

**AUSTRALIAN UTILITY STOCK DOG SOCIETY INCORPORATED – RULES (CONSTITUTION)**  
**Inc. No. A0092012P**

**THE SOCIETY**

- 1. Name** *'Australian Utility Stock Dog Society Incorporated'*. (AUSDS Inc.)
- 2. Aim and Purpose** To foster both the improvement in excellence and the continuance of *High Quality Practical Working Stock Dogs* – for sheep and cattle work, in the livestock industry throughout Australia and internationally (see: *AUSDS Inc. Essential Natural Traits for High Quality Practical Working Stock Dogs – Aiming at Excellence* – and also *AUSDS Inc. Strategies*)
- 3. Objectives**
  - (a) Advocate sound breeding and selection criteria to improve working stock dogs.
  - (b) Promote the benefits and importance of practical working stock dogs.
  - (c) Promote sound training and handling techniques for practical working stock dogs.
  - (d) Promote a high standard of stockmanship and common-sense welfare of those livestock worked and of working stock dogs.
  - (e) Endeavour to have a congenial relationship with those who depend on and relate to practical working stock dogs as well as other working stock dog organisations, providing that the Society's Aim and Purpose and Objectives are not detracted from.
  - (f) Protect and promote the interests of the Society's working stock dog breeders and handlers and those of the wider working stock dog breeding and working community.
  - (g) Uphold a conduct of fairness at all times.
  - (h) Emphasise practicality and common sense over technicalities.
- 4. Financial Year** The financial year for the Society is from the 1<sup>st</sup> July to the 30<sup>th</sup> June in each year.
- 5. Definitions** In these Rules –
  - (a) "Society" means 'Australian Utility Stock Dog Society Incorporated' that has at least six (6) Members.
  - (b) "Member" means 'Financial Full Member' of the Society.
  - (c) "Committee" means the Committee having management of the business and affairs of the Society.
  - (d) "Committee Member" means a Member so elected on the Committee.
  - (e) "notice" means to personally hand a notice or to send a notice by post to the proper address or to transmit a notice by email or facsimile. (To Members and to the Society or Committee).
  - (f) "Secretary" shall include acting Secretary.
  - (g) "signed" means hand signature in writing.
  - (h) Words importing the masculine gender include the feminine gender.
  - (i) "Body" means any firm, corporation, society, company or other body.
  - (j) "special resolution" means a resolution that requires not less than three-quarters (3/4) of the Members voting at a General Meeting, to vote in favour of the resolution.
  - (k) "absolute majority" of the Committee means a majority of such Committee who are entitled to vote.
  - (l) "the Act" means and includes any regulation made under the Incorporations Act.
- 6. Role and Powers** The Society is a 'not for profit organisation' and must conduct all things accordingly subject to the Act. The Society has power to do all things incidental or conducive to achieve its Aim and Purpose and Objectives subject to the Act.
  - (a) The Society may, without limiting the above:
    - (i) acquire, hold and dispose of real or personal property;
    - (ii) open and operate accounts with financial institutions;
    - (iii) invest its money in any security in which trust monies may lawfully be invested;
    - (iv) raise and borrow money on any terms and in any manner as it thinks fit;
    - (v) secure the repayment of money raised or borrowed, or the payment of a debt or liability;
    - (vi) appoint agents to transact business on its behalf;
    - (vii) enter into any other contract it considers necessary or desirable.
  - (b) The Society may only exercise its powers and use its income and assets (including any surplus) for its Aim and Purpose and Objectives.
  - (c) To take such steps by personal or written appeals, public meetings or otherwise, as may from time to time be deemed expedient for the purpose of procuring contributions to the funds of the Society, in the form of memberships, sponsorships, grants, interest, donations or otherwise
  - (d) To both print and publish newspapers, periodicals, books or leaflets and to create a website that the Society thinks desirable for the promotion of its Aim and Purpose and Objectives.

