



EST. 1976

# The Saint Bernard Club of New South Wales Inc. Constitution

Ratified by Members at the AGM 18th August 2013

## PART 1 - PRELIMINARY

### 1. NAME

There is hereby constituted a Canine Club with a Constitution and membership as herein provided. The name of the Club shall be THE SAINT BERNARD CLUB OF NEW SOUTH WALES INC. (incorporated as The Saint Bernard Club Inc.) hereinafter referred to as "the Club."

### 2. OBJECTS

2.1 The objects of the Club are:

- (a) to affiliate with Dogs NSW;
- (b) to promote and encourage the breeding of pure bred dogs;
- (c) to promote and raise the standard and exhibiting of dogs;
- (d) to promote the holding of exhibitions and shows and to conduct exhibitions and shows;
- (e) to foster, promote and protect the interests of exhibitors of dogs at exhibitions and shows;
- (f) to collect, verify and publish information relating to dogs and the breeding and exhibition of dogs;
- (g) to educate and encourage Members, breeders and judges to abide by the requirements and standards approved by Dogs NSW for the conduct of exhibitions and shows;
- (h) to promote good fellowship and sportsmanship amongst Members and those participating in or attending at exhibitions and shows;
- (i) to inform Members of, make known to them and encourage compliance with the laws and regulations of the State of New South Wales and/or the Commonwealth relating to the ownership and care of dogs, and the responsibility of owners for the conduct and actions of their dogs;
- (j) to hold functions and lectures relating to dogs and to the objects of the Club generally;
- (k) to make awards and donate prizes for competition at exhibitions and shows and for the competition by breeders and exhibitors of dogs;
- (l) to foster relations with other Clubs and bodies having similar aims;
- (m) to promote and assist and to make contributions to canine veterinary research and other worthy canine causes;
- (n) to invest the funds of the Club not immediately required in such manner as the Members shall determine;
- (o) to carry on such other activities or promote or encourage interest in the breeding, upkeep and training of and the general well-being and improvement of all breeds of dogs and to do such other things as may be necessary or conducive to carrying out the objects of the Club.

2.2 An amendment, deletion or an addition to the Objects shall not be made except by a Special Resolution at a General Meeting. An amendment to any such proposal (except to the wording and not the substance thereof) shall not be entertained unless notice thereof shall have been given in writing to the Secretary at least fourteen (14) days before such Meeting. The Secretary shall give notice to each Member of any such amendment forthwith upon receipt.

### 3. DEFINITIONS

In this Constitution, except in so far as the context or subject matter otherwise indicates or requires - *"Application for Membership"* includes application for readmission to membership.

*"Body"* means where the context reasonably admits a Club, Agricultural or other Society or Association, Company or groups of persons.

*"Club"* means The Saint Bernard Club of New South Wales Incorporated, operating as the Saint Bernard Club Inc.

*"Constitution"* means the Constitution for the time being of the Club.

*"Dual Member"* means one of any two (2) persons who fall within one of the following categories:

(a) residents at the same address who are related by blood, adoption, marriage, de-facto or same sex relationship; or

(b) persons who are partners in ownership of one or more Saint Bernard dogs; or

(c) persons who hold joint membership with a canine controlling body; or

(d) persons who are partners in the conduct of a kennel having a kennel prefix in their joint names registered with a canine controlling body.

*"Exhibition"* includes a canine show, canine exhibition, canine parade, canine trial, canine competition, display, obedience trials, non-slip retrieving trial, contest or a match.

*"Financial Member"* means a Member of the Club who is not in default in the payment of their annual subscription or any fees or other monies payable as they become due in accordance with the Constitution. *"Unfinancial"* shall have the opposite meaning.

*"Financial Year"* means the financial year of the Club, which commences on the first day of July in each year, and terminates on the thirtieth day of June in the following year.

*"Honorary Member"* or *"Honorary Life Member"* means a person who is not a Member, who upon the recommendation of the Committee or upon a written nomination signed by not less than five (5) Members is elected by a Resolution passed in General Meeting by a majority of not less than seventy-five (75) percent of the Members voting in person thereat as an Honorary Member for life or for such lesser period as may be so determined and who in the opinion of such Meeting has rendered outstanding services to the Canine Fancy or to the Club or for other good and sufficient reason and who need not comply with the provisions of Rule 15.

*"Junior Member"* means a person over the age of seven (7) years and under the age of seventeen (17) years who has been admitted as a Junior Member of the Club. A Junior Member shall not be entitled to hold Office or to vote at a General Meeting of the Club but shall otherwise be entitled to enjoy all other privileges of membership. A Junior Member who attains the age of seventeen (17) years shall be eligible at any time thereafter to apply to become a Member.

*"Life Member"* means a Member who has been admitted to the Club as a Member for life, whether upon payment of a subscription or without payment of a subscription as may be determined by the Members from time to time.

*"Member"* means a natural person who has been admitted as an ordinary or Dual or Life Member of the Club and where the context otherwise so admits, shall include a person admitted to any other category of membership and the word "Member" where the context so admits, shall mean and include persons who have been admitted to any category of membership.

*"Member of the Committee"* means any of those persons provided for in Rule 35.1.

*"Office"* means the Office of the Club, and shall be a place as determined from time to time at which the records of the Club are to be kept.

*"Office Bearer"* means any one of the persons described in Rule 29.

*"Period of Membership"* in relation to all categories of membership, denotes the twelve (12) months terminating at midnight on 30 June for each year which any Member is for the time being admitted to membership of the Club or such portion of that term during which their membership continues.

**"Person"** where the context reasonably permits, includes an individual, a firm or partnership, a company or corporation, or any other legal entity.

**"Regulations"** means the Regulations and Standing Orders made by the Committee with the approval of the Members pursuant to the Constitution and from time to time in force.

**"Dogs NSW"** means the trading entity of Royal New South Wales Canine Council Ltd and the NSW state member body of the Australian National Kennel Council.

**"Rule"** means a provision of the Constitution and where the context so admits, includes a paragraph or sub-paragraph thereof.

**"Secretary"** means the Honorary Secretary or Secretary of the Club, and where the context reasonably permits, includes any other person for the time being appointed by the Committee to exercise the functions of the Secretary.

**"Special Resolution"** is a Resolution passed by a majority which comprises not less than seventy-five (75) percent of such Members of the Club as vote in person or by proxy in writing at a general meeting of which not less than twenty-one (21) days written notice specifying the intention to propose the Resolution as a Special Resolution was given in accordance with this Constitution.

**"Meeting"** means any forum consisting of any duration whereby Members are convened pursuant to the Constitution

**"Writing"** includes printing, copy and any other recognised means of communication or of reproducing words in visible form.

**"Speak"** includes any recognised means of communication which may be verbal or written.

#### **4. INTERPRETATION**

4.1 In these Rules -

- (a) words used in the Constitution and Regulations where the context reasonably permits shall have the same meaning as the definition thereof, as set forth in the Constitution and Regulations of Dogs NSW;
- (b) words importing the singular shall include the plural;
- (c) a reference to a function includes a reference to a power, authority or duty; and
- (d) a reference to the exercise of a function includes, where the function is a duty, a reference to the performance of the specified duty.

4.2 The provisions of the Acts Interpretation Act 1987, apply to and in respect of this Constitution in the same manner as those provisions would apply if this Constitution were an instrument made under the Act.

4.3 The Committee may make resolutions and give directions, not inconsistent with this Constitution, that are necessary or convenient to give effect to this Constitution or the Regulations and Standing Orders made there under but always subject to the powers of the Club in a General Meeting pursuant to Rules 35.3 and 35.4.

#### **5. AFFILIATION WITH DOGS NSW**

5.1 The Members by a Resolution passed in a General Meeting may direct Committee to affiliate with Dogs NSW.

5.2 The membership of the Club shall not be less than thirty (30) Members having the right to vote at General Meetings of the Club, provided that at all times, fifty (50) percent of the Members shall be persons each of whom is:

- (a) the registered owner or part owner of a registered dog; or
- (b) a Member of a household, one of whom is the owner or part owner of a registered dog; or
- (c) a Club which is a specialist or semi-specialist dog breed club granted affiliation with Dogs NSW.

