

**Constitution**

**of**

**METROPOLITAN MID-WEEK  
DOG TRAINING CLUB INC**

**Registration No: Y0243208**

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## CONSTITUTION OF METROPOLITAN MID-WEEK DOG TRAINING CLUB INC

1. There is hereby constituted a Canine Club with a Constitution and membership as herein provided which is herein called "the Club".

2. The name of the Club shall be Metropolitan Mid-Week Dog Training Club Inc

### 3. DEFINITIONS

In this constitution the following words have the meanings set against them respectively, except where the context otherwise requires:

<b>Act</b>	means the Associations Incorporation Act 2009 (NSW)
<b>ANKC</b>	means Australian National Kennel Council Limited
<b>Application</b>	for membership includes application for re-admission to membership;
<b>Authorised Signatories</b>	means each of the Public Officer, President, Secretary and Treasurer of the Club.
<b>Club</b>	means Metropolitan Mid-Week Dog Training Club Inc
<b>Constitution</b>	means the Constitution for the time being of the Club.
<b>Director-General</b>	means:  (a) the Commissioner, NSW Fair Trading, Department of Finance and Services.  (b) if there is no such position in the Department, the Director-General of the Department
<b>DOGS NSW</b>	means the Royal New South Wales Canine Council Ltd
<b>Dual Member</b>	means 1 of any 2 members of the 1 family resident at the same address or 1 of any 2 of the persons who are partners in the conduct of a kennel having a kennel prefix in their joint names registered with DOGS NSW who has been admitted with the other of such persons as a Dual Member of the Club.
<b>Exhibition</b>	includes a show, canine exhibition, canine parade, canine competition, canine display, retrieving trial, gundog utility field trial, gundog obedience trial, obedience trial, tracking trial, agility trial, contest, match, competitive dog sports or any other ANKC approved discipline.
<b>Family Member</b>	means any 1 of several members of 1 family resident at the same address.
<b>Financial Member</b>	means a member of the Club who shall not be in default in the payment of their annual subscription or any fees or other monies payable by them in accordance with the Constitution. Un-financial member shall have the opposite meaning.
<b>Financial Year</b>	means the financial year of the Club which shall commence on the 1 <sup>st</sup> day of July each year and terminate on the 30 <sup>th</sup> day of June the following year.

<b>Ground Secretary</b>	means the person appointed by the Committee to make arrangements for use of grounds for the Club's activities.
<b>Junior Member</b>	means a person over the age of 12 years and up to 16 years who has been admitted as a member of the Club.
<b>Life Member</b>	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.
<b>Member</b>	means a person who has been admitted to the Club as an Ordinary or Dual or Family or Life Member of the Club and where the context otherwise so admits, shall include a person admitted to any other category of membership.
<b>Member of the Committee</b>	where the context so admits shall be deemed to include the Office Bearers.
<b>Objects</b>	means the Objects as required by DOGS NSW in Rule 4.
<b>Office</b>	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.
<b>Office Bearers</b>	means the President, the Vice-Presidents, Treasurer and Secretary for the time being of the Club.
<b>Official Address</b>	means the residential residence of the Public Officer or Secretary.
<b>Period of Membership</b>	in relation to a Member, denotes the 12 months terminating at midnight on the 30th day of June each year for which such Member is for the time being elected to membership of the Club or such portion of that term during which their membership continues.
<b>Person</b>	where the context reasonably permits, includes an individual, a firm or partnership, a company or corporation, or any other legal entity.
<b>Public Officer</b>	means the person who is appointed as the Club's public officer and until they are replaced by a person so appointed, includes the person who is nominated as the Club's public officer in the Club's application for registration.
<b>Regulation</b>	means the Associations Incorporation Regulation 2016.
<b>Rule</b>	means a provision of the Constitution and where the context so admits, includes a paragraph or sub-paragraph of the Constitution.
<b>Secretary</b>	<p>(a) means the Honorary Secretary or Secretary of the Club, and where the context reasonably permits, includes the Assistant Secretary and any other person for the time being appointed by the Committee to exercise the functions of the Secretary</p> <p>(b) if no such person holds that office - the Public Officer of the Club.</p>
<b>Special General Meeting</b>	means a general meeting of the Club other than an annual general meeting.

**Writing**

includes printing, facsimiles and emails and any other like recognised means of communication or of reproducing words in visible form and 'written' has the corresponding meaning.