**MEMBERSHIP**

- 7. Application**
  - (a) Every application for membership must be nominated by a current financial Member of the Society. (see: *AUSDS Inc. Membership Application Form*)
  - (b) The application must be signed by the applicant who agrees to support the Aim and Purpose and Objectives of the Society and agrees to comply with the Rules. The appropriate subscription fee must also be paid.
  - (c) The receipt given for the amount of the subscription shall not thereby entitle the applicant to membership.

(d) The signed application shall be submitted, as soon as practical, to the Committee for election or otherwise and the Committee may refuse any application for membership without assigning any reason therefore.

(e) The applicant must be notified as soon as practical and if the application is rejected, all monies duly paid must be returned to the applicant.

(f) The Secretary shall keep and maintain a Register of Members including; the name classification of membership, applicable contact details, date of becoming a Member; and for each former Member, the date of ceasing to be a Member.

Under the Act, personal information may be restricted and it may be an offence to use improper information from the Register of Members.

**8. Subscriptions** (a) The Annual Subscription shall be set by the Committee.

(b) The Committee may from time to time vary the amount of the Annual Subscription

(c) Annual Subscriptions shall be due and payable on the first day of July in each year.

**9. Body Member** (a) In case any Body desires to become a Member, such Body may nominate in writing a person who shall be entitled to act as a delegate for the Body at all meetings of and in all dealings with the Society

(b) The Body may change nominee from time to time but the Association shall be deemed to have fulfilled all requirements if it addresses notices, ballot papers or communications to the nominee for the time being, care of the Body at its address in the Register of Members.

(c) The Body shall be considered a Member, but the Committee has the conclusive decision as to the validity of the delegate to vote.

(d) Voting by proxy is not permitted at any meeting.

**10. Junior and Associate Members** (a) Junior Members (under the age of eighteen (18) years), are not entitled to vote, but may compete in Society trials.

(b) The category of Associate Members, as determined by special resolution at a General Meeting, are not entitled to vote or compete in Society trials, but may have other rights as determined by the Committee or by special resolution at a General Meeting.

**11. Rights of a Member** (a) To receive notice of General Meetings and of proposed special resolutions in the manner and time prescribed by these Rules.

(b) To submit items of business for consideration at General Meetings and at Committee Meetings.

(c) To attend and be heard at General Meetings.

(d) To vote at a General Meeting.

(e) To have access to minutes of General Meetings and other documents of the Society under Rule 37.

(f) To inspect the Register of Members.

(g) Are not transferable and end when membership ceases.

(h) No Member shall be entitled to any privileges of membership whilst his subscription is unpaid provided that the right granted to Members under Rule 32. (a) is not hereby prejudiced.

**12. Obligations and Liabilities** All Members are obliged to:

(a) comply with these Rules;

(b) support the Aim and Purpose and Objectives of the Society;

(c) not engage in conduct that is prejudicial to the Society;

otherwise, they can expect to face disciplinary action.

**13 Code of Conduct** All Members are obliged to comply with the Society's Code of Conduct;

otherwise they can expect to face the consequence of violations of that code. (see: *AUSDS Inc. Code of Conduct*)

**14. Cessation** (a) The membership of a person ceases on resignation, expulsion or death.

(b) A Member may resign by notice in writing given to the Society.

(c) A Member is taken to have resigned if his annual subscription is more than twelve (12) months in arrears.

(d) The Secretary must thereby enter the date the person ceased to be a Member in the Register of Members.

## DISCIPLINARY ACTION

**15.** Grounds for taking disciplinary action:

The Society may take disciplinary action against a Member if; the Committee is of the opinion that a Member has refused or neglected to comply with these Rules; or refuses to support the aim and purpose and objectives of the Society; or has been guilty of conduct unbecoming a Member or prejudicial to the interests of the Society.

