



RULES OF THE MOTO
GUZZI CLUB GB



Contents

1.0. TITLE	3
2.0. OBJECTIVES OF THE CLUB	3
3.0. MEMBERSHIP	3
4.0. MANAGEMENT	4
5.0. ADMINISTRATION	5
6.0. SUBSCRIPTIONS	6
7.0. FINANCE AND ACCOUNTS	6
8.0. MEETINGS	8
9.0 BYLAWS	9
10.0 CONDUCT OF MEMBERS AND CLUB REPRESENTATIVES / DISCIPLINARY MEASURES	9
11.0. VISITORS	11
12.0. RECORDS AND MINUTES	11
13. ALTERATION OF RULES	12

<u>Record Of Change</u>		
<u>Author</u>	<u>Date</u>	<u>Notes</u>
Bob Smith (Chairperson)	01 st August 2014	<ul style="list-style-type: none"> • First Issue
James Walter (Chairperson)	01 st February 2022	<ul style="list-style-type: none"> • Updated format • Contents page • Updated front page • Section 8 – addition of 8.11, 8.12 and 8.13. • Section 10 – Update of 10.3, addition of 10.9 and 10.10. • Section 11 – addition of 11.4.
James Walter (Chairperson)	19 th October 2022	<ul style="list-style-type: none"> • Rewording of section 10.3 as voted in at AGM 2022
James Walter (Chairperson)	25 th July 2023	<ul style="list-style-type: none"> • Amendments to Section 4.3, 4.5, 5.1, 5.4, 5.10, 7.5, 8.9 and 10.3 • Addition of Section 5.11, 7.7, 7.8, 7.9, 7.10, 7.11, 7.12, 7.13, 7.14 and 10.11.
James Walter (Chairperson)	21 st November 2023	<ul style="list-style-type: none"> • Modification to improve language for inclusivity. • No change to content of Rules.



RULES OF THE MOTO GUZZI CLUB GB

1.0. TITLE

The name of the Club shall be Moto Guzzi Club GB (hereinafter referred to as the Club).

2.0. OBJECTIVES OF THE CLUB

2.1 The objectives of the Club shall be to:

- a) Promote and sustain membership of the Club.
- b) Facilitate the exchange of information between members on matters concerning Moto Guzzi vehicles.
- c) Support and/or organise events of interest to members.
- d) Influence Manufacturers, Concessionaires and Dealers to improve the design, quality and supply of Moto Guzzi motorcycles, their parts, accessories and services.
- e) Supply a range of services to members of the Club – including Regalia, Club Magazine, Club Website, Machine Dating Service and Discounts.

3.0. MEMBERSHIP

3.1. Membership is open to any person having:

- a) A genuine interest in the objectives of the Club.
- b) Paid a joining fee (where appropriate) and continuing to pay the annual subscription.
- c) Agreed to accept The Rules of The Club.
- d) Agreed to conduct themselves in a manner which promotes the objectives of the Club.

3.2. Candidates for ordinary membership will be considered upon receipt of an application form or annual renewal, accompanied by the relevant annual subscription and where applicable a joining fee as defined by the Committee. No reason shall be given to any candidate in the event of their rejection.

3.3. Each member shall keep the Membership Secretary informed of any change in their contact details.



- 3.4. Honorary life membership may be offered to any person to whom the Club wishes to accord the privilege.

Honorary life membership requires that the candidates:

- a) Have provided an extraordinary level of services to the club, and / or
- b) Have promoted the interests of the club to an extraordinary level, and / or
- c) Have made outstanding efforts to achieve the objectives of the Club.

An honorary life membership may only be awarded at an AGM or EGM, and only if more than half the members present vote in favour.

- 3.5. The total number of honorary memberships at any given time must not exceed 25.

4.0. MANAGEMENT

- 4.1. The affairs of the Club shall be managed by the Committee, who will be duly elected each year at the Annual General Meeting (AGM), or an Extraordinary General Meeting (EGM) so convened for that express purpose. All elected Committee members must at all times also be Club members.
- 4.2. The affairs of the Club shall at all times be managed in accordance with the rules and bylaws of the Club as valid at that time.
- 4.3. Should any Committee Member vacate their office for any reason during their elected term, the Club may continue to operate with a stand-in co-opted by the Committee. Should four duly elected Committee Members vacate during their elected term of office, an Extraordinary General Meeting must be called.
- 4.4. The Committee can also appoint as and when required additional non-voting Officer(s) to assist any specific member of the Committee. Such person(s) who are chosen to serve as Officers must have the sanction of the Committee.
- 4.5. The Club may also have a President. This is a representative role, the President is not a member of the Committee and has no voting rights. The position may be held for 3 year terms by an incumbent whom the Club wishes to honour. They must be duly elected at an AGM. Upon election, a President is awarded free Club Membership for the duration of their term in office.
- 4.6. The Club is sub-divided into a number of officially recognised Branches. Recognition is awarded by Committee decision. Branch membership is voluntary, Club membership does not automatically result in mandatory Branch membership. It is down to the individual member to approach a branch if they wish to also belong to it.