In this constitution:

- a) Words used, 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) All other provisions where the context reasonably permits shall have the same meaning as set forth in the Act and any regulations made under the Act.
- c) Words importing the male gender shall, where the context reasonably permits, include the female and neuter gender and the singular number shall include the plural number.
- d) (i) a reference to a function includes a reference to a power, authority and duty, and  
(ii) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty.
- e) The provisions of the *Interpretation Act 1987* apply to and in respect of this constitution in the same manner as those provisions would so apply if this constitution were an instrument made under the Act.

## **OBJECTS**

4. 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 standards and exhibiting of dogs;
- (d) to promote and encourage the holding and conduct of canine exhibitions, competitive trials and dog sports;
- (e) to foster, promote and protect the interests of exhibitors of dogs at Exhibitions;
- (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;
- (h) to promote good fellowship and sportsmanship amongst Members and those participating in or attending at Exhibitions;
- (i) to inform Members of and make known to them the laws and regulations of the State 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 for the competition by breeders and exhibitors of dogs;
- (l) to foster relations with other Associations 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 all such other things as may be necessary or conducive to carrying out the Objects of the Club;

## **NOT FOR PROFIT ASSOCIATION**

5. The assets and income of the Club shall be applied solely in furtherance of its above-mentioned Objects and no portion shall be distributed directly or indirectly to the members of the Club except as bona fide compensation for services rendered or expenses incurred on behalf of the Club.

## **AFFILIATION WITH DOGS NSW**

6. The Club shall be affiliated with DOGS NSW so long as at all times the Club has not less than 10 Financial Members who have the right to vote at general meetings of the Club, and each of those 10 Financial Members are:
- (a) a Financial Member of DOGS NSW; and
  - (b) own a dog registered on an ANKC National Register.
7. 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 DOGS NSW 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 them.

## **MEMBERSHIP QUALIFICATION**

8. The membership of the Club shall be:-

Not less than 10 Financial Members having the right to vote at general meetings of the Club providing that at all times, each of those 10 Financial Members are:-

- (a) a financial member of DOGS NSW; and
- (b) those 10 financial members of DOGS NSW own a dog registered on an ANKC National Register;

9. A person is qualified for membership of the Club if accepted under Rule 16.

## **CLASSIFICATION OF MEMBERS**

10. Membership of the Club shall be divided into the following categories:

- (a) Member;
- (b) Dual Member;
- (c) Life Member;
- (d) Junior Member;
- (e) Family Member

and every person elected to membership shall be and be deemed for all purposes to have agreed to be bound by the Constitution, rules and regulations for the time being in force of DOGS NSW and of the Club.

## **REGISTER OF MEMBERS**

- 11. A roll of Members shall be kept by the Club and shall contain the name and address and the date of admission to and the category of membership of each Member.
- 12. The roll of Members shall be made available by the Secretary for inspection by a Member at a general meeting or at any reasonable time by arrangement with the Secretary.
- 13. If a Member requests that any information contained on the register about the Member (other than the Member's name) not be available for inspection that information must not be made available for inspection.
- 14. A Member must not use information about a person obtained from the register to contact or send material to the person, other than for:
  - (a) the purposes of sending the person a newsletter, a notice in respect of a meeting or other event relating to the Club or other material relating to the Club, or
  - (b) any other purpose necessary to comply with a requirement of the Act or the Regulation.

## **APPLICATION FOR MEMBERSHIP**

- 15. Membership shall be open to any natural person and must be made on a form approved by the club with such supporting documentation as required by the Club from time to time and:
  - (a) signed by applicant for membership and by the Ground Secretary or the Treasurer, and
  - (b) must be lodged with the Secretary of the Club.
- 16. As soon as practicable after receiving an application for membership, the Secretary must refer the application to the first general meeting of members next succeeding its receipt, and if such application is accepted by a resolution passed by a three-fourths majority of Members voting in person at that meeting, the applicant shall thereupon become a Member of the Club, provided that they pay within 14 days of the date of such meeting such entrance fee and subscription in respect of their category and Period of Membership or part thereof, as shall be determined from time to time.



17. The Secretary must cause notice of each accepted application for membership to be published in the Club's next newsletter.
18. The Secretary must, on payment by the applicant of the amounts referred to in Rule 16 within the period referred to in that provision, enter or cause to be entered the applicant's name in the register of Members and, on the name being so entered, the applicant becomes a Member of the Club. The Secretary must cause new Members to be informed where the Constitution is available for viewing.
19. A Member may, prior to the 30th day of June in each year, make application to the Committee for re-admission as a Member to their category of membership and upon payment of their annual subscription with such application shall be deemed for all purposes to have been re-admitted as such a Member.
20. A person whose application for membership is accepted after the 31st day of December in any year, upon payment of one-half of the prescribed annual subscription applicable to the category of membership to which they are admitted, shall be deemed to be a Financial Member for the remainder of the financial year.