Disciplinary subcommittee:

If the Committee is satisfied that there are sufficient grounds for taking disciplinary action against a Member, the Committee must appoint a disciplinary subcommittee to hear the matter and determine what action, if any, to take against the Member.

The members of the disciplinary subcommittee;

(a) may be Committee Members, Members of the Society or anyone else, but

(b) must not be biased against, or in favour of, the Member concerned.

Notice to Member:

Before disciplinary action is taken against a Member, the Secretary must give written notice to the Member;

(a) stating that the Society proposes to take disciplinary action against the Member; and

(b) stating the grounds for the proposed disciplinary action; and

- (c) specifying the date, place and time of the meeting at which the disciplinary subcommittee intends to consider the disciplinary action (the *disciplinary meeting*); and
- (d) advising the Member that they may do one or both of the following –
  - (i) attend the disciplinary meeting and address the disciplinary subcommittee at the meeting;
  - (ii) give a written statement to the disciplinary subcommittee at any time before the disciplinary meeting; and
- (e) setting out the Member's appeal rights. (see *Appeal rights* below)

The notice must be given no earlier than twenty-eight (28) days, and no later than fourteen (14) days, before the disciplinary meeting is held.

**Decision of subcommittee:**

At the disciplinary meeting the disciplinary subcommittee must;

- (a) give the Member an opportunity to be heard; and
- (b) consider any written statement submitted by the Member.

After complying with these requirements, the disciplinary subcommittee may –

- (a) take no further action against the Member; or
- (b) (i) issue the Member with a reprimand and warning; or
  - (ii) suspend the membership rights of the Member for a specified period; or
  - (iii) expel the Member from the Society.

The disciplinary subcommittee may also issue the Member with an appropriate fine.

The suspension of membership rights or the expulsion of a Member by the disciplinary subcommittee under this rule, takes effect immediately after the vote is passed.

**Appeal rights:**

The Member whose membership rights have been suspended or who has been expelled from the Society, may give notice to the effect that they wish to appeal against the suspension or expulsion.

The notice must be in writing and given;

- (a) to the disciplinary subcommittee immediately after the vote to suspend or expel that Member; or
- (b) to the Secretary not later than forty-eight (48) hours after the vote.

If the Member gives such notice, a disciplinary appeals meeting must be convened by the Committee as soon as practicable, and within twenty-one (21) days after the notice is received.

Notice of the disciplinary appeal meeting must be given to each Member of the Society who is entitled to vote as soon as practicable and must;

- (a) specify the date, time and place of the meeting; and
- (b) state; (i) the name of the Member against whom the disciplinary action has been taken; and
  - (ii) the grounds for taking that action; and
  - (iii) that at the disciplinary appeal meeting, the Members present must vote on whether the decision to suspend or expel the Member in question should be upheld or revoked.

**Conduct of disciplinary appeal meeting:**

At a disciplinary appeal meeting;

- (a) no business other than the question of the appeal may be conducted; and
- (b) the Committee must state the grounds for suspending or expelling the Member and the reason for taking the action; and
- (c) the Member in question must be given an opportunity to be heard.

After complying with these requirements, those Members who are present and entitled to vote at the meeting, must vote by secret ballot as to whether the decision to suspend or expel the Member should be upheld or revoked. (voting by proxy is not permitted)

The decision is upheld if not less than three quarters (3/4) of the Members voting at the meeting, vote in favour of the decision.

**GRIEVANCE PROCEDURE**

**16. Application:** (1) The grievance procedure set out in this Rule applies to disputes under these Rules between –

- (a) a Member and another Member;
- (b) a Member and the Committee;
- (c) a Member and the Society.

(2) A Member must not initiate a grievance procedure in relation to a matter that is the subject of a disciplinary procedure until the disciplinary procedure has been completed.

**Parties must attempt to resolve the dispute:** The parties to a dispute must attempt to resolve the dispute between themselves within fourteen (14) days of the dispute coming to the attention of each party.

