

**MOTORCYCLING NSW (MNSW)  
COMPARISON TABLE - EXISTING & PROPOSED CONSTITUTIONS**

This table compares clauses in the existing MNSW Constitution to the relevant clause(s) in the newly proposed MNSW Constitution. For further information regarding this document, please contact Daniel Rushworth, Motorcycling NSW Chief Executive Officer, via [dr@motorcycling.com.au](mailto:dr@motorcycling.com.au) or 0487 888 550.

**Comparison Table**

Reference - Existing Constitution		Reference - New Constitution		Notes
Clause	Title of Clause	Clause	Title of Clause	
1	Name of company and corporate status	1 4 31.1(b)	Name of the Company Powers Contributions of Members on winding up	<ul style="list-style-type: none"> <li>No substantive change to clauses</li> <li>Company definition remains "MNSW", and corporate powers of the company (as provided by statute) remain the same</li> <li>Member contributions upon winding up (only if liabilities of company exceed its assets) remain the same (\$1)</li> </ul>
2	Patrons	N/A	N/A	<ul style="list-style-type: none"> <li>The concept of Patrons has been removed from the Constitution, as this is not a matter that requires addressing in the primary governing document of the company</li> <li>Dealing with Patrons, including appointment process, eligibility criteria (etc) outside the Constitution provides greater flexibility, including ability to change applicable requirements over time in response to the changing needs / wants of the membership and the company</li> </ul>
3	Relationships with FIM and MA	3	Objects	<ul style="list-style-type: none"> <li>No material change to the substance of these clauses</li> <li>FIM remains recognised as the international federation, MA the sole body responsible for exercising the sporting power in Australia and NSW as the MA member for motorcycling in NSW</li> <li>Removed explicit references to the MA Alliance as there is no legal need to mandate MNSW's appointment of a delegate for MA council meetings under the MNSW Constitution - this is a power granted to MNSW under the MA Constitution and otherwise under the corporations law through MNSW's membership of MA</li> </ul>
4	MNSW objectives, principles and powers	3 4	Objects Powers	<ul style="list-style-type: none"> <li>No material change to the existing clauses that are legally necessary (4.2) for a not-for-profit company - ie inclusion of not-for-profit objects within a statutorily accepted category (in this instance, the promotion of a sport)</li> <li>There is no requirement for reference to a "sole purpose" as currently provided for in clause 4.1 and it is unnecessary where it refers to discharge of the broader objects of the company</li> <li>The objectives described in existing clause 4.2 are substantively mirrored in new clauses 3(a) - (n) in contemporary and modern language. The new objects have also consolidated several existing objectives into more streamlined wording</li> <li>Under the new objects, MNSW can undertake all activities it previously could, and they do not permit MNSW to undertake any activities it cannot otherwise presently undertake under the existing objectives</li> <li>Refer Annexure B for a side by side comparison of the existing objectives against the new objects</li> <li>Existing clauses 4.3, 4.4 and 4.5 are unnecessary because they are standard powers of a company that exist through statute and therefore are not required to be reproduced in the Constitution</li> </ul>
5	Structure and governance of MNSW	N/A	N/A	<ul style="list-style-type: none"> <li>Existing clause 5 provides a high level summary of the structure of MNSW, which is already dealt with elsewhere in the existing Constitution and replicated under the new Constitution</li> <li>This summary is therefore unnecessary as it purely replicates content already present elsewhere throughout the document</li> </ul>
6	Management of MNSW	23	CEO	<ul style="list-style-type: none"> <li>No material change to existing clause in the new clause</li> <li>New clause clarifies the role, powers and duties of the CEO compared with existing clause, with the CEO retaining the same overall delegation - the powers, duties and authorities as determined by the directors from time to time</li> <li>New clause clarifies that some of the key roles and responsibilities of the CEO (not included in existing Constitution, despite being the case presently) are to develop business plans and policies, manage financial and reporting mechanisms, approve expenditure subject to authorities and sub-delegate responsibility to staff as required</li> </ul>

