

CONSTITUTION FOR
PRIVATE BIKERS ASSOCIATION OF KENYA

DRAWN BY: -



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PRIVATE BIKERS ASSOCIATION OF KENYA

CONSTITUTION AND RULES

1. NAME

The name of the society shall be Private Bikers Association of Kenya (in this constitution referred to as “**the society**”) which is a society for private motorcyclists.

2. OBJECTS

- a) To promote and grow the members’ association and welfare by organizing various events to allow for greater networking and interaction of all private motorcyclists.
- b) To promote safety awareness when riding amongst the members of the society.
- c) To ensure members’ opinions are heard during public participation in the law making processes that affect private motorcyclists.
- d) To promote training of members on proper riding etiquette, safety and other topical issues touching on the members of the association.
- e) The society shall not have any political affiliation and shall be non-profit making.
- f) The society shall have the power to form branches provided that the relevant approval from the registrar of societies is procured.
- g) To do all and such other things as are incidental or conducive to the attainment of any or all of the above objects.

3. MEMBERSHIP

- a) Any private motorcyclist over the age of eighteen years shall be eligible for membership of the society and shall, subject to approval of the committee, become a member upon payment of an entrance fee to be determined by the committee.
- b) Every member shall pay an annual subscription of KSh. 1,000 not later than the 15th day of January each year.

- c) Any member desiring to resign from the society shall submit his resignation to the secretary, which shall take effect from the date of receipt by the secretary of such notice.
- d) Any member may be expelled from membership if the committee so recommends and if a general meeting of the society shall resolve by a two-thirds majority of the members present that such a member should be expelled on grounds that his conduct has adversely affected the reputation or dignity of the society, or that he has contravened any of the provisions of the constitution of the society. The committee shall have power to suspend a member from his membership until the next general meeting of the society following such suspension but notwithstanding such suspension a member whose expulsion is proposed shall have the right to address the general meeting at which his expulsion is to be considered. Any person who resigns or is removed from membership shall not be entitled to a refund of his subscription or any part thereof or any moneys contributed by him at any time.
- e) Any member who falls into arrears with his annual subscription for more than six months shall automatically cease to be a member of the society and his name shall be struck off the register of members. The committee may, however, as its discretion, reinstate such member upon payment of the total amount of subscription outstanding.
- f) Upon admission to membership, a member shall be bound by this constitution and any rules and resolutions of the society.

4. OFFICE BEARERS

- a) The office bearers of the society shall be:
 - i. The Chairman
 - ii. The Vice-Chairman
 - iii. The Secretary
 - iv. The Organizing Secretary
 - v. The Treasurer

- vi. 4 *ex-officio* members each responsible for Legislative participation, Association/Welfare, Safety and Training.

All of whom shall be fully paid-up members of the society and shall be elected at the annual general meeting to be held in each year. (See also rule 6 (b) below).

- b) All office bearers shall hold office from the date of election until the succeeding annual general meeting subject to the conditions contained in sub-paragraphs(c) and (d) of this rule but shall be eligible for re-election.
- c) The Chairman, Treasurer and Secretary upon registration of the society shall hold office for a period of 2 years to ensure continuity of the club committee membership however after the period they shall hold office for a period of 1 year.
- d) Any office bearer who ceases to be a member of the society shall automatically cease to be an office bearer thereof.
- e) Office bearers may be removed from office in the same way as it is laid down for the expulsion of members in rule 3 (d) and vacancies thus created shall be filled by persons elected at the general meeting resolving the expulsion. However, in the instance whereby the majority of the committee have found the committee member after a disciplinary hearing to be guilty of **gross misconduct**, in their sole discretion they shall have the right to suspend and call a special general meeting whose purpose shall be to determine the committee member's fate and if expelled from the club to appoint a new committee member in his place.

5. DUTIES OF OFFICE BEARERS

- a) *Chairman*-the Chairman shall, unless prevented by illness or other sufficient cause, preside over all meetings of the committee and at all general meetings as well as provide vision and guidance to the club during their term.
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- b) *Vice-Chairman*-the Vice-Chairman shall perform any duties of the Chairman in his absence.