**Appointment of mediation:** (1) If the parties to a dispute are unable to resolve the dispute between themselves within the time required above, the parties must within ten (10) days –

- (a) notify the Committee of the dispute; and
  - (b) agree to or request the appointment of a mediator; and
  - (c) attempt in good faith to settle the dispute by mediation.
- (2) The mediator must be –
- (a) a person chosen by agreement between the parties; or

- (b) in the absence of agreement –
  - (i) if the dispute is between a Member and another Member – a person appointed by the Committee; or
  - (ii) if the dispute is between a Member and the Committee or the Society – a person appointed in accordance with the Act.
- (3) A mediator appointed by the Committee may be a Member or former Member of the Society but in any-case must not be a person who –
  - (a) has a personal interest in the dispute; or
  - (b) is biased in favour of or against any party.

Mediation process: (1) The mediator to the dispute, in conducting the mediation, must –

- (a) give each party every opportunity to be heard; and
- (b) allow due consideration by all parties of any written statement submitted by any party; and
- (c) ensure that natural justice is accorded to the parties throughout the mediation process.

(2) The mediator must not determine the dispute.

Failure to resolve the dispute by mediation: If the mediation process does not resolve the dispute, the parties may seek to resolve the dispute in accordance with the Act or otherwise at law.

#### **LIFE MEMBERS**

17. (a) The Committee may grant Life Membership to any Members of the Society who have rendered outstanding or special service.
- (b) Life Memberships are only elected by secret ballot at a Committee Meeting with an absolute majority.
  - (c) Life Members are not required to pay membership subscriptions.

#### **PATRONS**

18. (a) Patrons of the Society shall be such persons as are appointed by the Committee and who accept that office.
- (b) Patrons are not required to pay membership subscriptions.

#### **BODY AFFILIATION**

19. Application: Any genuine and sincere Body, for the purposes, among other things, of conducting Society trials, may apply for affiliation with the Society. Such application shall be made to the Secretary and the Committee may grant or withhold affiliation.

Compliance: Affiliated Bodies may hold Society trials, but only in accordance with the Society's trial regulations and such Affiliated Bodies shall observe and are bound by the decisions and Rules of the Society.

Suspension: The Committee may, at its discretion, cancel or suspend the affiliation of any Affiliated Body from the Society.

Right of Appeal: (a) Any person affected by any decision of an Affiliated Body may appeal to the Committee of the Society and shall do so by giving a signed notice of appeal in writing to the Secretary within twenty-eight (28) days of the decision, stating the grounds of the appeal and enclosing a deposit as determined by the Committee from time to time.

Upon receipt of such notice of appeal, the Secretary shall notify the Body concerned who shall forthwith send to the Secretary of the Society all particulars concerning the matter in dispute.

(b) The Committee shall hear every such appeal made to it as soon as possible and may in its discretion allow further evidence to be adduced, and may remit the matter for rehearing by the Body concerned or uphold or dismiss the appeal or impose a greater or lesser penalty and make such order as to the disposal of the deposit as it thinks fit.

(c) The decision of the Committee shall be final and binding on all parties concerned and shall be given effect to by all Bodies affiliated with the Society.

#### **COMMITTEE**

20. Role (a) The Committee consists of six (6) Members and are elected by the Members – to represent all of the Members.

(b) The business and affairs of the Society shall be under the management and control of the Committee.

(c) The Committee shall have power from time to time to make, amend or revoke such by-laws as they deem necessary for effectively carrying out the Aim and Purpose and Objectives of the Society or any of them.

(d) The annual subscriptions and date of payment shall be determined and set by the Committee.

(e) The Committee, independent to the Secretary and Treasurer, shall offer from time to time, a fair and reasonable honorarium to the Secretary and Treasurer elect.

(f) The Committee may delegate;

(i) to a Member of the Committee, or subcommittees consisting of Members (with terms of reference it considers appropriate), or office bearers; any of its powers and functions of the delegation solely, but not a duty imposed on the Committee by the Act or any other law.