**5.3** So long as the Club is an affiliate of Dogs NSW every Member, whether a Member of Dogs NSW or not, shall be deemed to have agreed with and to be bound by the Rules and Regulations of Dogs NSW for the time being in force and at all times to submit to and carry out every determination, finding, decision, requirement or direction of Dogs NSW so far as the same shall relate to the Member.

## **6. PROPERTY**

The property, assets and income of the Club however derived shall be applied towards the promotion of the objects of the Club and no portion shall be paid or transferred directly or indirectly by way of dividend, bonus or otherwise by way of profit to Members of the Club. However nothing herein shall prevent the payment in good faith of any remuneration to an Officer or employee of the Club or to a Member in return for services actually rendered nor prevent the payment of interest on monies borrowed by the Club from any Member nor prevent the giving or presentation of prizes, trophies or prize money at an exhibition conducted by the Club or at a recognised show conducted by another club or body.

## **7. CLUB JOURNAL**

The Members in a General Meeting by a Resolution passed by a simple majority of those voting in person may authorise the publication of a Club Journal under such name and subject to such terms and conditions and containing such subject matters as the Members may determine from time to time.

## **8. INSPECTION OF BOOKS**

The records, books and other documents of the Club shall be open to inspection by a Member of the Club at a place in New South Wales free of charge at any reasonable hour.

## **9. SOURCE OF FUNDS**

The funds of the Club shall be derived from entrance fees and annual subscriptions of Members, donations and subject to any Resolution passed by the Club in a General Meeting and such other sources as the Committee determines.

## **10. FINANCIAL YEAR**

The financial year of the Club shall commence on 1 July in each year and end on 30 June in the following year.

## **11. ALTERATIONS TO CONSTITUTION**

**11.1** An amendment, deletion or an addition to the Rules shall not be made except by a Special Resolution.

**11.2** An amendment to any such proposal (except to the wording and not the substance thereof) shall not be entertained unless notice thereof shall have been given in writing to the Secretary at least fourteen (14) days before such meeting. The Secretary shall give notice to each Member of any such amendment forthwith upon receipt.

## **PART 2 - MEMBERSHIP**

### **12. CATEGORIES OF MEMBERS**

**12.1** Membership of the Club shall be divided into the following categories:

- (a) Member;
- (b) Dual Member;
- (c) Life Member;

- (d) Honorary Member;
- (e) Honorary Life Member;
- (f) Junior Member.

12.2 Every person elected to any category of membership shall be deemed for all purposes to have agreed to be bound by the Constitution.

### **13. APPLICATION FOR MEMBERSHIP**

13.1 An application for membership shall be in such form as the Committee may from time to time prescribe and shall be signed by the applicant and by two (2) Members as referees and lodged with the Secretary.

13.2 The Secretary shall submit such application to the first General Meeting of Members next succeeding its receipt, and if such application is approved by a Resolution passed by a seventy-five (75) percent majority of Members voting in person thereat, the applicant shall thereupon become a Member of the Club provided that they shall pay within fourteen (14) days of the date of such meeting such entrance fee and subscription in respect of the appropriate category and period of membership or part thereof, as shall be determined from time to time.

13.3 Upon the satisfactory completion of the foregoing the Secretary will ensure that each new Member receives a copy of the current Club Constitution, together with the "Saint Bernard Owner's Manual" or leaflets as may be available from time to time.

13.4 The amount of the joining fee and annual subscription fee shall be determined from time to time or as need arises by the Members present at a General Meeting.

### **14. REFUSAL OF APPLICATION FOR MEMBERSHIP**

14.1 A person who is currently the subject of any suspension or other disqualification imposed by Dogs NSW or its affiliates or any other canine controlling body shall not be entitled to be granted membership of the Club.

14.2 A person admitted to membership under Rule 13 falling within the category of persons described in Rule 14.1, may be suspended or disqualified for the same period as determined by the organisation described in Rule 14.1.

14.3 A person who has been convicted of an offence under any legislation in Australia relating to cruelty to animals or has been convicted summarily or on indictment for an offence committed at a show shall not be eligible for membership of the Club.

### **15. RENEWAL OF MEMBERSHIP**

15.1 A Member who, prior to 30 June in each year, makes application to the Committee for readmission as a Member to their category of membership, and upon payment of the appropriate annual subscription with such application, shall be deemed for all purposes to have been re-elected as such a Member.

15.2 A person elected to membership after 31 December in any year upon payment of fifty (50) percent of the prescribed annual subscription, applicable to the category of membership to which elected, shall be deemed to be a financial Member for the remainder of the financial year.

### **16. REGISTER OF MEMBERS**

The Secretary of the Club shall establish and maintain a register of Members of the Club, specifying:

- (a) the name, address and contact telephone number(s) of each Member;
- (b) the date upon which that Member became a Member of the club;
- (c) the category of membership as defined by Rule 12.1;

- (d) the date, title and duration of any Office Bearer or Committee position held; and
- (e) any finding, penalty, suspension, disqualification or termination of membership in accordance with decisions pursuant to Rules 25.2(b), 26.9, and 27.

## **17. CESSATION OF MEMBERSHIP**

17.1 A person shall forthwith cease to be a Member of the Club:

- (a) upon the termination of the period of membership (whether by efflux of time or otherwise) unless re-admitted pursuant to Rule 15.1 as a Member for a further period of membership;
- (b) if membership is resigned by notice in writing addressed to the Secretary (but such resignation shall not relieve any Member from payment of overdue subscriptions or their monies due to the Club at the time of such resignation);
- (c) upon the death of the Member;
- (d) if the Member has been convicted of an offence under any legislation in Australia relating to cruelty to animals or has been convicted summarily or on indictment for an offence committed at a show. Publication via printed or electronic media or notification to the Club from the appropriate authority or person that such conviction has been recorded against the Member shall be sufficient evidence thereof for the purpose of this Constitution;
- (e) if the Member's annual subscription for the forthcoming financial year has not been paid on or before the 1st day of July that year;
- (f) if the provisions of Rule 14.2 are found to apply to that Member.

17.2 Where a Member ceases to be a Member pursuant to any reason identified in Rules 14.1 and 14.2, and in every other case where a Member ceases to hold membership, the Secretary will make an appropriate entry in the register of Members recording the date on which the Member ceased to be a Member.

## **18. SUSPENSION OF MEMBERSHIP**

18.1 A Member's membership shall be suspended forthwith in the event that there is owing by the Member to the Club any monies for goods or services provided by the Club to or at the request of the Member and such monies have been outstanding for more than sixty (60) days provided that such subject otherwise to the Constitution the suspension of membership shall cease upon payment by or on behalf of the Member to the Club of the outstanding monies.

18.2 A Member's membership may be suspended as provided for in Rule 27.

18.3 Where a Member is suspended from membership for any reason as provided for within the Constitution of the Club, the Secretary will make an appropriate entry in the register of Members recording the date on which the Member was suspended and the date upon which the Member's membership resumes.

## **19. PRIVILEGES OF MEMBERSHIP**

19.1 Subject to the restrictions and limitations prescribed by or pursuant to the Constitution, the privileges of a Member shall be:

- (a) the right to attend, speak, and vote at all General Meetings of the Club;
- (b) to submit themselves as a candidate for any Office of the Club;
- (c) to receive any publication issued by the Club;
- (d) to exhibit at any exhibition or show conducted by the Club and compete for prizes (including trophies) available for Members of the Club.

19.2 A Junior Member or Honorary Member shall not be entitled to vote or to take part in the proceedings of a General meeting and shall not be eligible to hold Office, but shall be entitled to exercise all other privileges of membership.

## **20. MEMBERSHIP ENTITLEMENTS NOT TRANSFERRABLE**

A right, privilege or obligation which a Member has, by reason of being a Member of the Club:

- (a) is not capable of being transferred to any other person; and
- (b) terminates upon cessation of membership of the Club as provided for in Rule 17.

