include:
 - President's Report.
 - Financial Accounts and Treasurer's Report.
 - Whether to appoint a person to review the financial accounts or not.
 - The consideration of any remits in relation to changes to these Rules.
 - The consideration of any other business.



- Election of the vacancies to the Executive which may include the following office holders:
 - President
 - Vice President
 - Secretary
 - Treasurer
 - Sergeant at Arms
 - Road Captain

Only paid-up Full Members shall be entitled to attend the first one hour of a Monthly or Annual General Meeting. After the first hour, Probationary Members may be invited into meetings where they shall have the right to be heard, subject to meeting procedures. Probationary members shall have no voting rights at meetings.

Non-voting members, visitors and guest attendees at a Monthly meeting shall have the right to be heard ONLY with the approval of the President or a majority vote of the Executive members present.

10.3 Special General Meeting

The President or in his/her absence or inability the Vice President may at any time for any special purpose call a Special General Meeting and he/she shall do so forthwith upon a resolution in writing of any Twelve (12) members stating the purpose for which the meeting is required (Note: provisions in these rules allow the Executive to decline such a request when it is for an alteration to these rules and the majority of the Executive is against the proposed change). The Secretary will give notice of a Special General meeting no later than Seven days after receiving the request.

10.4 Executive Meetings

Ten days' notice is deemed to be served and not less than Two (2) Executive Meetings shall be held in each year at such times and places as the President or in his/her absence or inability the Secretary or Vice President shall direct for the purposes of transacting the business of ITMC and deciding upon such resolutions as shall be duly submitted to the meeting. A meeting conducted by way of a conference, video or internet call (e.g. Skype) shall be deemed a valid meeting as if the Executive members were present in person.

The Secretary shall ensure that copies of minutes of a meeting are sent to all non-attending Executive members within fourteen days of the Executive meeting taking place.

Note: Any business carried out outside of a formally convened Executive meeting, e.g. via email, shall be documented by the Secretary and shall become part of the Executive minutes. Where resolutions have been passed in such circumstances they will be taken as having been dealt with at an Executive Meeting UNLESS one or more Executive Members calls for the resolution to be considered at the next Executive Meeting in which case the status quo will remain in effect until the resolution is so considered.



10.5 Notice of Business for Annual or Special General Meeting

- a) Thirty days' notice of Annual or Special General Meeting shall be given to all Members stating the time, date, and place of the Meeting.
- b) The notice will include the business to be transacted at the Meeting including any proposed alterations of these Rules and in the case of a Special General Meeting, the reason for calling the meeting and the names of the members calling for the meeting when the meeting is a result of such action.

10.6 Service of Notices

Every notice required to be given to the members shall be deemed to have been duly delivered if:

- a) sent to them at the email address they have lodged with ITMC, OR
- b) posted to them in a pre-paid letter addressed to them at their last known address. OR
- c) posted on the ITMC Messenger feed.

ITMC will utilise email or the ITMC Messenger feed as the primary and preferred means of communication with members. Wherever possible, communication with non-members about anything to do with ITMC shall be via email to ensure a record is kept.

10.7 Procedure at Meetings

At all meetings, the President shall take the chair and in his absence the Vice President and in the absence of both the President and Vice President the members of the Executive present shall elect one of their members to take the chair. Every Full Member shall be entitled on every motion to one vote exercised in person. In the case of an equality of votes the Chairperson for the time being shall have a casting vote as well as a deliberative vote.

The Chairperson at a meeting shall use the club gavel to control proceedings.

Any person that fails to follow the Chairpersons instructions after a strike of the gavel shall be liable for an instant fine of \$10.00.

10.8 Quorum at Meetings

- a) Monthly Meetings
 - Four of the Executive plus five non-Executive full members shall constitute a quorum.
 - Should a quorum not be present the meeting will be postponed not less than 14 days.
- b) Executive Meetings
 - Four of the Executive shall constitute a quorum.
 - Should a quorum not be present the meeting will be cancelled.
- c) Annual General Meeting
 - All Executive members plus five non-executive full members shall constitute a quorum.

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- Should a quorum not be present the meeting will be postponed not less than 14 days.
- d) Special General Meeting
 - Four of the Executive plus five non-executive full members shall constitute a quorum.
 - Should a quorum not be present the meeting will be cancelled, and any motions being considered will be deemed void.

10.9 Minutes of Meetings

Copies of minutes of a meeting are to be sent to all non-attending members within fourteen days of a meeting taking place.

11. VOTING

11.1 Voting Rights

Only current financial members, who are of a membership type that includes voting rights, shall be entitled to vote on any matter in relation to ITMC.