(ii) the delegation must be in writing and may be subject to the conditions and limitations the Committee considers appropriate.

(iii) the Committee may, in writing, revoke a delegation wholly or in part.

- (g) In general duties the Committee;
  - (i) shall familiarise with these Rules and the Act
  - (ii) are responsible to ensure that the Society complies with the Act and that each Committee Member complies with these Rules
  - (iii) must exercise their powers and discharge their duties with reasonable care, diligence, and in good faith in the best interests of the Society and for a proper purpose
  - (iv) and including former Committee Members, must not make improper use of their position or information acquired by virtue of holding their position, in order to gain an advantage for themselves or any other person or to cause detriment to the Society
  - (v) must perform duties imposed by these Rules as well as other duties imposed from time to time by resolution at a General Meeting.

**21. Term** Committee Members shall hold office for three years, one third retiring annually in rotation, but those retiring shall be eligible for re-election.

**22. Cessation** Notwithstanding anything herein contained, a Committee Member shall hereby cease to hold office if he;

- (a) becomes bankrupt
- (b) in the opinion of the Committee and Members, by special resolution, becomes from any cause incapable or unfit to hold office
- (c) resigns his office
- (d) absents himself for three or more consecutive meetings of the Committee without leave of absence from the Committee. The Committee must not grant leave of absence retrospectively unless it is satisfied that it was not feasible for the Committee Member to seek the leave in advance.
- (e) allows his membership subscription to remain in arrears for more than twelve (12) months
- (f) dies.

**23. Vacancy** (a) Should any vacancy occur in the Committee between Annual Meetings, the Committee shall elect a Member to fill such vacancy at the next Committee meeting and the substituted Committee Member so elected shall hold office for the unexpired period of his predecessor's term of office.

(b) At each Annual Meeting the two (2) Committee Members who have been longest in office shall retire. For the purpose of this rule the length of time a Committee Member has been in office shall be calculated from the date of his last election or appointment except as provided in the last preceding clause.

(c) Retiring Committee Members who do not intend to re-nominate, shall courteously inform the Secretary of their intention prior to forty-two (42) days of the Annual General Meeting so that the Secretary can notify all Members of any such vacancy. (see also notification of AGM, Rule 31. (b))

**24. Election** The Committee to be elected at each Annual General Meeting shall be elected in the following manner:

- (a) Any financial Member of the Society shall be at liberty to nominate any other financial Member as a Committee Member.
- (b) If the person nominated is not an outgoing Committee Member, such nomination, together with the consent of the nominee, may be either made by letter or on a nomination form from the proposer and must be submitted to the Secretary, signed by the person nominated and by the proposer.
- (c) Nominations close twenty-eight (28) days prior to the Annual General Meeting each year.
- (d) Twenty-one (21) days at least before the Annual General Meeting, the Secretary shall send to all Members of the Society a ballot paper initialled by the Secretary with the names of all candidates who have been duly nominated, and each Member desiring to vote shall strike out all but the names of the Members for whom he wishes to vote.
- (e) No Member shall vote for fewer candidates than the number of vacancies which have to be filled. Every such ballot paper shall be returned before the closing time of the Poll which shall be one (1) hour before the commencement of the Annual General Meeting (on the day of the election) and the said ballot papers shall be opened and counted as determined by the President and Secretary which shall be completed before the Annual General Meeting commences.
- (f) Any candidate for election may appoint a scrutineer to attend whilst the ballot is being counted.
- (g) Voting poll numbers for the Committee election are to be announced.
- (h) If votes are equal for the lowest polling nominated candidates, the vote for the said candidates must revert back to all Members as above to determine which nominated Committee Member be elected.

#### **COMMITTEE MEETINGS**

**25.** (a) The Committee shall hold periodic meetings, with at least three (3) a year, for the despatch of business and may adjourn or otherwise regulate its meetings as it thinks fit.