Reference - Existing Constitution		Reference - New Constitution		Notes
7	Membership of MNSW	8 9	Membership Cessation of Membership	<ul style="list-style-type: none"> <li>No change to existing categories of members - contemporary name changes with "Affiliates Clubs" becoming "Clubs", the undefined "other affiliated individuals or entities" becoming "Associate Members" and a simplified category of "Individual Members" covering the existing categories described in clauses 7.1.2 and 7.1.4</li> <li>The renamed categories identically mirror the existing categories and eligibility / type of members</li> <li>New "Individual Member" category covers both existing categories outlined in 7.1.2 and 7.1.4 - ie individual members of clubs, and individuals in NSW / ACT granted a licence by MNSW or MA</li> <li>Following feedback received from MNSW Life Members and Delegates, Life Member rights remain the same, with individuals permitted to attend, debate and vote at general meetings of MNSW. The only change is that a cap of 10 living life members has been included, which reflects ~10% of clubs. This signifies the esteem and exclusivity of the award and confines to those truly deserving of this honour, whilst ensuring the majority of voting power remains with the clubs, rather than shifting to a much smaller and exclusive subsection of the membership</li> <li>Voting rights remain the same - only clubs and existing life members</li> <li>The obligations on all existing members (7.6) and clubs (7.7) remain broadly identical under new clauses 8.4 and 8.8</li> <li>New termination of membership provisions replicate the existing clause and include other circumstances where membership ceases</li> <li>Simplified club resignation procedure with addition that a club must pass a special resolution of its members approving the resignation prior to lodging with MNSW</li> <li>Reproduced requirement for both MNSW and clubs to maintain an accurate register of members</li> </ul>
8	Affiliation with MNSW	8.2 8.4 8.5 8.8 8.10	Admission to membership Clubs Club Constitution General Effect of Membership	<ul style="list-style-type: none"> <li>Club eligibility criteria in existing 8.2 is broadly replicated in new 8.4, without the existing minimum club member qualification (previously 25). This has been removed to avoid restricting small clubs from joining MNSW should they wish, acknowledges many successful clubs initially start as small organisations (and grow over time) and removes a barrier to membership that has no persuasive advantage for the sport</li> <li>MNSW board retains the right to accept / reject club applications for membership - new process is substantially simplified</li> <li>Detailed process for dealing with an application prescribed under existing clause 8.4 is unnecessary as the board has the power to adopt this process under new clause 8.2, with additional flexibility provided, and can otherwise legally deal with applications as it sees fit</li> </ul>
9	MNSW board	16 17 18 19 20	Directors Elected Directors Appointed Directors Vacancies on the Board Powers and Duties of Directors	<ul style="list-style-type: none"> <li>Existing content within clause 9 split across new clauses 16 - 20 for greater clarity and ease of referencing</li> <li>Board composition remains identical - 5 Elected Directors and up to 2 Appointed Directors (simplified term for independent non-elected directors)</li> <li>Board terms remain identical (three years), as does rotation of Elected Directors (in every three year period, there are 2, 2 and 1 EDs whose term expires)</li> <li>Change to a maximum of three consecutive three year terms for directors in new Constitution, rather than 2 x 3 year terms as presently included. This contains a further restriction with Appointed Directors (those appointed by the board) only permitted to serve two consecutive 3-year terms, although an individual in this position may then submit themselves for election as an Elected Director (those elected by the members) for the third term. An Elected Director can serve three consecutive 3-year terms, while an individual can serve three consecutive terms through a combination of service as both an Elected and Appointed Director, as long as they do not serve all three terms as an Appointed Director</li> <li>The extended maximum consecutive duration of service aligns with best industry practice and complies with the Sport Australia <i>Sport Governance Principles</i> (max 10 years consecutively) and increases the retention of corporate knowledge within the organisation, where otherwise the entirety of the board becomes vacant every six years. This is a very short period compared with the industry standard (9-10 years) and can be unhelpful where it often takes 12-18 months for a new director to fully understand the intricacies of the organisation. An extended maximum term limit also increases the likely experience of the chair of the organisation, who would often be appointed towards the end of their second term or start of third term (ie 2-3 years more experienced as a MNSW director than they otherwise would be under existing maximum)</li> <li>Inclusion of a new Nominations Committee clause (17.3) - committee enshrined in the new Constitution to identify candidates to fill director vacancies and assess all nominees. The Committee is governed by a combination of the Constitution and a terms of reference that must be developed. Comprised of 5-10 members, the committee assesses candidates and makes recommendations, and can deem a candidate unsuitable by unanimous decision of the Nominations Committee members then in office, following which the candidate is ineligible for election/appointment (either as an Elected or Appointed Director, or to fill a casual vacancy). The committee will mandatorily include an Individual Member/Life Member and a MNSW director. The process is drafted sufficiently broadly to permit MNSW to follow and utilise the nominations committee process outlined in the MA Constitution for use by SCBs, or its own process within the confines of the Constitutional provisions</li> <li>Transitional provision (new clause 33) has identical effect of existing clause 9.2 - all current directors remain in office for duration of their terms</li> <li>Existing clause 9.3 unnecessary as these are all statutory and common law duties of directors and need not be reproduced in the Constitution</li> </ul>