5.0. ADMINISTRATION

- 5.1 The Club's Committee consists of the following 10 officers:
Chairperson, General Secretary, Treasurer, Editor, Public Relations Officer, Membership Secretary, Social Secretary, Machine Dating Officer, Web Officer and Regalia Officer.
- 5.2 At each AGM the members of the Committee shall stand down and shall be eligible for re-election.
- 5.3 In the event that the position of Treasurer or Membership Secretary or General Secretary becomes vacant, either at an AGM or during the year, the committee is empowered to operate the club by appropriate means for a further 4 month period. If the position remains unfilled by either a co-opted or a regular officer, an AGM or EGM must be called, where a decision must be made by the membership as to the future of the Club.
- 5.4 Only the Club Officers listed under Section 5.1 are entitled to vote on Committee decisions with the exception Chairperson. These are achieved by simple open majority and, in the case of a vote being tied, the Chairperson shall have the casting vote.
- 5.5 All members of the Committee, and the President, are bound by Committee decisions that have been ratified by majority vote.
- 5.6 Committee Meetings shall be held as necessary to conduct the business of the Club.
- 5.7 At any Committee meeting a minimum of 4 elected Club Officers, one of which must be the Chairperson or the General Secretary, shall constitute a quorum.
- 5.8 A proposal from a Committee member communicated via email and agreed to by the majority of Committee members shall be as valid and effective as if it had been passed at a meeting of the Committee duly held. Voting on such a proposal must show each Committee member's name and the date of their response.
- 5.9 The Committee may appoint sub-committees, as it deems appropriate. Any sub-committee so formed shall exist to carry out a particular task as given to them by the Committee and upon completion of that task they will disband.
- 5.10 All committee and co-opted committee members are bound by the committee code of conduct.
- 5.11 Roles critical to the committee as listed in section 5.3 shall be subject to a membership ballot prior to the AGM, to ensure club members have the opportunity to elect the preferred candidate.



6.0. SUBSCRIPTIONS

- 6.1 The annual subscription and the joining fee shall be set by the Committee.
- 6.2 Subscription shall be payable on approval of membership, and thereafter annually. The membership of a member whose annual subscription remains unpaid will automatically terminate. In case of extenuating circumstances, continuation of membership will be by decision of the committee.
- 6.3 The Club Officers listed under Section 5.1 have their membership fee waived for their time in office, starting from their first renewal after being elected. Standard subscriptions become payable at their next renewal date following the end of their term in office.
- 6.4 The Committee may temporarily waive the annual subscription fee of individual members in acknowledgment of exceptional services rendered to the club. A list of these members is to be kept by the Membership Secretary. The Committee is to annually vote on the extension of this benefit in each individual case.
- 6.5 Any membership that terminates for whatever reason during the membership year shall not be eligible for any partial or total refund of the membership fee.

7.0. FINANCE AND ACCOUNTS

- 7.1 The Club's financial year shall commence on the first of January and end on the thirty-first of December of each year.
- 7.2 The Treasurer shall keep proper books of account. They shall present an accurate written report on the independently examined finances of the Club to the AGM. The Committee may also request interim reports for the preceding and current year, or part thereof, at any other time.
- 7.3 Each year's accounts shall be independently examined by a professional accountant before being presented to the AGM. Any accountant so appointed must not be a member of the Club, nor associated to any Club member.
- 7.4 The Club shall maintain at a bank or building society nominated by the Committee, such accounts, as the Committee shall deem necessary. All transactions on any such account shall be authorised by the Treasurer or General Secretary.
- 7.5 To safeguard the single signatory the Treasurer and General Secretary shall have independent access to Club bank accounts in order to monitor Club finances. However it is recognised that some other online-only financial institution accounts may only permit single-user access. For all such accounts the Treasurer and/or General Secretary and/or other designated account user under 7.4.3 shall ensure that accumulated funds in such accounts are frequently reduced to the minimum balance necessary for efficient functioning. This shall be done at least monthly, and as often as necessary.
- 7.6 Any officially recognised Branch of the Club is permitted to raise funds, and keep



monies, provided that they:

- a) Raise or keep these monies with the agreement of the members of that branch.
- b) Account for any monies received from the Club separately, and
- c) Upon request provide details of all monies held on behalf of the branch.

7.7 The Club may also maintain accounts with other financial institutions, including but not limited to online accounts that are not bank accounts, such as PayPal, Stripe, etc, where these are deemed necessary for the efficient functioning of the Club and its website or online shop. Each such Club account must be agreed to by a clear majority vote of the Committee.