(b) The Committee determines the date, time and place of Committee Meetings.

(c) Special Committee Meetings may be convened by the President or by any three (3) members of the Committee.

(d) The quorum for all Committee Meetings;

- (i) shall be four (4) Committee Members
- (ii) no business may be conducted without a quorum

- (iii) If the use of technology allows Committee Members, who are not personally present, to communicate clearly and simultaneously with other Committee Members at a Committee Meeting, Committee Members may be considered as being present and are entitled to vote.
- (iv) a Special Committee Meeting lapses if a quorum is not present within a reasonable commencement time, and in any other case, the meeting must be adjourned to a date no later than fourteen (14) days after the adjournment and with the appropriate notice given.
- (e) Notice of Committee Meetings must;
  - (i) be given to each Committee Member no later than seven (7) days before the date of the meeting
  - (ii) state the date, time and place of the meeting
  - (iii) if a Special Committee Meeting is convened, the notice must include the general nature of the business and only that business may be conducted at the meeting.
  - (iv) in the case of an urgent meeting, the quickest and most practical notice shall be given without having to accord with (i), (ii) and (iii).
- (f) Notice of Motions for Committee Meetings must;
  - (i) only be considered if they refer to the role of the Committee. (see Rule 20. (a) – (e))
  - (ii) be signed by a Member and given to the Secretary at least fourteen (14) days prior to the Committee Meeting at which the motion is to be considered
  - (iii) in case a Body being a Member, the provisions in Rule 9. shall be observed
  - (iv) only be past for approval if the motion is carried by a majority of the Committee Members present at the meeting – in the case of an equality of votes the Chairman shall have a second or casting vote
- (g) Questions arising at any Committee Meeting shall be decided by a majority of votes of those present at such meeting. In the case of equality of votes the Chairman shall have a second or casting vote.
- (h) Voting by proxy is not permitted.
- (i) If a Committee Member has a conflict of interest in a matter being considered, the situation shall be dealt with under the Act and shall be disclosed in the minutes of the meeting.

#### **ELECTION of OFFICE BEARERS**

- 26.** The Committee shall at its first meeting, and as soon as practical after the Annual General Meeting in each year or occasion may require, elect out of their own number:
- (a) President
  - (b) Vice President
- and appoint out of their own number and/or independently:
- (a) Secretary
  - (b) Treasurer
  - (c) Finance Committee (see Rule 38.)

If the Secretary and Treasurer are not Members of the Society they shall, by virtue of their office, be Members of the Society, but would not be entitled to vote at Committee Meetings.

The Committee may remove an Office Bearer from his position at any time by a resolution passed by an absolute majority at a Committee Meeting.

#### **GENERAL MEETINGS**

- 27. Intervals** (a) The Annual General Meeting is held once a year (see Rule 31. (a)).  
 (b) Other General and Special General Meetings may be held on request (see Rule 34. (a)).
- 28. Quorum** (a) At all General Meetings, six (6) Members personally present shall form a quorum and no meeting can be conducted without a quorum.  
 (b) If the use of technology allows Members who are not personally present, to communicate clearly and simultaneously with the other Members at a General Meeting, those Members may be considered as being present and are entitled to vote.  
 (c) If a quorum is not present within a reasonable commencement time of the General Meeting, the General Meeting must be adjourned to a date not more than twenty-one (21) days later and the date, time and place must be given of the adjourned General Meeting and notice given to all Members as soon as practical.  
 (d) If a quorum is not present within a reasonable commencement time to which a General Meeting has been adjourned, (as in (c) above), the Members present at the adjourned General Meeting, (if not less than four (4)), may proceed with the business of this adjourned General Meeting as if the quorum were present.
- 29. Notice and Notice of Motions** Members must be notified in advance of any forthcoming General Meetings so as to have adequate time to forward any notice of motion at such meeting.
- (a) Notice of Motions for General Meetings;
    - (i) shall pertain to the affairs and Aim and Purpose and Objectives of the Society
    - (ii) must be signed by a Member and given to the Secretary at least twenty-eight (28) days prior to the General Meeting at which the motion is to be considered.