## **21. CONDUCT OF MEMBERS**

**21.1** A Member, upon election to any category of membership, shall strictly observe and act in conformity with and not otherwise than in accordance with the Constitution and Regulations of the Club and of Dogs NSW. Members are bound to uphold the objects of the Club and use their best endeavours to further the objects of the Club.

**21.2** No Member shall conduct themselves in such a way as to bring Dogs NSW or the Club into discredit or to bring themselves as a breeder, owner, exhibitor or Member into discredit.

## **22. MEMBER LIABILITY**

**22.1** The liability of a Member of the Club to contribute towards the payment of debts and liabilities of the Club or the cost, charges and expenses of the winding up of the Club is limited to the amount, if any, unpaid by the Member in respect of membership of the Club as required by Rules 13.2 and 15.

**22.2** No Member of the Committee, constituted under these Rules for the Club shall be liable for the acts, receipts, neglects or defaults of themselves or any other Member of the Committee, or for any loss, damage or expense howsoever arising as the result of any act, omission or default of any person (including themselves) or for any loss occasioned by any error of judgment or oversight on the part of a Committee Member or for any other loss or damage whatsoever which shall happen in the performance of his duties or in relation thereto unless the same shall happen through his own dishonesty, wilful act, default, breach of duty or breach of trust.

**22.3** No Member shall have any liability to any other Member for defamation as a consequence or in respect of any matter published to the Secretary, the Committee, or Office Bearers.

## **PART 3 - COMPLAINTS AND DISCIPLINARY MATTERS**

### **23. POWERS**

**23.1** The Committee in accordance with the Constitution will have authority to investigate and adjudicate upon:

- (a) any dispute or incident concerning the Constitution; and/or
- (b) any matter brought to the attention of Committee pursuant to Rule 21 or this Rule.

**23.2** A complaint or allegation may be brought before the Committee by:

- (a) an Office Bearer or Committee Member; or
- (b) any person holding a category of current membership as described in Rule 12.1; or
- (c) the Dogs NSW or any canine controlling body.

**23.3** Committee will, at its discretion, conduct all such inquiries arising under Rule 23.1, and request any Member to furnish information considered appropriate in relation to:

- (a) any alleged misconduct or breach of the Constitution or Regulations by a Member;
- (b) any matter or thing referred to the Committee under Rule 21.

**23.4** Complaints brought to the attention of Committee under Rule 23 must be in writing, the complainant must be identified and the document must contain:

- (a) the date, time and place of the incident; and
- (b) the names of all Members said to be involved in the conduct alleged; and
- (c) the name of any person, whether or not a Member of the Club, who may be able to assist the Committee in any inquiry into the complaint; and

(d) a full description of the circumstances of the alleged conduct, including information as to any words or statements made by parties involved in the incident.

**23.5** Committee shall not have the authority to inquire into any complaint brought to its attention which does not strictly comply with the requirements of Rule 23.4.

**23.6** The person making a complaint to Committee shall be referred to as the "complainant", and the person subject of complaint shall be referred to as the "respondent".

## **24. ADMINISTRATION OF COMPLAINTS AND DISCIPLINARY MATTERS**

**24.1** Upon receipt of a written complaint alleging a dispute or incident under Rules 21 and/or 23, the Secretary shall place the complaint before Committee, whereupon Committee shall determine:

(a) if the requirements of Rule 23.4 have been strictly complied with and whether or not the complaint will be dealt with pursuant to Rule 26; or

(b) if the requirements of Rule 23.4 have not been strictly complied with, and Committee intends to deal with the matter under Rule 26, the complaint shall be returned to the complainant for amendment in accordance with the requirements of Rule 23.4.

Notification of involved Members, witnesses and Committee:-

**24.2** Upon verification by Committee that the requirements of Rule 23.4 have been strictly complied with, and a determination made that the complaint will be dealt with pursuant to Rule 26, the Secretary shall:

(a) notify the complainant and respondent by certified mail (requiring acknowledgement of receipt), and all Members of Committee of the date, time and place where Committee will conduct an inquiry as provided for in Rule 23.3 and Rule 26;

(b) ensure the date for the inquiry is not less than twenty-one (21) days from the date of the notice specified in Rule 24.2(a);

(c) forward copies of the complaint to the respondent and all Members of Committee; and

(d) notify any other person who may be able to assist the Committee in its inquiry that their attendance is requested.

**24.3** Where a party does not intend to appear in person before Committee under Rule 26, but wishes a written submission in connection with a complaint to be considered, that submission must be received in the hands of the Secretary not later than 5pm on the day appointed by Committee to conduct its inquiry. Alternatively, if a written submission is to be presented to Committee in person, a minimum of fifteen (15) copies of the submission must be supplied by that person to Committee before the commencement of the inquiry.

## **25. FAILURE TO APPEAR BEFORE COMMITTEE OR PROVIDE WRITTEN EXPLANATION**

**25.1** If the respondent fails to appear before Committee and/or fails to provide a written explanation in relation to the complaint and allegations made against them in accordance with Rule 24.3, the Committee may recommend to the Members at the first General Meeting convened after the date of the inquiry that the respondent be suspended from membership for such period as the Committee may think fit or that the respondent's membership be terminated forthwith.

**25.2** At such general meeting, the respondent shall be entitled to resign their membership or be heard in person or by written submission as to the reasons for failing to appear before Committee on the appointed date or alternatively failing to provide a written explanation in relation to the complaint and allegations made against them. The General Meeting may:

(a) by resolution of a seventy-five percent (75%) majority of the Members voting in person, require the Committee to provide the respondent with a further opportunity to explain their alleged conduct in person or by written submission to Committee in accordance with Rules 23, 24 and 26; or



(b) by resolution of a seventy-five percent (75%) majority of the Members voting in person, determine that the respondent forthwith be suspended from membership or that their membership be terminated.

**25.3** The further opportunity referred to in Rule 25.2(a) shall be final chance the respondent has to provide an explanation to Committee on the circumstances of the alleged conduct. If the respondent fails to provide an explanation to that meeting, the Members thereafter have recourse only to Rule 25.2(b).

**25.4** A determination under Rule 25.2(b) shall be recorded in the Register of Members by the Secretary pursuant to Rule 16.

**25.5** The suspended or terminated Member shall have no claim whatsoever against the Committee as a whole or any individual Member of Committee or against any Member voting on a resolution under Rule 25.2 (b).

## **26. INQUIRY PROCEDURES**

No right to representation; observer may be present:-

**26.1** The complainant and the respondent shall not be entitled to be represented during the inquiry, however, they may bring with them one observer each. The role of the observer shall be:

- (a) to remain silent at all times throughout the inquiry before Committee;
- (b) to provide comfort and support to the complainant or the respondent as the case may be;
- (c) to speak only if the Chairperson requests them to do so.

**26.2** Prior to the commencement of the inquiry, the Chairperson shall address all observers present, and remind them of their role pursuant to Rule 26.1.

**26.3** In the event that an observer does not comply with the provisions of Rule 26.1, the Chairperson shall, upon resolution of the Committee, remove the observer from the meeting until the inquiry is concluded.

Evidence and general procedure:-

**26.4** The Committee:

- (a) may receive such evidence as it deems appropriate, provided that the evidence is relevant to the proceedings; and
- (b) if the complainant fails to appear or provide written evidence other than the original complaint, that document shall be considered as the complainant's case in full.

**26.5** The Secretary shall read the complaint document to Committee in full, and then ask the respondent if they admit or deny the allegation.

