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- 70 Each Board member present at a Board meeting has one vote, with the chairperson having a casting vote if required.
- 71 Members of Pedal Power may attend meetings of the Board, propose agenda items and speak to those items, however only members of the Board may vote.
- 72 Having regard for the informality of Board meetings, the procedure to be followed is to be determined from time to time by the Board and may include provision for electronic voting, where appropriate and where not inconsistent with the Act.
- 73 A Board member who is financially interested in any contract or arrangement made or proposed by Pedal Power must disclose that interest to the Board at the earliest opportunity and cannot vote on questions related to that contract or arrangement.

## Finance

### Finance and banking

- 74 The financial year of Pedal Power runs from 1 January to 31 December in the one year.
- 75 The Treasurer has overall responsibility to the Board for Pedal Power's finances, while the Chief Executive Officer is accountable to the Board through the Treasurer for:
  - 75.1 the day to day management of finances;
  - 75.2 receipt of all moneys paid to Pedal Power;
  - 75.3 issuing official receipts;
  - 75.4 the deposit, as soon as possible after receipt, of all moneys into the account Pedal Power holds with a bank or other financial institution; and
  - 75.5 the maintenance of financial records.
- 76 Payments by Pedal Power may be made electronically or by cheque, or in cash (up to \$100) so that the transactions can be traced and accounted for.
- 77 All of Pedal Power's payments must be:
  - 77.1 authorised by the Chief Executive Officer or, in his or her absence, by the Treasurer or another Officer if the Treasurer also is absent; and
  - 77.2 co-authorised by the Treasurer, or by any other Board member if an Officer authorised the payment.

### Source of Income

- 78 Pedal Power may derive income from annual membership fees, entrance fees, event fees, donations and any other sources that Board decides, subject to the Act, (Section 114) for purposes which are consistent with these rules.

### Payments to members

- 79 The assets and income of Pedal Power must be applied exclusively to the promotion of its purpose and no portion is to be paid or distributed directly or indirectly to the members except as proper remuneration for services rendered or expenses incurred on Pedal Power's behalf.
- 80 Pedal Power may pay a member for services actually rendered or for goods supplied but must not pay a Board member for their service as an Officer or Board member.
- 81 Pedal Power may pay a member:
  - 81.1 interest, at the prevailing average rate payable by banks, for monies lent to Pedal Power by the member;

81.2 a reasonable and proper amount of rent for premises let to Pedal Power by the member.

## Accounts

### Annual accounts

- 82 The Board must ensure that an annual statement is prepared setting out:
- 82.1 an income and expenditure statement for the year past;
  - 82.2 a statement of the assets and liabilities of Pedal Power at the end of the previous financial year;
  - 82.3 any mortgages or securities affecting any property of Pedal Power;
  - 82.4 any trust established or operated by Pedal Power.
- 83 The annual statement may in addition contain such further information as the Treasurer or the Board consider desirable or as a general meeting directs.

### Audit

- 84 An auditor appointed by the Board must audit the accounts and financial records of Pedal Power at least annually.
- 85 The auditor must not be a member or a person who helped prepare the accounts.
- 86 The auditor's report on Pedal Power's accounts is to certify as to their correctness, and is to state whether:
- 86.1 all information required has been given to the auditor;
  - 86.2 in the auditor's opinion, the accounts are properly drawn up so as to show a true and fair view of Pedal Power's financial position according to the available information and explanations given; and
  - 86.3 the rules of Pedal Power have been observed.

## Alteration of rules

### Notice of proposed change

- 87 Proposed changes to these rules can be considered at any general meeting whether annual, or special, provided due notice has been given. (Note: see rule 53.)
- 88 If a member or group of members opposing the proposed change so requests, a statement of the reasons for their opposition must likewise be circulated.

### Discussion and voting

- 89 Any member of Pedal Power may speak to the proposed rule change at the meeting at which it is considered.
- 90 A rule change is passed if carried by three quarters of the members present and voting or voting by proxy.

## Policies

### Role and content

- 91 The Board may formulate policies that are consistent with these rules and the purpose.

- 92 Policies must not be inconsistent with these rules, but if they are, the provision of the rules prevails over an inconsistent provision in a policy.

## Concluding provisions

### Lodgement of annual returns

- 93 The Public Officer must lodge with the Registrar within three months of the start of each financial year, or whatever period may be stipulated by the Act detailed statements relating to:
- 93.1 the audited statement of Pedal Power's accounts
  - 93.2 a copy of the auditor's report
  - 93.3 a statement signed by two members of the Board certifying that the preparation, auditing and presentation of accounts to the AGM complied with the requirements of the Act.

### Custody and inspection of records

- 94 The Board is to provide for the safe custody of all books and other records of Pedal Power, and to safely hold records for any applicable statutory requirement.
- 95 Any member may inspect any record unless inspection would create a conflict of interest or a breach of privacy, in which case the member will be provided with a written explanation from the Board of the reason access was not provided.
- 96 A request from Pedal Power's auditor or Public Officer, or from the Registrar, must be met.

### Service of notices

- 97 For these rules, a notice may be served or circulated by or on behalf of Pedal Power on any member either personally or by sending it by email or post to the member at the member's email address or mailing address shown in the register of members.
- 98 If a document or notice is sent by email to the email address recorded in the register of members, or if it is sent by post to the address recorded in the register of members, the document or notice is taken for these rules, unless the contrary is proved, to have been served on the person at the end of the second business day after the document or notice was sent.

### Winding up

- 99 Pedal Power may be wound up voluntarily by the members of Pedal Power resolving by special resolution that this happen.
- 100 Any property remaining after meeting the debts and liabilities of Pedal Power, and paying the costs of winding up, is to be disposed of in accordance with the requirements of the Act at that time and paid to an organisation (or organisations) which has similar objects to Pedal Power and which has rules prohibiting the distribution of its assets and income to its members.