(b) Notices of General Meetings;  
shall be forwarded to every Member twenty-one days (21) prior to the General Meeting setting forth the purposes for which it is convened, including any notice of motions, and the date, time and place at which the General Meeting is to be held.

- 30. Chairperson** (a) The President, or in the absence of President, the Vice President shall take the chair at every meeting.  
(b) If neither the President nor Vice President are present within a reasonable time appointed for such meeting, the Members present shall choose one of their number to take the chair.
- 31. AGM Meeting** (a) The Annual General Meeting shall be held each year within three (3) months of the close of the financial year and the date, time and place determined by the Committee.  
(b) The Secretary shall inform all Members of the Annual General Meeting at least thirty-five (35) days in advance, including any forthcoming vacancies on the Committee.  
(c) The business of the Annual General Meeting shall be to confirm the minutes of the last Annual General Meeting and of any recent Special General Meeting and to receive and consider the President's annual report of the Committee and Society, to receive and consider the balance sheet, to appoint an Auditor and to fill any vacancies of the Committee.  
(d) Notice of motions, pertaining to the affairs of the Society, that have been received and on the agenda, shall be dealt with.
- 32. Voting** (a) Every Member who was a financial Member for the year immediately preceding the Annual Meeting shall be entitled to vote at such Annual General Meeting.  
(b) Every notice of motion and question submitted to a General Meeting shall be decided by a simple majority show of hands and every Member personally present shall have one vote. (special resolutions require a three quarter (3/4) majority).  
(c) Members are considered as being present and are entitled to vote if the use of technology allows (see Rule 28. (b)).  
(d) Voting by proxy is not permitted.  
(e) Provided that in case of an equality of votes, the Chairman shall have a casting vote in addition to which he is entitled as a Member.  
(f) In case a Body being a Member, the provisions in Rule 9. shall be observed.  
(g) If a poll (vote by secret ballot) is demanded by three (3) or more Members on any question, the Chairman shall determine the manner which the poll must take and declare the result of the resolution on the basis of that poll.
- 33. Adjournment** (a) The Chairman of a General Meeting in progress may, with the consent of the General Meeting, adjourn it from time to time and from place to place.  
(b) A General Meeting may be adjourned if there is insufficient time to consider and deal with items and business at hand.  
(c) At an adjourned General Meeting, only those matters that were not discussed or completed on the agenda of the General Meeting so adjourned shall be attended to.  
(d) Notice of the adjourned General Meeting is not required unless the General Meeting is adjourned for twenty-one (21) days or more, in which case notice must be given as in Rule 29. (b).

#### **SPECIAL GENERAL MEETINGS**

- 34.** (a) The Secretary shall convene a Special General Meeting upon request made to him by the President or by the Committee or upon receipt of a request made to him in writing and signed by six (6) Members.  
(b) The Committee shall suitably arrange for a Special General Meeting to be held within two (2) months, or as near as practical, upon a proper request and must ensure that any procedure conforms with the Act.  
(c) Members are considered as being present and are entitled to vote if the use of technology allows (see Rule 28. (b))  
(d) If a quorum of six (6) Members is not present within a reasonable commencement time of the meeting, the Special General Meeting must be dissolved in accordance with the Act.  
(e) No business other than that set out on the agenda in the notice can be conducted at a Special General Meeting.  
(f) Notice; same as that in Rule 29. (b).  
(g) Notice of Motions;  
(i) same as in Rule 29. (a); and  
(ii) proposed special resolutions have to be stated in full along with the intention for such special resolutions.