7.8 The Committee may vote to allow another designated Committee member or Club member to also operate an online-only Club account that is not a bank account, subject to oversight by the Treasurer and General Secretary.

7.9 The Club may not under any circumstances operate any bank or other financial institution account that is not subject to UK FCA regulation or permission.

7.10 The Club may purchase the necessary minimum of Club assets, each of which must be agreed to by a clear majority vote of the Committee.

7.11 The Club may not under any circumstances operate any cryptocurrency account, nor invest any Club funds in NFTs or similar assets.

7.12 In the event that an AGM or EGM of the Club votes to dissolve the Club, all Club funds remaining after paying all known liabilities shall be donated equally to four different UK-registered charities within a period of 60 days, thus allowing time for all potential liabilities to be identified by the Treasurer and/or General Secretary, or in the event of the ongoing absence of both of these Club Officers all potential liabilities shall be identified by the Chairperson.

7.13 The charities referred to in 7.23 shall be selected by a majority vote of the combined Committee and all attending Club members during the Club's final AGM or EGM, whichever applies.

7.14 If any additional residual Club funds subsequently become available, these shall be distributed as specified in 7.12.



8.0. MEETINGS AND EVENTS

- 8.1 The Annual General Meeting (AGM) shall be held once every calendar year at a venue and on a date to be decided by the Committee.
- 8.2 Notice of the day, time, place and agenda of the AGM – including all proposed motions – must be published in the Club magazine (Gambalunga), providing a minimum 21 days clear notice to all members.
- 8.3 Proposals to be discussed must be notified in writing to the General Secretary at least 60 days prior to the date of the meeting so they can be included in the agenda. Only last-minute items may be added to the agenda during the AGM, and only at the discretion of the Committee.
- 8.4 All proposals must include the name of a seconder. This seconder must be on a different membership number to the proposer.
- 8.5 Urgent issues may necessitate the calling of an Extraordinary General Meeting (EGM), at a venue and on a date to be decided by the Committee. An EGM must be held within 60 days of it being called. An EGM may only be called if there is no AGM scheduled within the following 90 days.
- 8.6 EGMs may be called by the Committee, the General Secretary, or any twenty ordinary members. To call an EGM these twenty members must make their request in writing (not email) to the General Secretary. It must include the reasons for the request, all names, membership numbers, addresses and signatures. The date of call in this specific case will be the date of receipt of the request.
- 8.7 Notice of the day, time, place and purpose of the EGM must be published in Gambalunga, providing a minimum 21 days clear notice to all members. Should the printing schedule not allow for sufficient notice time, the notice shall be sent to every member's last known address, providing a minimum 21 days' notice. Any accidental omission to send such a notification, or the non-receipt of the same, shall not invalidate any proceedings or resolutions.
- 8.8 At any Extraordinary General Meeting twenty members, excluding the Committee, shall constitute a quorum.
- 8.9 Every member shall be entitled to be present at any AGM or EGM, and be entitled to one vote on each proposal whether attendance is virtual (video stream) or in person.
- 8.10 Voting at any meeting will be decided by simple open majority except where stated otherwise within these rules. In the case of a vote being tied, the Chairperson shall have the casting vote.
- 8.11 Events organised by club members must seek permission from the committee prior to the use of the clubs branding at said event.



- 8.12 Events organised containing Moto Guzzi Club GB branding or in the name of the club must have completed a full risk assessment submitted and agreed by the Chairperson.
- 8.13 Events organised by club members are expected to comply with the club's behaviors (Section 10.0) and objectives (Section 2.0).

9.0 BYLAWS

- 9.1 The Committee may from time to time make, vary and revoke bylaws consistent with the general rules of the Club, for the regulations of the internal affairs of the Club and the conduct of members. The bylaws shall be binding for all members.
- 9.2 A bylaw or a bylaw change can also be proposed by any member for a vote at an AGM (in accordance with standard AGM procedures), and such bylaws can only be varied or revoked by an AGM.
- 9.3 New or changed bylaws shall be published in Gambalunga.
- 9.4 The bylaws will be listed as 2 separate appendices to the Club Rules, one for Committee-derived bylaws and one for AGM-derived bylaws.