**26.6** Upon a denial of the allegation, the Chairperson shall specify the manner in which the Committee will hear relevant evidence. Subject at all times to the direction of the Chairperson:

- (a) the complainant will provide all relevant information on the issues of complaint;
- (b) any witnesses present in support of the complainant will be called upon by the Chairperson to provide all relevant information on the issues of complaint;
- (c) any written material in support of the complainant will be read out to Committee by the Secretary;
- (d) the respondent will then have the opportunity to respond to the issues of complaint, and provide all relevant information on the issues of complaint;
- (e) any witnesses present in support of the respondent will be called upon by the Chairperson to provide all relevant information on the issues of complaint;
- (f) any written material in support of the respondent will be read out to Committee by the Secretary;
- (g) the complainant and respondent thereafter have the right, through the Chairperson, to each ask questions of the other or their relevant witnesses present in person;
- (h) the Chairperson shall, at the conclusion of evidence, allow the complainant and the respondent the opportunity to address Committee on the evidence before it; and

(i) Members of Committee may, at any time, through the Chairperson, ask relevant questions of any party to the inquiry during their evidence or at any other time.

**26.7** Unless Committee determines otherwise, it shall deliberate "in camera" on whether or not the allegation has been established.

**26.8** The Committee may refer to or rely upon any Rule or Regulation of Dogs NSW or this Constitution as the Committee thinks fit.

Findings:-

**26.9** The Committee may find that the allegation has not been proved, and may make one or more of the following findings in respect of an unproven allegation:

(a) the complaint, while not established, was made in good faith;

(b) the complaint was trivial, frivolous or too remote in time;

(c) the complaint lacked substantiating evidence;

(d) the complaint was vexatious and/or the complaint was calculated to bring discredit and embarrassment to the respondent;

(e) any other comments, findings or directions which the Committee considers to be appropriate in the circumstances; and

(f) any such finding shall be recorded by the Secretary in the Register of Members.

**26.10** Committee may find that an allegation has been proven, either by admission or after inquiry.

**26.11** Upon an admission to the allegation at any stage during the proceedings, or upon a finding by Committee that the allegation has been proven, the Chairperson will allow the respondent to present evidence or address the Committee on the question of penalty.

Minutes:-

**26.12** The complete minutes of Committee recording matters dealt with pursuant to Rule 26 shall not be published to the general membership. Only one copy of the complete minutes will be produced by the Secretary, and those minutes:

(a) will be viewed by Members of Committee only for the purposes of confirmation at the next Committee meeting;

(b) may be viewed by the complainant and/or respondent only upon written request to the Secretary. Viewing of those minutes will take place under supervision of the Executive at the next Committee meeting after the written request is received;

(c) will be re-produced as an extract version for publication to Members.

## **27. PENALTY**

**27.1** Upon a finding that an allegation has been established, either by admission or after inquiry, the Committee may determine to take no further action, or alternatively, may recommend any one or more of the following penalties:

(a) suspend or disqualify the Member from Club activities for such time or in such a manner as the Committee thinks fit; and/or

(b) terminate the respondent's membership for life, or for any period of time deemed appropriate by Committee; and/or

(c) direct the respondent to carry out or refrain from carrying out a particular course of action as specified by Committee; and/or

(d) rely upon Rule 26.8 in determining penalty.

Ratification:-

**27.2** A recommendation by Committee, pursuant to Rule 27.1, shall not be effective until ratified by a 75% majority of Members present and voting at the next General Meeting. The power of a General Meeting is limited to the acceptance or substitution of the Committee's penalty recommendation.

Notification:-

**27.3** The Secretary shall, within fourteen (14) days of the date of the inquiry, notify the complainant and respondent in writing by certified mail (requiring acknowledgement of receipt) of the finding, any penalty recommendation made, and the date of the next General Meeting.

## **28 IMPLEMENTATION OF PENALTY**

**28.1** The Secretary shall, within fourteen (14) days of the General Meeting referred to in Rule 27.2, notify the complainant and the respondent in writing by certified mail (requiring of receipt) of the decision ratified at that meeting, together with the provisions of Rule 28.2 , and 28.4.

**28.2** A Member subject of any penalty pursuant to Rule 27 who fails to comply with that penalty/determination will be deemed to be forthwith disqualified from participation in the activities of the Club, until such time as the penalty/determination is fully complied with.

**28.3** A decision under Rule 27.2 shall be recorded by the Secretary pursuant to Rule 16.

**28.4** Any person who is subject to any penalty or disqualification imposed by the Committee or any canine controlling body shall not be eligible to participate in any exhibition held under the Rules or Regulations of the Club. They shall be subject to the same penalty or period of disqualification (but not subject to any fines) with respect to participating in Club activities.

No liability:-

**28.5** No Member shall have any claim against the Club or against any Member, any Office Bearer or employee or agent of the Club in respect of any act, matter or thing done in good faith in accordance with the Rules and Regulations during an inquiry or investigation conducted pursuant to Rules 23, 26 and 27, and the Regulations.

## **PART 4 - OFFICE BEARERS, EXECUTIVE AND COMMITTEE**

### **29. OFFICE BEARERS**

**29.1** The Office Bearers shall be:

- (a) the President;
- (b) the Vice President;
- (c) the Secretary;
- (d) the Treasurer;
- (e) the Public Officer; and

all shall constitute the Executive of Committee (known as the Executive).

**29.2** Members of the Executive cannot be related by blood, adoption, marriage, de-facto or same sex relationship.

### **30. DUTIES OF THE PRESIDENT**

The President shall:

- (a) uphold the objects of the Club and ensure (in so far as possible) that these objects are adhered to by the Club and its Members;
- (b) ensure (in so far as possible) that the Club meets and adheres to the requirements of Dogs NSW;
- (c) shall exercise all due diligence to become well versed in the provisions of the Constitution;
- (d) chair all meetings of the Club (in so far as possible);
- (e) shall represent the Club at all meetings of Dogs NSW where representatives of the Club are required to be in attendance, or alternatively, shall ensure that another Member of Committee will attend in the place of the President.

### **31. DUTIES OF THE VICE PRESIDENT**

The Vice President shall:

- (a) fulfil the duties of the President specified in Rule 30 in the absence of the President;
- (b) ensure the President is fully briefed on Club issues of which the Vice President has knowledge;
- (c) provide assistance and support to the President in the running of the Club.

### **32. DUTIES OF THE SECRETARY**

**32.1** The Secretary shall exercise and perform all the usual secretarial functions and generally attend to the secretarial work of the Club and in particular shall keep and maintain:

- (a) the Register of Members pursuant to Rule 16;
- (b) a register of the persons who are appointed by the Members as Judges;
- (c) Minutes of all proceedings of meetings of the Committee and of the Club;
- (d) all necessary records of the affairs of the Club; and
- (e) a complete record of awards made at all exhibitions and shows conducted by the Club.

**32.2** With the exception of the following, the Secretary shall receive and retain responsibility for all correspondence referred to the Club:

- (a) material directed to the Editor of the Club journal;
- (b) material directed to the Show Manager and Show Secretary;
- (c) material directed to the Fundraising Officer;
- (d) material directed to the Treasurer;
- (e) material directed to the Pointscore Secretary;
- (f) material directed to the Publicity Officer; and
- (g) material directed to the Welfare Officer;

The correspondence referred to in (a) through (g) above must in any event be made available (where appropriate) at the next Committee or General Meeting.

### **33. DUTIES OF THE TREASURER**

**33.1** The Treasurer shall:

- (a) receive all monies paid to the Club and cause the same to be paid into the banking account of the Club kept for such purpose within fourteen (14) days of the receipt thereof;
- (b) keep all necessary books of account and financial statements as shall be required by the Auditors;
- (c) prepare the Annual Balance Sheet and Accounts and accompanying reports in accordance with the Australian Accounting Standards and Auditing Standards currently in force;
- (d) submit financial statements to all meetings of the Committee and of the Club;
- (e) produce to the Members in General Meeting the cash books and Bank passbook when requested so to do;
- (f) keep vouchers for payments authorised by the Club and the Committee;
- (g) keep a true and correct inventory of all property of the Club;
- (h) ensure all Members are aware of their entitlement to inspect financial records;
- (i) at the direction of Committee, shall keep or cause to be kept true accounts of all monies received, of all payments made by or on behalf of the Club and of all assets and liabilities, and the manner in which income and expenditure of the Club have been dealt with; and
- (j) at all times ensure the true accounts show the true financial position of the Club. Books of account:-

**33.2** The Treasurer shall ensure that the Club's books of account are kept at such place of security as the Members in General Meeting may determine from time to time.