Reference - Existing Constitution		Reference - New Constitution		Notes
				<ul style="list-style-type: none"> <li>Existing clause 9.4 is not legally required and has been removed</li> <li>Existing clause 9.5 substantively identical to new clauses 20.1 and 20.2</li> <li>Existing clause 9.6 substantively identical to new clause 20.4</li> <li>Prescribed circumstances where directors vacate office are materially similar across existing clause 9.10 and new clause 19.2</li> <li>Removal of director by members has been simplified to mirror the prescribed power of members under the <i>Corporations Act</i></li> <li>Existing clauses 9.12 and 9.15 are unnecessary as MNSW is not precluded from taking this action even without inclusion of those clauses in the new Constitution</li> <li>Existing clause 9.13 is replicated in new clause 19.3</li> <li>MNSW board may appoint a person to fill a casual vacancy for the remainder of the vacant term of office under new clause 19.1. This would usually only apply to Elected Directors (those appointed by the members) as a vacancy in the Appointed Director positions can be filled by appointing a new Appointed Director for a new term</li> </ul>
10	MNSW board meetings	21	Proceedings of Directors	<ul style="list-style-type: none"> <li>Existing board procedure broadly replicated in new Constitution - mandatory minimum 6 meetings per year is retained</li> <li>Existing clause 10.2 is unnecessary as this business remains within the power of the board irrespective of whether it is expressly prescribed in the Constitution</li> <li>The quorum has been increased to 4 (at all times), noting the board must immediately act to fill vacancies on the board where the number of directors falls below this number (previously 3). This is to ensure the quorum is at least half plus one of the total number of directors (seven) and to increase the minimum number at which the board can operate (from 3 to 4). Allowing a minimum of three (rather than four) individuals to operate as the board of an organisation the size of MNSW risks inadequate governance procedure being followed, with limited checks and balances, which can be improved through an increase to the minimum board size to four</li> <li>Chair remains elected by the board - new Constitution prescribes that the appointment is annual, whereas previously the clause was undefined</li> </ul>
11	MNSW general council	12 13 15	General Meetings Proceedings at General Meetings Council Meetings	<ul style="list-style-type: none"> <li>The new Constitution distinguishes between "general meetings" (including the AGM and special general meetings) and "Council Meetings"</li> <li>General Meetings are formal general meetings of the company as provided for under the <i>Corporations Act</i>, with the business transacted at these meetings limited to matters prescribed under that legislation</li> <li>Council Meetings are broader and less formal meetings of the company that will transact all non-<i>Corporations Act</i> business that is currently dealt with at General Council Meetings of MNSW</li> <li>It is preferable to distinguish between the two types of meetings as general meetings of a company have a variety of statutorily enshrined procedural requirements and obligations they must meet, and applicable laws set out what business this type of meeting can and cannot validly transact</li> <li>By distinguishing the meetings, members will be better informed about the type of meeting and its purpose and business to be transacted</li> <li>The AGM deals with the matters prescribed in the <i>Corporations Act</i> and Constitution - tabling of annual reports (directors' report, financial statements, auditor's report), election of directors, appointment of auditor (if required) and any valid special business (change of constitution / removal of director). Special general meetings, as requisitioned from time to time, deal with validly lodged special business (change of constitution / removal of director / removal of auditor)</li> <li>Council Meetings will deal with all non-<i>Corporations Act</i> business the company proposes to transact over time</li> <li>Refer Annexure A for further information regarding the types of meetings that will be conducted by MNSW moving forwards</li> <li>Under new clause 15, the frequency, notice, attendance rights and quorum for Council Meetings remain identical to those contained in the existing Constitution - mandatory meetings every two months, 21 days' notice, three delegates per club and a quorum of 15 voting members in person and online</li> <li>Council Meetings will have greater flexibility as to procedure under the new Constitution, facilitating better and improved information sharing, liaison, and communication between the MNSW board, staff and voting members</li> <li>Clauses 12 and 13 of the new Constitution deal with the prescribed procedure for General Meetings (the AGM and special general meetings) which must comply with applicable requirements under the <i>Corporations Act</i>. Council Meeting format is as provided in new clause 15.3(c)</li> </ul>
12	Resolutions generally	12.12 - 12.17 13.9	Right to appoint proxy Questions decided by majority	<ul style="list-style-type: none"> <li>Provisions regarding ordinary and special resolutions remain substantively identical - all business decided by ordinary resolution (simple majority - 50%+1 of eligible votes cast) unless the <i>Corporations Act</i> requires the matter be dealt with by special resolution (needing 75% of the eligible votes cast)</li> </ul>

