



**MOTORCYCLING
AUSTRALIA**

**NOMINATION FORM
BOARD OF DIRECTORS
MOTORCYCLING AUSTRALIA LIMITED**

Nominations Close 5.00pm, 16 May 2016

I _____
of _____

Hereby nominate to the position of;

Director (2 Required)



- 1) I declare that I am eligible to stand for the position in accordance with clauses 11, 36 and 37 of the Motorcycling Australia Constitution which reads as follows:

11 Members

- (a) Membership of the Company shall be divided into the following classes:
- i. All SCBs;
 - ii. All Clubs affiliated with an SCB;
 - iii. Promoters and other recognised associations recognised by an SCB or the Company;
 - iv. Holders of licences issued by the Company;
 - v. All members of Clubs affiliated with an SCB who are not holders of a licence issued by the Company (whether as individuals or otherwise);
 - vi. Life Members; and
 - vii. Such other classes as are created from time to time under **clause 11(3)**.
- (b) Only SCBs through their nominated delegates shall have the right to vote, debate and move and second motions at meetings of the Company. All other Members shall have no such rights.
- (c) The Council has power from time to time to create new classes of membership.
- (d) Where a Club is unincorporated, that is, has no legal status separate from its individual members, the nominated representative of the Club shall be deemed to represent the Club for all membership purposes under this Constitution.
- (e) Affiliation of all Members other than SCBs and Clubs will be governed by the procedures set out in Regulations determined by the Board from time to time. The requirements for the affiliation of Clubs with an SCB will be determined by the relevant SCB from time to time.

36 The Board

Unless otherwise determined by the Company in General Meeting the Board will comprise not less than 5 no more than 6 Directors as follows:

- (a) The President who will be elected under **clause 37**; who need not be a Member;
- (b) The Vice-President and two other Directors who will be elected under **clause 37**; who must be Members;
- (c) Up to two other Directors appointed by the four elected Directors above;

*Ride. Race.
Enjoy.*

ABN 83 057 830 083

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The national body of
motorcycle sport in
Australia affiliated to the
Federation Internationale de
Motocyclisme [F.I.M]



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- d) who need not be Members.
A Director who need not be a member appointed by the four elected Directors who shall represent the interest of the motorcycle industry.

37 Election of Directors

- (1) Nominations of candidates for election as President or Director shall be in such form as the Board prescribes from time to time.
 - (2) Elections of the President and Directors shall be conducted at the Annual General Meeting in such manner as is prescribed by the Board and approved by the Council from time to time.
 - (3)
 - (i) All Directors other than those appointed under clause 36 c) shall hold office for a two year term. Directors appointed under clause 36 c) and 36 d) shall hold office for such term as is determined by the Directors appointing them but in any event for a maximum of two years.
 - (ii) The President and one of the Directors referred to in clause 36 b) shall be elected in the even year and the Vice President and the other elected Director referred to in clause 36 b) shall be elected in the odd year.
 - (iii) All Directors shall, upon the expiration of their terms of office, be eligible for re-election.
 - (iv) In so far as possible Directors appointed under clauses 36 c) and 36 d) should be appointed so they have rotating terms similar to the elected Directors. A minimum of one appointed Director should retire each year.
 - (4) In the event of the death, removal, resignation or disqualification from office of a Director other than the President, the Board will appoint a new Director, to fill the casual vacancy. Such new Director will hold office for the balance of the term of the Director who has vacated the Board.
 - (5) In the event of the death, removal, resignation or disqualification from office of the President the vacancy will be filled by a postal ballot circulated to Councillors. Nominations shall be forwarded to the Board Director in accordance with **clause 37(1)** subject to such changes as are necessary for the conduct of a postal ballot.
 - (6) In the event of a vacancy or vacancies in the office of Directors, the remaining Directors may act but, if the number of remaining Directors is not sufficient to constitute a quorum at a Board meeting, they may act only for the purpose of ensuring the number of Directors are a number sufficient to constitute a quorum. Vacancies will be filled in accordance with this Constitution.
- 2) I acknowledge that if elected, within 24 hours of that election I will resign any other positions that could disqualify my eligibility to serve on the Motorcycling Australia Limited Board in accordance with clause 49 of the Constitution which reads as follows:

49 Directors' and Company Officers' Interests

- (i) A Director (other than the Chief Executive Officer) is disqualified from that office by holding any other office (whether voluntary or otherwise) or place of profit in the Company or any SCB or in any company in which the Company is shareholder or otherwise interested or from contracting with the Company either as vendor purchaser or otherwise, Any contract or any contract arrangement entered into by or on behalf of the Company in which any Director is in any way interested will be voided for such reason.



- (ii) The Chief Executive Officer and/or employee of the Company, is prohibited from holding any other office (whether voluntarily or otherwise) with a SCB.

In support of my nomination details of my experience are attached, which supports my suitability for candidature.

Signed:

Dated:

The above named candidate is eligible for nomination in accordance with clauses 11, 36 and 37 of the Motorcycling Australia Constitution and can be elected as a Director of the Company and take up that position subject to complying with clause 49 of the Motorcycling Australia Constitution.

Signed: Dated:

PETER DOYLE
RETURNING OFFICER

***Ride. Race.
Enjoy.***

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