### **34. DUTIES OF THE PUBLIC OFFICER**

**34.1** The Public Officer shall:

- (a) ensure that at all times that they, as Public Officer, and the Club, comply with the Associations Incorporation Act 1984 (NSW);
- (b) ensure that the Club furnishes returns required by the Dogs NSW; and
- (c) retain responsibility for amendments to the Constitution.

Insurance:-

**34.2** The Public Officer, on behalf of the Club, shall effect and maintain insurance pursuant to Section 44 of the Associations Incorporation Act 1984 (NSW) and such other insurance as deemed necessary by the Committee.

Common Seal:-

**34.3** The Public Officer shall keep and retain custody of the Common Seal of the Club, and shall use all due diligence to ensure that the Common Seal is not affixed to any instrument except by the authority of the Committee.

### **35. COMMITTEE**

**35.1** There shall be a Committee consisting of five (5) Office Bearers and four (4) Members.

**35.2** The Committee shall manage the affairs of the Club subject to and in accordance with the provisions of the Constitution.

**35.3** Notwithstanding Rule 35.2, the Members in person at a General Meeting may, by a simple majority resolution, over-rule a decision of the Committee, except a decision of the Committee to pay any account payable by the Club.

**35.4** In the light of objections expressed by any Member, the Members in person at a General Meeting may, by a simple majority resolution instruct the Committee to review a decision (except a decision of the Committee to pay any account payable by the Club) at the next meeting of Committee. Thereafter the Committee shall make its further recommendations to the Members at the next General Meeting.

**35.5** Correspondence received directly by any Office Bearer or Member of Committee which is relevant to the business of the Club shall be immediately forwarded to the Secretary for notation and presentation at the next Committee or General meeting as the case may be.

**35.6** A Member of the Committee absenting themselves from three (3) consecutive Committee Meetings without leave of the Committee shall cease to be a Member of the Committee, and if an Office Bearer shall forthwith also cease to hold Office.

**35.7** A casual vacancy occurring amongst Members of the Committee caused by the death or resignation of a Member thereof or by a Member ceasing for any reason to be a Member of the Committee, shall be filled by the Committee at its next meeting and the Member so appointed shall hold that Office until that Member's appointment is confirmed by the Members at the next General Meeting or the vacancy is otherwise filled by the Members.

### **36. REMOVAL FROM OFFICE**

By a Special Resolution of the Members at a General Meeting, any Office Bearer or Committee Member may be removed from their position before the term of Office expires.

### **37. COMMITTEE POSITIONS**

**37.1** The Committee shall comprise four (4) Members, each of whom will fill one of the following positions:

- (a) Show Manager;
- (b) Editor;
- (c) Welfare Officer;
- (d) Publicity and Fundraising;

**37.2** In lieu of the Secretary, the Show Manager shall keep the Register and records requested to be kept pursuant to Rule 32.1(b) and 32.1(e) respectively.

### **38. BANKING ACCOUNT**

The Committee shall cause a banking account to be opened with a recognised bank and be kept in the name of the Club.

**38.2** All cheques payable to the order of the Club shall be endorsed in such manner and by such persons as shall be appointed for that purpose from time to time by the Members in General Meeting and deposited to the credit of the Club's banking account.

**38.3** All monies payable on behalf of the Club amounting to fifty dollars (\$50) or upwards with the exception of prize money shall be paid by cheque drawn upon the Club's bankers which shall be signed by the Treasurer, together with either the President or the Secretary. Notice of every such authority or change thereof shall be given to the Club's bankers forthwith whenever the need shall arise.

## **PART 5 - ANNUAL ELECTIONS**

### **39. ELECTION OF OFFICE BEARERS AND COMMITTEE**

**39.1** The Office Bearers and the Members of the Committee shall be elected annually at the Annual General Meeting, shall take Office at the close of the Annual General Meeting at which they are elected, and shall retain Office until the Annual General Meeting in the next calendar year (subject to Rules 35.6 to 35.7 and 36).

Postal votes:-

**39.2** Any Member who wishes to apply for a postal vote must notify the Secretary in writing by 30 June each year. Such notification shall be accepted by the Secretary if:

- (a) the notification is signed by the Member applying for a postal vote; and
- (b) is accompanied by a stamped self addressed envelope;

**39.3** A Member who has registered pursuant to Rule 39.2 shall be called a "Postal Voting Member".

Nomination:-

**39.4** Members who wish to nominate as Office Bearers as described in Rule 29.1 or as Members of the Committee as described in Rule 37.1 shall do so by notice in writing to the Secretary by 30 June each year. The nomination must be signed by at least one Member and the nominee.

**39.5** Members who have nominated for any position of Office Bearer as described in Rule 29.1 or Committee as described in Rule 36.1 may withdraw their nomination in writing prior to the closing date for nominations, being 30 June each year. Nominations cannot be withdrawn after the closing date for nominations.

**39.6** If no Member has nominated for the Office of President or Vice-President, or if a Member nominated for the Office of President or Vice-President declares at the Annual General Meeting verbally or in writing their unwillingness to stand for that Office, the Members may propose and second orally at the Annual General Meeting another Member to fill any such Office.

**39.7** If no Member has nominated for Committee positions or if the number of Members required for election as Members of the Committee are not nominated, the Members may propose and second orally at the Annual General Meeting, other Members to fill any vacant Committee position.

**39.8** If the requisite number of Members have nominated for the five (5) Office Bearer and four (4) Committee positions, the Chairperson at the Annual General Meeting shall declare those nominated to be duly elected.

#### **40. ELECTION BY BALLOT**

**40.1** If there be more than the required number of Members nominated for election to any Office Bearer or Committee position, an election by ballot shall take place.

**40.2** The Secretary shall:

- (a) prepare a ballot paper containing a list of all nominees in alphabetical order and instructions on how to vote as provided for in Rule 40.6;
- (b) include information on the ballot paper as to the number of General meetings and Committee meetings attended during the preceding year by any retiring Member of the Committee seeking re-election;
- (c) ensure that each ballot paper is initialled and stamped with the Common Seal at the top right hand corner of the ballot paper;
- (d) keep a true record of the number of ballot papers issued; and
- (e) send a ballot paper to each of the Postal Voting Members at not less than fourteen (14) days prior to the date of the Annual General Meeting.

Returning Officer and Scrutineers:-

**40.3** As the first business of the Annual General Meeting where there is to be an election by ballot, the Members present shall elect a Returning Officer and not less than two (2) Scrutineers. If Member attendance numbers permit, the Returning Officer should not be a Member seeking election at the Annual General Meeting.

**40.4** Upon the appointment of the Returning Officer and Scrutineers, the Secretary shall hand to the Returning Officer a list of the Members of the Club entitled to vote.

Method of voting:-

**40.5** In the event of an election by ballot, Members may cast their vote by postal vote (Rule 40.6) or in person at the Annual General Meeting (Rule 40.7).

**40.6** A Postal Voting Member wishing to participate in the ballot shall:

- (a) rule out from the ballot paper the names of the candidates they do not wish to vote for, leaving only the names of the candidates they wish to vote for, ensuring that they have not voted for more candidates than there are positions available; and
- (b) shall insert the ballot paper alone and no other material into a stamped envelope addressed to the Secretary; and
- (c) shall sign their name on the inside of the flap of the envelope before properly sealing the envelope; and
- (d) shall return that sealed envelope containing the completed ballot paper to the Secretary, so as to ensure its arrival at the Club's office not later than 5.00 p.m. on the day of the Annual General Meeting (which shall be the time of the closing of the postal ballot).

**40.7** Members wishing to participate in the ballot may vote in person at the Annual General Meeting in the manner provided in Rule 40.6(a) and shall hand their ballot paper to the Returning Officer.