Reference - Existing Constitution		Reference - New Constitution		Notes
				<ul style="list-style-type: none"> <li>Removal of chair's casting vote. This accords with the Sport Australia <i>Sport Governance Principles</i>, which outline best practice as being that an item of business should be forfeited if it cannot achieve majority approval. The board's preference is that the chair does not have a casting vote, as the chair is a first among equals, and their primary role is to facilitate and achieve consensus. A failure to achieve this is a failure of the motion in its current form, resulting in further discussion and amendments. This aligns with best practice, and is enshrined in the constitution of the Australian Institute of Company Directors. It is also consistent with the Westminster convention of the Australian parliament, whereby the speaker's casting vote must always be exercised in accordance with the status quo (ie against a motion seeking to make a change). It is also worth noting that the new Constitution provides for an uneven number of directors, and so this situation should rarely (if ever) arise.</li> <li>New Constitution provides for proxy voting for all general meetings and all business - existing clause 12.3 is invalid and would be overturned if tested in Court, where it seeks to limit proxies to only one type of resolution. Under the <i>Corporations Act</i>, companies must allow proxy voting for all general meetings and all business dealt with at such meetings</li> </ul>
13	Ballots other than elections	13.15	Electronic voting	<ul style="list-style-type: none"> <li>New Constitution includes an electronic voting clause that permits electronic voting at and in relation to General Meetings (which also applies to Council Meetings), allowing for a contemporary voting option rather than an outdated ballot system</li> </ul>
14	Elections by ballot	17	Elected Directors	<ul style="list-style-type: none"> <li>Election of Elected Directors is dealt with in new clause 17.4 and replaces existing clauses 14.1 and 14.6</li> <li>Updated election procedure retains 'first past the post' as the required voting method but otherwise grants discretion to the board to determine exact processes to be used from time to time, which can be set out in by-laws or other policies and be adjusted as needed over time</li> <li>The existing director eligibility criteria in clause 14.3 are replicated in new clause 16.2, with the inclusion of additional ineligibility where: (a) a candidate is deemed unsuitable by unanimous decision of the Nominations Committee; (b) the candidate is prohibited from serving under any By-Law adopted by MNSW to deal with director eligibility requirements; or (c) their previous employment with MNSW has been lawfully terminated, excluding a lawful redundancy</li> <li>Refer to explanation of new Nominations Committee at row 9 above, which applies to the Elected Director nomination/election process. The committee will assess nominees and make recommendations, and can deem a candidate unsuitable, either under criteria developed by the committee or through the application of the ineligibility provisions in the Constitution, by unanimous decision. A candidate deemed unsuitable is ineligible to stand for election as an Elected Director</li> <li>The ability to nominate director candidates for vacant positions from the floor of the AGM has been removed, as it is inappropriate for a state organisation to automatically accept nominees from the floor without conducting appropriate due diligence and checks, and without granting club members the opportunity to liaise with their club committees to determine a preferred candidate or whether they support a particular person</li> </ul>
15	MNSW panels & subcommittees	20.4 25.1	Delegation of powers Committees	<ul style="list-style-type: none"> <li>The new Constitution substantially simplifies the delegation of powers process for directors and the power to establish committees</li> <li>New clause 25.3 incorporates by reference the board procedures and applies them to committees without the need to reproduce the procedural clauses for committees throughout the document</li> </ul>
16	MNSW policies	26	By-Laws	<ul style="list-style-type: none"> <li>Powers to make By-Laws under the new Constitution are materially similar to the existing power to make policies</li> </ul>
17	Property of MNSW	5 11 31	Income and Property of MNSW Fees and Subscriptions Winding Up	<ul style="list-style-type: none"> <li>The not-for-profit clause (existing 17.3, new 5) is substantively identical and requires MNSW to apply the entirety of its assets and income towards its not-for-profit sporting objects. Inclusion of this type of clause in the Constitution is a requirement for MNSW to comply with its not-for-profit statutory obligations under applicable tax legislation</li> <li>The power for the board to impose membership fees and subscriptions is contained in new clause 11 and broadly mirrors existing clause 17.2</li> <li>Existing clause 17.4 is unnecessary as it remains a power of the board under other existing clauses in the Constitution and also the <i>Corporations Act</i></li> <li>The winding up provision in existing clause 17.6 is replicated in an identical manner in new clause 31. Adopting this type of clause, including a prohibition on distribution to members, and a requirement to transfer any surplus assets to another not-for-profit organisation (at the election of the voting members) is mandatory for compliance with applicable not-for-profit statutory obligations</li> </ul>
18	Accounts and records	27 28	Keeping and Inspection of Records Accounts	<ul style="list-style-type: none"> <li>No material or substantive change to the clauses dealing with the keeping and inspection of records</li> <li>No change to the requirement for MNSW to appoint an auditor and undertake an annual audit of its financial statements</li> </ul>
19	Execution of documents	28.3	Transactions	<ul style="list-style-type: none"> <li>New clause provides discretion for the directors to determine appropriate controls and delegations in relation to the execution of documents and entering into financial transactions from time to time</li> </ul>