Subject to these Rules each member who is entitled to vote may present a deliberative vote either,

- a) in person; *OR*
- b) by means of a proxy given to a fellow member with voting rights who shall vote in accordance with the member's directive, *OR*
- c) by postal ballot to the Secretary by normal mail provided that any such vote is post-dated no less than seven (7) days prior to the close of voting; *OR*
- d) by electronic ballot from the email address registered with ITMC for the member provided that any such vote shall be dated no later than forty-eight (48) hours prior to the close of voting.

12. WINDING UP

ITMC may be wound up if:

- a) A majority of the members at a General Meeting pass a resolution to wind up ITMC; *AND*
- b) A second meeting is held not earlier than 30 days since the first meeting to confirm or reject the resolution; *AND*
- c) At the second meeting a two-thirds (2/3rds) majority of the members confirm the resolution.

In the event of the resolution that ITMC be wound up being confirmed:

- a) ITMC's debts, costs and liabilities shall be paid; *AND*
- b) Surplus money and other assets of ITMC may be disposed of:

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- By resolution to an organisation with similar aims as determined by the members of ITMC; or
- A charity agreed by a simple majority of Full Members of ITMC; or
- According to the provisions in the Incorporated Societies Act 1908, but no distribution may be made to any member.

13. OTHER RULES, REGULATIONS, PROCEDURES AND POLICIES

ITMC shall from time to time by resolution at an Executive meeting make, amend, or rescind regulations not inconsistent with these rules governing procedure at its meetings and the conduct of the affairs of ITMC including the running and management of runs, shows and other events.

14. EVENTS, INCLUDING RUNS

14.1 Event Rules (including Runs)

The Rules under which each Event will be run will be published no later than at the time the schedule is made available to members and/or non-members.

The Rules will be set by the Executive or by a duly authorised Event committee or by the Road Captain (Runs only) and Entry to any Event shall be deemed acceptance of the Rules and an acknowledgement from the entrant that they will abide by the rules for the Event.

As a minimum, the following rules apply to all official ITMC rides ("club rides"), including but not limited to the Thunder Run, Dice or Poker Run and any other ride the President or Vice President designates an official ride.

- The Road Captain shall lead the ride and be responsible for setting the speed of the ride. No member shall pass the Road Captain except for corner marking or blocking. Any member that otherwise passes the Road Captain shall be fined \$50.
- The Road Captain shall nominate a 'Tail End Charlie' (TEC) for all club rides. The TEC shall be a Full member.
- The Road Captain may nominate a full member as alternative Road Captain for any club ride.
- The club shall ride in staggered formation on dual carriageways and single file on other roads. The riding order shall be Road Captain and President, Full Members, Probationary Members, others, TEC, support vehicles.
- ITMC uses corner markers and blockers. These are designated the Road Captain before a ride begins. No riders are expected to perform these duties unless they are comfortable in doing so.
- All riders shall be encouraged to ride safely and within their ability, i.e., to 'ride their own ride'.
- If a member has indicated their attendance for a club ride but are then unable to attend, they are to notify the Road Captain (or nominee) immediately. Similarly, if a member has to

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leave a club ride at any time, they are to advise the Road Captain (or nominee) prior to leaving.

- h) Respect all other road users. Remember, Members wear the club brand on their back.

14.2 World Vikings Run

ITMC is part of an international event known as the World Vikings Run ("WVR") that is hosted each year by a different member club.

It is ITMC policy to send at least two members to each annual WVR event and for ITMC to cover the cost of their airfares and possibly other costs.

- a) WVR attendees sent by ITMC shall consist of at least one Executive Member.
- b) If ITMC pays for a member to attend a WVR event outside New Zealand and that member subsequently and for any reason leaves ITMC within two years from the date of that WVR event the member will reimburse ITMC the full cost to ITMC of their overseas trip.
- c) Member's who's costs to attend a WVR outside New Zealand are all or partially paid by ITMC shall be required to sign an irrevocable Deed of Acknowledgement of debt in favour of ITMC before prior to leaving for the event.

Signed this 20th day of April 2024 by the Executives of ITMC

Stephen Crow - President ITMC

Jayson Thorn - Vice President ITMC

JAYSON.

Greg James - Secretary ITMC

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A handwritten signature in black ink, appearing to be "David Crow", written over a horizontal line.

David Crow – Treasurer ITMC

A handwritten signature in black ink, appearing to be "Doug Whitehouse", written over a horizontal line.

Doug Whitehouse – Sergeant at Arms ITMC

A handwritten signature in black ink, appearing to be "Chris Olsson", written over a horizontal line.

~~Law Cole~~ Road Captain ITMC

CHRIS OLSSON