**40.8** Forthwith after all postal votes received prior to 5.00 p.m. on the day of the Annual General Meeting have been opened and all votes cast by Members voting in person at the Annual General Meeting have been collected, the Returning Officer shall:

- (a) personally count or cause to be counted by the Scrutineers the votes as recorded on the ballot papers so received, having particular regard to Rules 40.9 and 40.10 ;
- (b) permit the votes to be counted in the presence of the President or the Vice-President and any person or persons standing for election who may attend; and
- (c) at the conclusion of counting shall declare the ballot on a "first past the post " method.

Informal votes:-

**40.9** If any ballot paper:

- (a) indicates that a Member has voted for a greater number of candidates than the number of vacancies that have to be filled; or
- (b) has not been initialled and stamped by the Secretary pursuant to Rule 40.2 (c); or
- (c) in the case of a postal vote, the envelope containing the ballot paper has not been signed by the Member purporting to vote;

then such ballot paper shall be declared informal and the votes of that Member shall not be counted.

**40.10** For the purpose of Rule 40.9, where a ballot paper contains more than one (1) Office Bearer or Committee position on the same ballot paper, any ballot paper ruled informal due to a greater number of candidates being indicated, shall only make the ballot paper informal for Office Bearer or Committee positions so voted for incorrectly.

Declaration of result:-

**40.11** Immediately after the votes have been counted, the Returning Officer shall

- (a) declare the result of the ballot;
- (b) announce the number of votes that have been counted; and
- (c) announce the number of votes polled by each candidate.

**40.12** In the event of an equality of votes in favour of any candidate which could affect the election of a candidate, the Members at the Annual General Meeting shall elect one (1) of such candidates to fill the vacancy for which they nominated by a Resolution passed by a simple majority of Members present and voting thereon.

#### **41. RETENTION AND DISPOSAL OF BALLOT PAPERS**

**41.1** The Returning Officer shall deliver all ballot papers counted at the Annual General Meeting to the Secretary in a sealed envelope or wrapper.

**41.2** The Secretary shall keep the ballot papers for a period of ninety (90) days from the date of the Annual General Meeting.

**41.3** If any question shall arise as to the validity or invalidity of a ballot paper, or whether any particular Member has or has not been elected to any particular Office, a statement by the Returning Officer that the relevant voting paper is or is not valid or that a particular Member has or has not been elected to a particular Office shall be conclusive.

**41.4** In the event of a dispute regarding any matters under Part 5, the Club may rely upon current relevant NSW Electoral legislation.

### **PART 6 - MEETINGS**

#### **42. ANNUAL GENERAL MEETING**

**42.1** The Annual General Meeting of Members of the Club shall be held within three (3) months of the end of the financial year.

**42.2** The President or if absent or if unwilling to act, then the Vice-President or if absent or unwilling to act, then a Member elected by the Members present in person shall be the Chairperson of such a meeting.

**42.3** The quorum for an Annual General Meeting shall be not less than seven (7) Members in person.

**42.4** The business to be transacted at the Annual General Meeting shall be:

- (a) to appoint a Returning Officer and two Scrutineers as provided for in Rule 40.3 where there is to be an election by ballot;
- (b) to receive from the Returning Officer pursuant to Rule 40.11 or the Chairperson pursuant to Rule 39.8, the result of the ballot for the election of the Office Bearers and of Members of the Committee or pursuant to Rules 39.6 or 39.7, to elect Officer Bearers or Members of the Committee;



- (c) to confirm the Minutes of the preceding Annual General Meeting;
- (d) to receive and adopt the balance sheet and accounts of the Club and the accompany reports thereon;
- (e) to appoint an Auditor in accordance with Rules 42.5 to 42.7;
- (f) to elect Club Patron(s) as provided for in Rule 42.8;
- (g) to elect Club Show Judges as provided for in Rules 52.2 to 52.3;
- (h) to transact any other business written notice of which shall have been given to the Members at least seven (7) days prior to the date of such meeting.

Audit and Auditor:-

**42.5** The Members at the Annual General Meeting shall appoint each year a duly qualified Auditor to be the Auditor of the Club and a person so appointed shall hold that Office until the next Annual General Meeting. A casual vacancy occurring in the position of Auditor shall be filled by the Committee.

**42.6** Notice of the nomination of any person other than a Retiring Auditor for appointment as Auditor shall be given to the Members not less than fourteen (14) days before the Annual General Meeting at which the appointment of Auditor is to be made.

**42.7** A person shall not be appointed or act as Auditor of the Club:

- (a) if that person is not a Member of a professional accounting body, those being the Institute of Chartered Accountants in Australia, the Australian Society of Certified Practising Accountants, or the National Institute of Accountants; and/or
- (b) if that person is an Office Bearer or a Member of the Committee or an employee of the Club.

Patron:-

**42.8** The Members at the Annual General Meeting may elect until otherwise determined by them not more than two (2) persons to be Patrons of the Club who shall hold that Office until the close of the next succeeding Annual General Meeting. A Patron shall be entitled to attend a General Meeting of the Club and by invitation of the President to address the Members thereat, but unless the Patron is a Member the Patron shall not be entitled to enter into debate on any matter before the meeting or vote thereat.

### **43. GENERAL MEETINGS**

**43.1** An ordinary General Meeting of the Club shall be held at least quarterly upon such day and at such time and at such place as the Members at their preceding meeting shall determine or if not so determined as shall be convened pursuant to the Constitution.

**43.2** The President or if absent or if unwilling to act, then the Vice-President or if absent or unwilling to act, then a Member elected by the Members present in person shall be the Chairperson of such a meeting.

**43.3** The quorum for a General Meeting when held in person shall be not less than seven (7) Members in attendance. There will be no quorum for a General Meeting when held on the Club website.

**43.4** The business of a General Meeting shall be:

- (a) to note apologies for non-attendance;
- (b) to confirm the Minutes of the preceding ordinary General Meeting;
- (c) to transact business arising out of such Minutes;
- (d) to receive the reports of the Committee, the Secretary and the Treasurer and any other such reports as may be required to be given;
- (e) to receive the reports of Sub-Committee;
- (f) to elect new Members;
- (g) to consider and deal with business deferred from the previous meeting;
- (h) to consider and deal with motions of which due notice has been given;
- (i) to consider and deal with correspondence received since the previous General Meeting

- (j) to receive notices of motions;
- (k) to consider and deal with motions of which a notice has not been given;
- (l) to hear through the Chair answers to questions from Members and where appropriate, to deal with the subject matter thereof;
- (m) to deal with such other business as the Chairperson or the Members may allow.

#### **44. NOTICE OF GENERAL MEETINGS**

**44.1** Every General Meeting shall be convened by notice given by the Secretary to each Member of the Club specifying the date, time and venue of such meeting. The signature to any such notice may be written, stamped, impressed, typed or printed. Every such Meeting shall commence not later than 8.00 p.m. when held in person.

**44.2** At least seven (7) days prior notice shall be given in respect of each such meeting. Provided that with the sanction of a General Meeting one notice containing the particulars required by Rule 44.1 in respect of each General Meeting to be held during the financial year may be sent within the time aforesaid to the Members in the month of July each year or at such other time of the financial year in respect of future General Meetings in that year as a General Meeting may direct. Provided further that a copy of a Notice of Motion received in writing from a Member shall be sent by the Secretary to each Member within the time aforesaid of the General Meeting at which the same is to be dealt with.

**44.3** Notice of a General Meeting shall be deemed to have been given to each Member if it is published in the Club's Newsletter or Journal provided that such publication is made and despatched to the Members not less than fourteen (14) days nor more than twenty-eight (28) days prior to the date of the meeting or if it is served upon the Member personally or if it is sent through the post in a prepaid letter, envelope or wrapper addressed to such Member at the address known to the Secretary. A notice sent to one of a Dual Membership shall be deemed for all purposes to have been notice given to each of such Members.

**44.4** The accidental omission to give notice to a Member or if a Member shall fail to receive a notice sent as aforesaid, shall not invalidate a General Meeting.