#### **TERMINATION OF PERIOD OF MEMBERSHIP**

21. A Member shall cease ipso facto to be a Member of the Club:
  - (a) Upon the termination of their Period of Membership (whether by expiry or otherwise) unless they shall be re-admitted pursuant to Rule 19 as a Member of the Club for a further Period of Membership;
  - (b) If they resign by notice in writing addressed to the Secretary;
  - (c) if they die;
  - (d) If their annual subscription for the forthcoming financial year has not been paid within 3 months after the fee is due;
  - (e) If pursuant to the Constitution, they shall be expelled from the Club;
  - (f) If they are convicted of any offence relating to cruelty to animals or on indictment for an offence committed at an Exhibition or of an offence committed at an Exhibition or trial.

#### **MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE**

22. A right, privilege or obligation which a person has by reason of being a Member of the Club:
  - (a) is not capable of being transferred or transmitted to another person, and
  - (b) terminates on cessation of the person's membership.

#### **FEES**

23. The Members in general meeting at any time and from time to time may fix the amount of the annual subscription payable by each category of membership and may in like manner determine that an entrance fee shall be paid and the amount thereof. Provided always that any such alteration to the Annual Subscription or Entrance Fee must be by notice of motion and included on the notice paper for decision by the Members at the next general meeting.

## **PRIVILEGES OF MEMBERSHIP**

24. 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 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 conducted by the Club and compete for prizes (including trophies) available for Members of the Club.
25. A Junior 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.

## **MEMBERS LIABILITIES**

26. The liability of a Member of the Club to contribute towards the payment of the debts and liabilities of the Club or to the costs, 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 Rule 23.

## **CONDUCT OF MEMBERS**

27. A Member of the Club shall strictly observe and act in conformity with the Constitution of the Club and of DOGS NSW and will uphold the honour of and use their best endeavours to further the Objects of the Club.

## **RESOLUTION OF DISPUTES**

28. A dispute between a Member and another Member (in their capacity as members) of the Club, or a dispute between a Member or Members and the Club, are to be referred to a community justice centre for mediation under the *Community Justice Centres Act 1983*.
29. If a dispute is not resolved by mediation within 3 months of the referral to a community justice centre, the dispute is to be referred to arbitration.
30. The *Commercial Arbitration Act 1984* applies to any such dispute referred to arbitration.

## **DISCIPLINING OF MEMBERS**

31. A complaint may be made to the Committee by any person that a Member of the Club:
- (a) has refused or neglected to comply with a provision or provisions of this Constitution, or
  - (b) has wilfully acted in a manner prejudicial to the interests of the Club.
32. The Committee may refuse to deal with a complaint if it considers the complaint to be trivial or vexatious in nature.
33. If the Committee decides to deal with the complaint, the Committee:
- (a) must cause notice of the complaint to be served on the Member concerned, and
  - (b) must give the Member at least 14 days from the time the notice is served within which to make submissions to the Committee in connection with the complaint, and
  - (c) must take into consideration any submissions made by the Member in connection with the complaint.
34. The Committee may, by resolution, expel the Member from the Club or suspend the Member from membership of the Club if, after considering the complaint and any submissions made in connection with the complaint, it is satisfied that the facts alleged in the complaint have been proved and the expulsion or suspension is warranted in the circumstances.

35. If the Committee expels or suspends a Member, the Secretary must, within 7 days after the action is taken, cause written notice to be given to the Member of the action taken, of the reasons given by the Committee for having taken that action and of the Member's right of appeal under Rule 37.
36. The expulsion or suspension does not take effect:
  - (a) until the expiration of the period within which the Member is entitled to appeal against the resolution concerned, or
  - (b) if within that period the Member exercises the right of appeal, unless and until the Club confirms the resolution under Rule 41 whichever is the later.

#### **RIGHT OF APPEAL OF DISCIPLINED MEMBER**

37. A Member may appeal to the Club in general meeting against a resolution of the Committee under Rule 34 within 7 days after notice of the resolution is served on the Member, by lodging with the Secretary a notice to that effect.
38. The notice may, but need not, be accompanied by a statement of the grounds on which the Member intends to rely for the purposes of the appeal.
39. On receipt of a notice from a Member under Rule 37, the Secretary must notify the Committee which is to convene a general meeting of the Club to be held within 28 days after the date on which the Secretary received the notice.
40. At a general meeting of the Club convened under Rule 39:
  - (a) no business other than the question of the appeal is to be transacted, and
  - (b) the Committee and the Member must be given the opportunity to state their respective cases orally or in writing, or both, and
  - (c) the Members present are to vote by secret ballot on the question of whether the resolution should be confirmed or revoked.
41. If at the general meeting the Club passes by at least three quarters of Members present, entitled to vote, a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.
42. Any Member so dealt with will have the right to appeal to the DOGS NSW Board of Directors.