Reference - Existing Constitution		Reference - New Constitution		Notes
20	Conflicts of interest or duty	21.9	Directors' interests	<ul style="list-style-type: none"> <li>New clause 21.9 is drafted to ensure directors comply with their statutory and common law directors' duties, including the requirement to disclose material personal interests, refrain from participating and voting on any matter in which they hold a material personal interest, and disqualifying their vote if they still do so</li> <li>The deeming effect of new clause 25.3 is that the conflict of interest provisions apply to committees and committee members in the same manner as directors, without needing to reproduce those clauses in the Constitution in their entirety</li> </ul>
21	Discipline	10	Grievances and Discipline of Members	<ul style="list-style-type: none"> <li>Rather than prescribe the procedure for disciplining members for breaches of the Constitution or applicable by-laws of MNSW, the new clause allows the MNSW board to adopt by-laws / procedures to outline how such matters will be dealt with</li> <li>Prescribing the process for disciplining members is not required for a company constitution</li> <li>Allowing the MNSW board to determine appropriate procedures from time to time ensures MNSW can suitably fit within the overall MA and Alliance framework, where National Integrity Framework matters are dealt with under that national policy, other applicable grievances are dealt with under the national MA policy, and matters not falling within these categories can be dealt with by MNSW in accordance with prescribed procedures</li> <li>It is preferable to allow discretion to update applicable procedures from time to time, without needing to amend the Constitution, to provide sufficient flexibility and scope to amend process if/as needed</li> </ul>
22	Disputes	10	Grievances and Discipline of Members	<ul style="list-style-type: none"> <li>Refer to row 21 above, which equally applies to the resolution of disputes / grievances between members</li> </ul>
23	Changing this constitution	7	Amendment of MNSW Constitution	<ul style="list-style-type: none"> <li>No change to the process required to alter the MNSW Constitution, which mirrors the <i>Corporations Act</i> requirement of passing a special resolution at a general meeting</li> <li>Existing clause 23.3 mirrors the position under the <i>Corporations Act</i> and therefore need not be reproduced in the Constitution</li> </ul>
24	Indemnities	30	Indemnity	<ul style="list-style-type: none"> <li>No material change to the indemnity granted to directors and officers (CEO, company secretary) by MNSW</li> <li>Indemnities do not extend further than permitted under the <i>Corporations Act</i></li> </ul>
25	Definitions and interpretation	2	Definitions and Interpretation	<ul style="list-style-type: none"> <li>Definitions retained, removed or amended as required to facilitate new Constitution</li> <li>Removed definitions include (but are not limited to) "Best-for-Motorcycling", "government", "MA Alliance", "MNSW annual report"</li> </ul>

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Lander & Rogers  
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#### ANNEXURE A