10.0 CONDUCT OF MEMBERS AND CLUB REPRESENTATIVES / DISCIPLINARY MEASURES

- 10.1 No member or representative shall be permitted to promote any activity on behalf of or in any way connected with the Club, or with any entertainment or event held by or in connection with the Club, without the previous written authority of the Committee.
- 10.2 The Committee alone may make announcements and publications in the name of the Club. No member shall take public action or make any public announcement in the name of the Club or otherwise do anything directly or indirectly to represent that any proposal, action or statement of facts or opinion has the approval of the Club without the recorded permission of the appropriate Committee member.
- 10.3 All members and representatives are bound by these rules at all times. An allegation bringing into question the behavior of a member / representative must be submitted to the General Secretary in writing (not email). It must be received within 21 days of the alleged incident. The Chairperson will initiate an investigation by the Committee after receipt of either:
- a) One allegation by member, or
 - b) One allegation by a Committee member, or
 - c) Three allegations by non-members.

The Chairperson shall be left to carry out the investigation unimpeded. During the course of the investigation no member should attempt to restrict, impede or attempt to change its course. If an attempt is made to influence the investigation the individual will be subject to



disciplinary measures listed in section 10.5. The Committee shall complete the investigation within 30 days from its initiation unless extenuating circumstances permit an extension for up to 20 days, and if the complaint is upheld will take appropriate disciplinary measures.”

10.4 Should the investigation find that a member’s / representative’s conduct, or the conduct of their guest(s), whether at Club functions or elsewhere, is or has been such that it is contrary to the interests of, or injurious to the reputation of, the Club, the Chairperson shall initiate disciplinary measures.

10.5 Possible, but not exclusive, disciplinary measures are:

- a) An official warning letter,
- b) Immediate suspension from Club Office and / or representative duties, pending removal from office at the next AGM,
- c) Immediate suspension from Club membership, pending cancellation of membership after a 21 day appeal period.

These measures may be applied singularly, collectively, or in a stepped fashion.

10.6 Immediately following a decision to initiate disciplinary measures, the Chairperson shall send a recorded delivery letter to the last known address of the member concerned, thereby giving notification of the allegation and decision. The letter must set out that the relevant member has the right of appeal within 21 days.

10.7 A member who wishes to exercise their right of appeal must do so in writing to the Chairperson within 21 days of the receipt of the letter with the notification of the disciplinary measure. The Committee will then convene a meeting for an appeal hearing within 30 days. At this hearing, the relevant member may attend to state their case, and may be accompanied by one other member of their choice. The decision of the Committee will be final in all matters of appeal.

10.8 Should the Chairperson be the subject of an allegation, the General Secretary will take over all duties allocated to the Chairperson under Section 10.

10.9 The club will not tolerate instances of the following forms of discrimination:

- a) Age.
- b) Gender.
- c) Disability.
- d) Race including colour, nationality, ethnic or national origin.
- e) Religion or belief.
- f) Sex.
- g) Sexual orientation.



10.10 If a member including committee member is found to be engaging in any forms of discrimination in section 10.9 either in person or on club social media/website/forum they will be subject to disciplinary action as described in section 10.5. This is reliant upon the case being brought to the Chairperson's attention in accordance with section 10.3.

10.11 In the event of a committee member's resignation with immediate effect from the role, they will not be eligible for re-election for a minimum period of 12 months. The following exceptions apply:

- a) Individual illness, family or close friends.
- b) Personal or family crisis
- c) Social or Ethical Disagreement
- d) Committee majority vote for re-election.

11.0. VISITORS

11.1. Members may introduce and entertain guests at any Club function or event. The Member introducing a guest shall be responsible for that person's behavior. They shall not leave a Club function before their guest.

11.2. No person whose membership of the Club has been terminated or suspended in accordance with these rules, or whose application for membership has been rejected, can be introduced as a guest.

11.3. Where the conduct of any guest is considered to be contrary to the interests of, or injurious to, the reputation of the club, disciplinary procedures may be invoked against the introducing member.

11.4. Club members introducing guests are responsible for ensuring their behavior is compliant with section 10.0.

12.0. RECORDS AND MINUTES

12.1 All ongoings and decisions at Committee meetings and sub-committee meetings, whether held in person or electronically, must be recorded in official minutes by the General Secretary or other person so nominated, and signed off by the Chairperson as a true record of the meeting. A copy of these minutes must be distributed to all attendees and absentees as soon as practicable.

12.2 All ongoings and decisions at AGMs and EGMs must be recorded in official minutes by the General Secretary or other person so nominated and signed off by the Chairperson as a true record of the meeting. A copy of these minutes must be published in the next possible Gambalunga.



- 12.3 All minutes signed by the Chairperson as true records shall be kept by the Chairperson for a minimum of 7 years.
- 12.4 Records of these rules in the form of the current master copy including all appendices, shall be kept by the Chairperson.
- 12.5 A copy of these Club Rules shall be permanently posted on the Club website, “www.motoguzziclub.co.uk”. A copy shall also be available upon request from the Chairperson.

13. ALTERATION OF RULES

- 13.1 These rules may only be revoked, added to, or altered by an open majority vote of the Members present and entitled to vote at any AGM/EGM of the Club.