- c) *Secretary*- the Secretary shall deal with all the correspondence of the society under the general supervision of the committee. In cases of urgent matters where the committee cannot be consulted, he shall consult the Chairman or if he is not available, the Vice – Chairman. The decisions reached shall be subject to ratification or otherwise at the next committee meeting. He shall issue notices convening all meetings of the committee and all general meetings of the society and shall be responsible for keeping minutes of all such meetings and for the preservation of all records of proceedings of the Society and committee.
- d) *Organizing Secretary*- shall be responsible for all logistics and planning as well as all the duties of the Secretary and such other duties as shall be assigned to him by the Secretary or committee whether the Secretary is present or not.
- e) *Treasurer*-The Treasurer shall receive and shall also disburse, under the directions of the committee, all moneys belonging to the society and shall issue receipts for all moneys received by him and preserve vouchers for all moneys paid by him. The treasurer is responsible to the committee and to the members that proper books of account of all moneys received and paid by the society are written up, preserved and available for inspection.
- f) *Legislative Committee Member*- this committee member shall ensure they keep themselves appraised with all new developments in the law affecting the members and shall keep the members appraised of all the updates further they shall ensure that where the law making process requires public participation he shall collect the views and remit them to the legislative committees.
- g) *Association/Welfare Member*- this member shall be responsible for ensuring the welfare of the members and shall bring to the attention of the members any personal

issues that affect the members and proceed to ensure the members come together to remedy the same.

- h) Training Member- this committee member shall be responsible for organizing training courses and keeping the members informed of all training opportunities to ensure they become better riders.
- i) Safety Member- this committee member shall be responsible of ensuring that the members are aware of all safety measures that they should take when riding to ensure that no injuries occur during riding.

6. THE COMMITTEE

- a) The committee shall consist of all the office bearers of the society and the ex-officio members listed in clause 5 (f-i).
- b) All members elected at the annual general meeting in each year; such committee members shall hold office until the following annual general meeting.
- c) The committee shall meet at such times and places as it shall resolve but shall meet not less than once in any three months.
- d) Any casual vacancies for members of the committee caused by death or resignation shall be filled by the committee until the next annual general meeting of the society. Vacancies caused by members of the committee removed from office will be dealt with as shown in rule 4(e).

7. DUTIES OF THE COMMITTEE

- a) The committee shall be responsible for the management of the society and for that purpose may give directions to the office bearers as to the manner in which, within the law, they shall perform their duties. The committee shall have power to appoint such sub-committees as it may deem desirable to make reports to the committee upon which such action shall be taken as seems to the committee desirable.

- b) All moneys disbursed on behalf of the society shall be authorized by the committee except as specified in rule 12(d).
- c) The quorum for meetings of the committee shall be not less than two-thirds of the committee.

8. GENERAL MEETINGS

- a) There shall be two classes of general meetings-annual general meetings and special general meetings.
- b) The annual general meeting shall be held not later than January in each year. Notice in writing of such annual general meeting, accompanied by the annual statement of account and the agenda for the meeting shall be sent to all members not less than 21 days before the date of the meeting.
- c) The agenda for any annual general meeting shall consist of the following:
 - i) Confirmation of the minutes of the previous annual general meeting.
 - ii) Consideration of accounts.
 - iii) Election of office bearers and the committee members (and trustees where necessary in accordance with rule 10).
 - iv) Appointment of auditors in accordance with rule 11(a).
 - v) Such other matters as the committee may decide or as to which notice shall have been given in writing by a member to the secretary at least four weeks before the date of the meeting.
 - vi) Any other business with the approval of the Chairman
- d) A special general meeting may be called for any specific purpose by the committee. Notice in writing of such meeting shall be sent to all members not less than 7 days before the date of such meeting.
- e) A special general meeting may also be requisitioned for a specific purpose by order in writing to the secretary of not less than one-third of members and such meetings shall be held within 21 days of the date of the requisition. The notice for such meeting shall

be as shown in rule 8 (d) and no matter shall be discussed other than that stated in the requisition.

- f) Quorum for general meetings shall be not less than two-thirds of the registered members of the society. If within half an hour from the time appointed for the general meeting a quorum is not present, the members present shall be a quorum.

9. PROCEDURE AT MEETINGS

- a) At all meetings of the society the Chairman, or in his absence, the Vice-Chairperson, or in absence of both these offices, a member selected by the meeting shall take the chair.
- b) The chairman may at his discretion limit the number of persons permitted to speak in favour of and against any motion.
- c) Resolutions shall be decided by simple voting by a show of hands. In the case of equality of votes, the Chairman shall have a second or casting vote.
- d) The members shall be allowed to appoint proxies to represent them at the annual general meeting provided that the duly signed proxy forms are tabled before the committee at the annual general meeting.