- Under Australian corporations law, the powers of a company (such as MNSW) are split between the board and the voting members, with the Corporations Act enshrining various powers that can be exercised by voting members in general meetings (such as amending the Constitution, removing directors, removing the auditor, winding up the company). Standard practice is that a combination of the legislation, and a company's constitution, then grants the board all other powers necessary to manage and govern the business and affairs of the company. The board is entitled to delegate certain of these powers, most commonly to a CEO (and other staff) and board committees (such as a finance, audit and risk committee).
- General meetings of a company, at which the voting members can exercise those powers enshrined for them under legislation, are therefore prescriptively regulated under the Corporations Act. For this reason, the new Constitution deals with a range of substantive and procedural matters relating to general meetings, in particular at clauses 12 and 13. This ensures that all general meetings of MNSW comply with the Corporations Act, and that only business relating to the Corporations Act is transacted at these meetings.
- There are two types of general meetings: an annual general meeting (**AGM**) and special general meeting (**SGM**). MNSW as a company is required to annually hold an AGM within five months of the end of its financial year. At the AGM, standard business is annually transacted, such as tabling the directors' report, financial statements and auditor's report for the preceding financial year. All general meetings other than the AGM are SGMs, which are convened either by the directors, or by the voting members in accordance with the Corporations Act (members holding at least 5% of the votes entitled to be cast at a MNSW general meeting).
- The purpose of general meetings (both AGMs and SGMs) is exclusively for dealing with business that can be validly transacted by voting members of a company at a general meeting. The powers of the members to transact business at general meetings is limited by the Corporations Act; they cannot, for instance, move binding resolutions that infringe on the board's right to manage and govern the business and affairs of the company. A practical example is that a resolution passed by members at a general meeting attempting to force or bind MNSW into entering into a certain contract, or commencing litigation, is unenforceable and is not valid business of a general meeting, as these are powers for the board.

5. Due to the constraints of the Corporations Act as outlined above, general meetings are not an appropriate vehicle for MNSW to discuss matters relating to and concerning the sport, undertake consultation with members, discuss ideas and recommendations from the members, and arrive at pathways forward with respect to various issues. A general meeting for this type of forum is inappropriate, due to the required formality and prescription under the Corporations Act, and because the business transacted at the meeting would be invalid, as it is not lawful business the voting members of MNSW can transact at a general meeting.
6. For that reason, the new Constitution formalises the concept of council meetings, as separate from general meetings. The term 'council meeting' reflects what MNSW today refers to as meetings of the 'general council', whereby the Life Members and up to three delegates of each club attend regular meetings to discuss various issues relevant to the sport with the directors and select staff members. Council meetings are dealt with under clause 15 of the new Constitution, and broadly mirror the format and procedure of the existing general council meetings, with the same mandated meeting schedule (every two months), 21 days' notice, three delegates per club and a quorum of 15 voting members in person and online. By separating council meetings from general meetings in the constitution, council meetings can be undertaken with much less formality than that required for general meetings as prescribed by the Corporations Act, whilst still discussing the matters historically raised at these meetings – namely current operational matters and initiatives being undertaken by the MNSW staff, board, and clubs.
7. As a result, under the new Constitution it is proposed that MNSW will have two types of meetings (involving members) moving forwards:
  - (a) general meetings (one AGM annually; SGMs as convened from time to time) – member meetings prescribed under the Corporations Act for voting members to transact business enshrined for them under that Act; and
8. council meetings (every two months and otherwise as convened from time to time) – meetings with the Life Members and up to three delegates of each club, the directors and select staff members, as referenced in the Constitution, at which matters relating to the sport, its operation, management and governance, and anything else of relevance are discussed by the directors, Life Members, staff and clubs.