**44.5** A notice sent by post shall be deemed to have been served on the day following that on which the letter, envelope or wrapper containing the same is posted. In proving such service, a certificate signed by the Secretary that the letter, envelope or wrapper was properly addressed, postage prepaid and put into the Post Office or a receptacle provided by the Postmaster General for the purpose of posting letters, shall be conclusive evidence thereof.

#### **45. SPECIAL GENERAL MEETINGS**

**45.1** A Special General Meeting shall be convened by the Secretary at the direction of the President or of the Committee or on the written request of fifteen (15) percent of Members or fifteen (15) Members whichever is greater.

**45.2** The business to be transacted at a Special General Meeting shall be set out in the notice governing the same, and no other business shall be transacted thereat or any adjournment thereof.

**45.3** The quorum at a Special General Meeting shall be not less than seven (7) Members in person.

**45.4** The President or if absent or if unwilling to act, then the Vice-President or if absent or unwilling to act, then a Member elected by the Members present in person shall be the Chairperson of such a meeting.

#### **46. MEETINGS OF THE COMMITTEE**

**46.1** Meetings of the Committee shall be held at least three times a year as the Committee from time to time determines.

**46.2** The Secretary or the Secretary's representatives shall attend all meetings of the Committee. The Minutes of such meetings signed by the Chairperson thereof or by the Chairperson of a confirmatory meeting shall be accepted as sufficient evidence of the proceedings of such meeting.

**46.3** The quorum for a Committee Meeting shall be not less than five (5) of its Members in person.

**46.4** The President may call a Committee Meeting at any time.

**46.5** The Secretary shall call a meeting of the Committee whenever requested so to do by three (3) Members of the Committee. The three Members of Committee may include the Secretary.

**46.6** The President or if absent or if unwilling to act, then the Vice-President or if absent or unwilling to act, then a Committee Member elected by the Members present in person shall be the Chairperson of such a meeting.

**46.7** A Member of the Committee shall not vote in respect of any contract or proposed contract with the Club in which that Committee Member is interested or in respect of any matter arising thereat and if that Committee Member does so vote, that Committee Member's vote shall not be counted.

**46.8** All acts done by any meeting of the Committee or by any person acting as a Member of the Committee notwithstanding that it is afterwards discovered that there was some defect in the appointment of the Committee, or that the Members of the Committee or any of them were disqualified shall be as valid as if any such person had been appointed and was qualified to be a Member of the Committee.

**46.9** A Resolution in writing signed by all Members of the Committee shall be as valid and effectual as if it had been passed at a meeting of the Committee duly held and convened. Any such Resolution may consist of several documents in like form each signed by one or more Members of the Committee.

#### **47. SUB-COMMITTEES**

**47.1** On the recommendation of the Committee or upon a motion of a Member, the Members in General Meeting may:

(a) at any time and from time to time appoint a Sub-Committee from amongst the Members of the Committee or the Members for such purpose and with authority to exercise such powers and duties as the Committee in its discretion may recommend and the Members thereof shall hold Office during the pleasure of the Members; and

(b) the quorum for a Sub-Committee shall be such number as shall be determined by the Members at the time of its election.

**47.2** The Members as aforesaid may by Resolution, remove from Office a Member of a Sub-Committee and may in like manner appoint another eligible person in that Member's stead.

**47.3** At the time of election of the Sub-Committee, the Members may appoint a Chairperson for the Sub-Committee provided that if a Chairperson is not so appointed or is absent or unwilling to act, the Members of the Sub-Committee shall appoint one of their number to be Chairperson.

**47.4** Any such Sub-Committee may be empowered to exercise the powers and duties committed to it for a term extending beyond the term of Office of the Committee recommending it, provided that such extended term is ratified by the Members in General Meeting.

**47.5** Subject to the consent of the Members at a General Meeting any such Sub-Committee may co-opt additional Members to assist in its duties.

**47.6** All acts done by any meeting of a Sub-Committee notwithstanding that it is afterwards discovered that there was some defect in the appointment of the Sub-Committee or any person acting as aforesaid, or that the Members of a Sub-Committee were disqualified shall be as valid as if any such person had been appointed and was qualified to be a Member of the Sub-Committee.

#### **48. RULES AT MEETINGS**

All questions arising at a Committee meeting, meeting of a Sub-committee, Annual General Meeting,

General Meeting or Special General Meeting (other than questions of order or practice which must be decided by the Chairperson), shall be decided by the majority of votes cast at such meeting. The Chairperson shall be entitled to an ordinary vote, and in the case of an equality of votes, the Chairperson shall have a casting vote.

#### **49. PROCEDURE AT MEETINGS**

**49.1** The Chairperson of an Annual General Meeting, General Meeting, Special General meeting, Committee meeting or sub-committee meeting:

- (a)** shall conduct the meeting in accordance with the Rules governing any such meeting and with the law and accepted practice relating thereto;
- (b)** shall take appropriate steps to familiarise themselves with such Rules and the law and accepted practice relating thereof;
- (c)** shall be bound by the Rules and Regulations made pursuant thereto and shall ensure that the meeting at all times conforms thereto and shall administer the same fairly and impartially;
- (d)** shall at all times endeavour to be concise in statements made to the meeting and be fair when summing up points at issue or as have been or are the subject of debate and to speak clearly so as to be heard by the Members;
- (e)** provided that a quorum is then present or if not, then as soon as a quorum is present within the allowed time, shall declare the meeting open at the hour appointed;
- (f)** if a quorum is not present as aforesaid, or if during the meeting there shall cease to be a quorum, shall adjourn the meeting or declare that it has lapsed as may be required by the Rules or Regulations;
- (g)** shall introduce the items of business in the order set out in the notice convening the meeting or as prescribed by the Rules and shall not change such order without the approval of a Resolution of the Members present pursuant to a motion specifying the change required in such order;
- (h)** shall close the meeting promptly at the completion of the business to be transacted thereat, or unless the Members shall otherwise determine, at the time appointed;
- (i)** shall not be entitled to take the Chair upon late arrival at a meeting if some other person has been elected to the Chair, due to absence of the expected Chairperson unless such duly elected Chairperson as an act of courtesy, resigns from such position;
- (j)** shall not be required to accept a motion of no confidence in the Chair or that the Chairperson leave the Chair provided that, except when the President is in the Chair, a Member may move that a Member who shall be named and who shall consent thereto take the Chair for the meeting, and if carried, the Chairperson shall forthwith vacate the Chair and such Member shall become the Chairperson for the remainder of the meeting; a Member may propose or second themselves as Chairperson and may vote for themselves;
- (k)** shall call upon a Member by name to speak and shall alone determine the order of speakers;
- (l)** shall not permit and shall terminate irrelevant discussion on an issue which is properly before the meeting;
- (m)** shall ensure that the decision of the meeting is properly ascertained in respect of any question before it and subject to the Rules shall give to the Members sufficient opportunity to express their opposing views;
- (n)** shall determine whether a motion or an amendment thereof falls within the terms of the notice of the meeting or of a written Notice of Motion, and shall not rule out of order a Motion which is within the competence of the meeting when all the conditions incidental to the submission of the matter to the meeting have been observed;
- (o)** if a poll is demanded may determine the time and manner of taking it and if it is not possible to take such poll during the course of the meeting, may adjourn the meeting for such purpose and may order a poll to be taken although the meeting desires voting by a show of hands;

(p) shall enter or cause to be entered in the Minute Book the result of a poll and such entry shall be prima facie evidence of the result thereof;

(q) where the voting is by show of hands, may require another vote although the Chairperson has previously declared the result.