10. TRUSTEES

- a) All land, buildings and other immovable property and all investments and securities which shall be acquired by the society shall be vested in the names of not less than four (4) trustees who shall be members of the society and shall be appointed at an annual general meeting for a period of three years. On retirement, such trustees shall be eligible for re-election. A general meeting shall have the power to remove any of the trustees and all vacancies occurring by removal, resignation or death, shall be filled at the same or next general meeting.
- b) The trustees shall pay all income received from property vested in the trustees to the Treasurer. Any expenditure in respect of such property which in opinion of trustees

is necessary or desirable shall be reported by the trustees to the committee which shall authorize expenditure of such moneys as it thinks is fit.

11. AUDITOR

- a) An auditor shall be appointed for the following year by the annual general meeting. All the society's accounts, records and documents shall be opened to the inspection of the auditor at any time. The Treasurer shall produce an account of his receipts and payments and a statement of assets and liabilities made up to a date which shall not be less than six weeks and not more than three months before the date of the annual general meeting. The Auditor shall examine such annual accounts and statements and either clarify that they are correct, duly vouched and in accordance with the law or report to the society in what respect they are found to be incorrect, unvouched or not in accordance with the law.
- b) A copy of the auditor's report on the accounts and statements together with such accounts and statements shall be furnished to all members at the same time as the notice convening the annual general meeting is sent out. An auditor may be paid such honorarium for his duties as may be resolved by the annual general meeting appointing him.
- c) No auditor shall be an office bearer or a member of the committee of the society.

12. FUNDS

- a) The funds of the society may only be used for the following purposes-
 - i. To run the day to day activities of the society;
 - ii. To pay for any trainings that may be required by the members;
 - iii. To contribute to any welfare project for the benefit of the members;
 - iv. To pay for any safety trainings and associated costs that may be required by the members;

- v. To cater to any expenses that may be involved in the furtherance of the objectives of the society;
 - vi. To be applied as the committee may agree from time to time provided that the same is geared towards the objects of the society.
- b) All moneys and funds shall be received by and paid to the Treasurer and shall be deposited by him in the name of the society in any bank approved by the committee.
- c) No payments shall be made out of the bank account without a resolution of the committee authorizing such payment and all cheques on such bank account shall be signed by the Treasurer or the Assistant Treasurer and two other office bearers of the society who shall be appointed by the committee.
- d) A sum not exceeding Sh. 10,000 may be kept by the Treasurer for petty disbursements of which proper account shall be kept.
- e) The committee shall have power to suspend any office bearer who it has reasonable cause to believe is not properly accounting for any of the funds or property of the society and shall have power to appoint another person in his place. Such suspension shall be reported to a general meeting to be convened on a date not later than two months from the date of such suspension and the general meeting shall have full power to decide what further action should be taken in the matter.
- f) The financial year of the society shall be from 1st January to 31st December.
- g) The society's source of funds shall be annual membership subscriptions, sponsorships for its activities, entry fees at its events and the sale of the society's branded merchandise.

13. BRANCHES

Branches of the society may be formed with the approval of the committee and the Registrar of Societies and they will adopt the same constitution as that of the headquarters with the following exceptions:

- a) The aims and objects will not include the formation of branches.

- b) Amendments to the constitution can only be made by the headquarters of the society in accordance with the provisions of rule 14.
- c) The provisions of rule 15 shall apply to branches but, in addition, branches will not be dissolved without consultation with their headquarters.

14. AMENDMENTS TO THE CONSTITUTION

Amendments to the constitution of the society must be approved by at least two-thirds majority of members at a general meeting of the society. They cannot, however, be implemented without the prior consent in writing of the Registrar, obtained upon application to him made in writing and signed by three of the office bearers.

15. DISSOLUTION

- a) The society shall not be dissolved except by a resolution passed at a general meeting of members by vote of two-thirds of the members present. The quorum at the meeting shall be as shown in rule 8 (f). If no quorum is obtained, the proposal to dissolve the society shall be submitted to a further general meeting which shall be held one month later. Notice of this meeting shall be given to all members of the society at least 14 days before the date of the meeting. The quorum for this second meeting shall be the number of members present.
- b) Provided, however, that no dissolution shall be effected without prior permission in writing of the Registrar, obtained upon application to him made in writing and signed by three of the office bearers.
- c) When dissolution of the society has been approved by the Registrar no further action should be taken by the committee or any office bearer of the society in connection with the aims of the society other than to get in and liquidate for cash all the assets of the society. Subject to payment of all the debts of the society, the balance thereof shall be distributed in such a manner as may be resolved by the meeting at which the resolution for dissolution is passed.

16. INSPECTION OF ACCOUNTS AND LIST OF MEMBERS

The books of account and all documents relating thereto and a list of members of the society shall be available for inspection at the registered office of the society by any officer or member of the society upon giving not less than seven days' notice in writing to the society.