## ANNEXURE B COMPARISON OF EXISTING AND NEW OBJECTS

### New objects (clause 3)

*The Objects of MNSW shall be to:*

- (a) *recognise MA as the FIM-recognised national federation for Motorcycle Sport in Australia and to act as a member of MA in accordance with the Statutes and Regulations, the MA Alliance Agreement and the MA Constitution;*
- (b) *conduct, encourage, promote, advance, control and manage all levels of Motorcycle Sport in New South Wales (**NSW**) and the Australian Capital Territory (**ACT**) interdependently with Members and others;*
- (c) *conduct state level competitions for riders at all levels;*
- (d) *adopt, formulate, issue, interpret and amend by-laws, rules and regulations for the control and conduct of Motorcycle Sport in NSW and the ACT in keeping with the terms of this Constitution, as amended from time to time;*
- (e) *encourage the provision and development of appropriate facilities for participation in Motorcycle Sport;*
- (f) *maintain and enhance standards, quality and reputation of Motorcycle Sport for the collective and mutual benefit and interests of members and Motorcycle Sport;*
- (g) *enhance and improve the safety and management of motorcyclists and motorcycling in NSW and the ACT;*
- (h) *use and promote the Intellectual Property<sup>1</sup>;*
- (i) *promote Motorcycle Sport for commercial, government and public recognition and benefits;*
- (j) *select, prepare and enter NSW and ACT teams in national competitions;*
- (k) *promote, control, manage and conduct Motorcycle Sport events, races, championships and series;*

<sup>1</sup> Note - "Intellectual Property" as used in the new objects is a defined term in clause 2.1 of the new Constitution to mean "all rights subsisting in copyright, business names, names, trade marks (or signs), logos, designs, equipment including computer software, images (including photographs, videos or films) or service marks relating to MNSW or any activity of or conducted, promoted or administered by MNSW".

- (l) encourage and promote widespread participation in Motorcycle Sport to enhance opportunities for every participant to reach levels appropriate to their ability and aspiration;*
- (m) have regard to the public interest in its operations; and*
- (n) undertake other actions or activities necessary, incidental or conducive to advance these Objects.*

**Existing objects (clause 4.2)**

*The MNSW objectives are all of the following:*

*4.2.1 To promote, regulate and administer MNSW sanctioned motorcycle sport and other motorcycling activities conducted in NSW & ACT.*

*4.2.2 To cooperate with MA to maximise the success of MA sanctioned multi-state or Australian championship motorcycle events conducted in NSW & ACT.*

*4.2.3 To conduct, encourage, promote, advance, control and administer motorcycle sport and other motorcycling activities throughout NSW & ACT in consultation with MA for the mutual benefit of MNSW, MA, MNSW members and motorcycling generally.*

*4.2.4 To constantly use best endeavours to regulate and administer all MNSW sanctioned motorcycle sport and other motorcycling activities in a manner that seeks to achieve the following:*

- Maximise the safety of participants, officials, spectators and the public.*
- Ensure, to the maximum extent possible, that MNSW sanctioned motorcycle sport is competitive, fair and fun.*
- Continual improvement of standards and quality of MNSW sanctioned events.*

*4.2.5 To maintain and enhance the reputation of MNSW, motorcycle sport and motorcycling generally by continually improving the standards and quality of MNSW sanctioned events for the benefit of MNSW members and motorcycling generally.*

*4.2.6 To promote mutual trust and confidence between MNSW, MA, MNSW members and other SCBs.*

*4.2.7 To promote the economic and sporting success, strength and stability of MNSW, MA, each SCB and each MNSW affiliated club and to act cooperatively and collaboratively with each of these bodies.*

*4.2.8 To develop, use, protect and improve MNSW intellectual property.*

*4.2.9 To collect, distribute and publish information in connection with motorcycling in NSW & ACT.*

*4.2.10 To seek government, commercial and public recognition and support of MNSW and MNSW sanctioned events and motorcycling generally.*

*4.2.11 To assist with the development, management and regulation of MA sanctioned motorcycle sport and other motorcycling activities in NSW & ACT consistently with the rules and regulations of MA.*

*4.2.12 To seek, pursue and develop commercial arrangements that promote these MNSW objectives.*

*4.2.13 To facilitate and manage the mediation or determination of disputes between MNSW members.*

*4.2.14 To recognise and implement policies promulgated by MA and the MA Alliance including those in relation to sexual harassment, equal opportunity, equity, drugs in sport, health, safety, junior and senior programs, infectious diseases and other matters as arise from time to time as issues to be addressed in relation to MNSW and MA sanctioned motorcycle events.*

*4.2.15 To select and support teams and squads to represent NSW & ACT or MNSW in Australian championships and international events.*

*4.2.16 To represent the interests of MNSW members and of motorcycle sport and recreation generally in any appropriate public forum in NSW & ACT.*

*4.2.17 To participate as an Alliance Participant in the MA Alliance in accordance with the terms of the MA Alliance Agreement to which MA and all other SCBs are party, while it remains in the interest of MNSW members and of motorcycle sport and recreation generally.*