**49.2** A Member present at a meeting:

(a) shall not address a meeting without first being called upon so to do by the Chairperson;

(b) desirous of moving a motion or an amendment to a motion or of taking part in discussion shall rise and when called upon to speak shall address the meeting through the Chairperson;

(c) proposing a motion or an amendment to a motion, shall state its nature before so addressing the meeting;

(d) shall resume their seat immediately upon the conclusion of their remarks or if the Chairperson rises or proceeds to speak or when called upon by the Chairperson so to do;

(e) shall not discuss or challenge a decision of the Chairperson on a point of order and shall not move a motion of disagreement with, or which would have the effect of altering any such decision;

(f) shall not interrupt a speaker unless moving a motion on a point of order whereupon the speaker shall resume their seat whilst the Member so moving is heard and the point of order determined. If the decision is in their favour, the speaker may proceed with the subject;

(g) may at any time rise and address the Chair on a point of order, but shall at once state so and confine their remarks to the point of order raised; a point of order shall be taken immediately it is raised;

(h) shall not speak more than once on a motion, except the mover thereof.

Motions:-

**49.3** Motions shall be moved in the order in which the notices thereof have been received and shall not be proceeded within in the absence of the Member giving such notice unless that Member has authorised some other Member to move it on their behalf.

**49.4** A motion may be moved or seconded by the Chairperson or by a Member.

**49.5** Upon a motion being moved and seconded, the Chairperson shall allow debate thereon as prescribed by the Rules and at the close of such debate shall put the motion to the meeting.

**49.6** Upon a motion being put to the meeting and carried by the requisite majority of the Members, it shall become a Resolution of the meeting and recorded accordingly.

**49.7** The mover or seconder of a motion may not move or second an amendment to their motion and may not vote in favour of an amendment to their motion.

**49.8** When notice of a motion has been given in writing, an amendment thereto shall not be moved unless notice of such amendment has been given in writing. Provided that the meeting by a Resolution passed by a simple majority of the Members voting in person thereat may consent to a motion of amendment moved at the meeting.

**49.9** A motion for amendment shall not be accepted by the Chairperson which is or tends to be or would have the effect of being a negative of the motion intended to be amended.

**49.10** A second or subsequent motion of amendment to an original motion shall not be moved until the previous motion of amendment has been dealt with by the meeting.

**49.11** If a motion or subsequent motions for amendment shall be carried, the original motion as amended shall then be debated and thereafter put to the vote of the Members.

**49.12** The mover of a motion of amendment shall not have the right to reply after the debate thereon.

**49.13** A motion for amendment shall be put to the meeting before the original motion is put.

**49.14** Motions for amendment shall be taken in the order in which they affect the terms of the original motion, and an amendment shall not be allowed in respect of those parts of the original motion which have already been carried.

**49.15** Except when another Member is speaking, a Member who has not moved or seconded or spoken on a motion then before the meeting or on a proposed amendment thereto, may move at any time that

the meeting proceed to the next business and such motion shall not be amended but shall be immediately put to the vote without speech or discussion. If carried the matter then before the meeting shall be disposed of for the meeting, and the meeting shall proceed to the next business. If not carried, the meeting shall deal with the original motion provided that a Member as aforesaid may again move a similar motion. The business so shelved may be brought up again at another meeting on due notice being given in accordance with the Rules.

Making of regulations:-

**49.16** Subject always to the Constitution, Members in General Meeting by Resolution passed by a simple majority and voting in person may make Regulations and may from time to time amend such Regulations by variation, deletion or addition as they shall think fit in respect of:

- (a) nominations of Members;
- (b) the holding and conducting of shows and exhibitions by the Club;
- (c) the granting of awards and prizes at such shows or exhibitions;
- (d) the manner and procedure dealing with protests and objections made at shows or exhibitions;
- (e) meetings of Members and of Committees
- (f) savings and transitional provisions in respect of amendments to the Constitution of the Club; and
- (g) the publication of a Newsletter or Journal.

**49.17** The Regulations shall be read and interpreted subject to the provisions for the time being of the Constitution and of the Rules of Dogs NSW.

## **50. VOTING AT MEETINGS**

At meetings of Members or of the Committee or of a Sub-Committee the mode of voting shall be determined by the members as required, or if required by any Member by an actual division or by ballot. The Chairperson shall have an ordinary vote, and in the case of an equality of votes, may also exercise a casting vote. All questions shall be decided by the majority of votes of the Members voting in person at any such meeting provided that on a Resolution relating to the election of the Office Bearers or of the Members of the Committee or relating to the expulsion of Members, the foregoing shall not apply and in lieu thereof votes shall be taken in accordance with the relevant Rules of the Constitution.

## **51. ADJOURNMENT OF MEETINGS**

**51.1** If at a General Meeting, Special General Meeting or at a Committee or Sub-Committee meeting a quorum shall not be present after the lapse of fifteen (15) minutes from the appointed time thereof, the Meeting shall thereupon lapse.

**51.2** A General Meeting or Special General Meeting of Members or a meeting of Members of Committee or of a Sub-Committee shall have the power to adjourn its proceedings from time to time for any period not exceeding at any one time, one (1) month.

## **PART 7 - SHOWS**

### **52. BREED SPECIALTY AND OTHER SHOWS**

**52.1** The Club may conduct from time to time, shows (either alone or in conjunction with another Club or Body) in accordance with the Rules and Regulations of Dogs NSW for the time being in force.

Judges:-

**52.2** All Members have the right to participate in nomination of and voting for judges to officiate at Club shows. The procedure shall be that:

- (a) nominations for judges must be submitted to the Secretary by 30 April each year;
- (b) postal voting forms will be sent with membership renewal notices; and

- (c) a ballot will be held at the Annual General Meeting each year to determine Club show judges.
- (d) in the event that the Club, for any reasons whatsoever, cancels a Show the appointment of the elected judge to preside over that Show will be void and not be carried over to another Show.
- 52.3** The Club Shows for which judges can be elected during an Annual General Meeting shall be the Easter Specialty and Spring Specialty to be held in the second year after the Annual General Meeting, except when held in conjunction with Dogs NSW Spring Fair.

## **PART 8 - WIND UP AND DISSOLUTION**

### **53. WINDING UP**

**53.1** If for any reason whatsoever, the Club cannot continue to function as an Affiliate of Dogs NSW, it shall make application to Dogs NSW for permission to wind up in accordance with the Regulations of Dogs NSW for the time being in force.

**53.2** Notwithstanding Rule 53.1, in the event that the Club, for any reasons whatsoever, cannot continue to function as an incorporated association, the Public Officer shall ensure that the relevant provisions of Part 8 of the Associations Incorporation Act 1984 (NSW) are fully complied with.

### **54. DISSOLUTION OF THE CLUB**

**54.1** The Club may dissolve at a general meeting called for that purpose by a Special Resolution. The Committee shall thereupon, at such further date as shall be specified in such Resolution, proceed to realise the property of the Club as far as is necessary to discharge all liabilities. The remaining property of the Club, either in kind or converted into money, as the Committee thinks fit, shall be given to and vested in such organisations, institutions, clubs or associations in Australia which have as or include in their objectives the promotion of similar aims and objects as the Club. Upon the completion of the distribution of the property as provided by this Rule the Club shall be dissolved.

**54.2** Rule 54.1 does not operate so as to over-ride the responsibilities of the Club in the event of dissolution pursuant to the relevant provisions of Part 8 of the Associations Incorporation Act 1984 (NSW), which must be complied with.

## **PART 9 - SAVINGS AND TRANSITIONAL PROVISIONS**

### **55. SAVINGS AND TRANSITIONAL PROVISIONS**

**55.1** Subject to Rule 49.16, the regulations may contain provisions of a savings and transitional nature consequent on the commencement of this Constitution.

**55.2** Any such provision may, if the regulations so provide, take effect from the date of commencement of the Constitution, or a later date.

**55.3** To the extent to which any such provision takes effect from a date that is earlier than the date of commencement of the Constitution, the provision does not operate so as:

- (a) to affect, in a manner prejudicial to any Member, the rights of that Member existing before the date of its publication, or
- (b) to impose liabilities on any Member, in respect of anything done before the date of commencement of the Constitution.

**55.4** The Constitution shall commence after it has been adopted by the Members by way of Special Resolution, and the document has been lodged pursuant to Section 20 of the Associations Incorporation Act 1984 (NSW).