#### **RECORD KEEPING**

- 35. Secretary Duties** The Secretary (or acting Secretary) of the Society, except as otherwise provided in these Rules, must:  
(a) perform any duty or function required under the Act; and  
(b) keep in his custody or under his control, all books, documents and securities of the Society; and  
(c) keep and maintain a Register of Members; and  
(d) record the minutes of all General Meetings and Committee Meetings.

The registered address of the Society is the same as that of the Secretary.

- 36. Minutes** The Minutes for all General Meetings and Committee Meetings must include the following –  
(a) the names of Members in attendance; and  
(b) the business considered at the meeting; and

- (c) any resolution in which a vote is taken and the result of the vote; and
- (d) a certified financial statement.

- 37. Access** (a) On request, copies of these Rules must be made available, free of charge, to Members and applicants of membership.
- (b) Members shall be sent annually;
    - (i) a list of Committee Members and Office Bearers; and
    - (ii) a Register of Members.
  - (c) Under the Act, personal information may be restricted and it may be an offence to use improper information from the Register of Members.
  - (d) A Member shall have access to, and to be able to obtain copies of minutes of General Meetings, including financial statements submitted at those meetings free of charge.
  - (e) A Member requesting access to the minutes and financial statements of Committee Meetings shall only be granted access upon Committee approval.
  - (f) The Committee may refuse to permit a Member to inspect records of the Society that relate to confidential, personal, employment, commercial or legal matters, where to do so may be prejudicial to the interests of the Society.
  - (g) Subject to (f) above, a Member may inspect and make copies of financial records, books, securities and any other relevant document of the Society however compiled, recorded or stored including;
    - (i) membership records; and
    - (ii) financial records and statements; and
    - (iii) records and documents relating to transactions, dealings, business or property of the Society;and the Society may charge a reasonable fee for the provision of such copies.

## FUNDS

- 38. Finance Committee** (a) Consists of the President, Treasurer and others the Committee shall appoint.
- (b) The Finance Committee is responsible:
    - (i) in overseeing the funds which shall be derived from memberships, sponsorships, grants, interest, donations and other such sources as the Committee determines (see also Rule 6. (c)); and
    - (ii) in overseeing the financial records, accounts and treasury books; and
    - (iii) in assessing and presenting a budget that allows the Association to be in a viable financial position.
- 39. Treasury Duties** The Treasurer of the Society shall:
- (a) collect and receive all moneys due to the Society and issue proper receipts.
  - (b) ensure that all moneys received are paid into respective accounts of the Society as soon as is practical.
  - (c) make all payments authorised by the Society.
  - (d) ensure that the financial records of the Society are kept in accordance with the Act.
  - (e) keep in his custody these accounts and books.
  - (f) balance the accounts at the end of each financial year being the 30<sup>th</sup> of June.
  - (g) ensure that the yearly financial statement be audited and certified by the President prior to it being presented at the AGM.
  - (h) lodge all things required under the Act along with any yearly fee.

All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two (2) of the signatories as elected by the Committee.

## WINDING UP

- 40.** (a) The Society may be wound up voluntarily by special resolution.
- (b) In the event of winding up or the cancellation of the Incorporation of the Society, the surplus assets of the Society must not be distributed to any Members or former Members of the Society.
  - (c) Subject to the Act, and any court order made under the Act, the surplus assets must be given to a Body that has a similar Aim and Purpose and Objectives to the Society and which is not carried on for the profit or gain of its individual members.
  - (d) The Body to which the surplus assets are to be given must be decided by special resolution.

## ALTERATIONS OF RULES (CONSTITUTION)

- 41.** These Rules and the Aim and Purpose and Objectives of the Society must not be altered or added to unless a signed notice of the proposed alteration or addition shall have been given to the Secretary and by him to each Member at least twenty-eight (28) days prior to the General Meeting at which the motion is to be considered and the motion is carried by a three fourths (3/4) majority of Members present at that General Meeting. (by special resolution)