## **THE COMMITTEE**

### **Constitution of the Committee**

43. The Committee shall consist of at least four (4) Members each of whom is aged 18 years or more and are to be residents of the State of New South Wales, comprising:
- (a) Office Bearers:
    - (i) President, for the time being of the Club, who, unless otherwise determined by the Members, shall not hold office for more than three years in succession;
    - (ii) Vice Presidents (2),
    - (iii) Treasurer,
    - (iv) Secretary, and
  - (b) Up to 8 ordinary committee Members.
44. Office bearers must be a member or Associate Member of DOGS NSW.

### **Functions of the Committee**

45. The Committee:
- (a) is subject to the Act and to any resolution passed by the Club in general meeting;
  - (b) will control and manage the affairs of the Club;
  - (c) may exercise all such functions as may be exercised by the Club other than those functions that are required by the Constitution to be exercised by a general meeting of Members of the Club;
  - (d) has the power to perform or delegate all such acts and do all such things as appear to the Committee to be necessary or desirable for the proper management of the affairs of the Club; and
  - (e) must carry out its duties for the benefit of the Club, as far as practicable, and with due care and diligence and the Members of the Committee must disclose any conflicts of interest and must not use their positions or information obtained in their positions as committee members in a dishonest or detrimental manner.

Notwithstanding the above, Members, in general meeting, by a resolution passed, may overrule a decision of the Committee (except a decision of the Committee to pay any account payable by the Club) or by a resolution passed by a simple majority of the Members voting in person at such meeting may instruct the Committee to review a decision or decisions at its next meeting and make its further recommendation to the Members at the next general meeting.

### **Election or appointment of Committee members**

46. The Committee (including Office Bearers) shall be elected annually at the annual general meeting of the Club and shall take office at the close of the annual general meeting at which they are elected pursuant to Rule 109.

### **Terms of Office of Committee members**

47. The term of office shall be for a period of 12 months until the conclusion of the annual general meeting following the date of the Member's election, but is eligible for re-election for a further 12 month term.
48. Within 14 days after vacating office, a former Committee member of the Club must ensure that all documents or other property in their possession that belong to the Club are delivered to the Public Officer for delivery to their successor. Failure to do so may constitute an offence under the Act.

### **Grounds on which or reasons for which the office of Committee members is to become vacant**

49. In the event of a casual vacancy occurring, the Committee may appoint a Member of the Club to fill the vacancy and the Member so appointed shall hold office, subject to this Constitution, until the conclusion of the next annual general meeting.
50. A casual vacancy in the Office Bearers, (or in the case of ordinary Committee members who are not Office Bearers, where sub Rules c, h, l and j below do not apply) occurs if the member:
  - (a) dies, or
  - (b) ceases to be a Member of the Club, or
  - (c) is or becomes an insolvent under administration within the meaning of the *Corporations Act 2001* of the Commonwealth, or
  - (d) resigns office by notice in writing given to the Secretary, or
  - (e) is removed from office under Rule 87, or
  - (f) becomes incapable of performing their duties, or
  - (g) is absent without the consent of the Committee from 3 consecutive meetings of the Committee, or
  - (h) is convicted of an offence involving fraud or dishonesty for which the maximum penalty on conviction is imprisonment for not less than 3 months, or
  - (i) is prohibited from being a director of a company under Part 2D.6 (Disqualification from managing corporations) of the *Corporations Act 2001 of the Commonwealth*, or
  - (j) is or becomes prohibited under any legislation from holding office in an incorporated association.

### **Meetings procedure and Quorum of the Committee**

51. Meetings of the Committee shall be held at such place and at such time as the Committee from time to time determines.
52. The Secretary shall call a meeting of the Committee whenever requested to do so by the President or any member of the Committee.
53. Oral or written notice of a meeting of the Committee shall be given by the Secretary to each member of the Committee at least 48 hours (or such other period as may be agreed upon by a majority of the members of the committee) before the time appointed for holding the meeting.
54. Notice of a meeting given under Rule 51 shall specify the general nature of the business to be transacted at the meeting and no business other than that business shall be transacted, except business which the Committee members present at the meeting unanimously agree to treat as urgent business.
55. The quorum of the Committee shall be not less than one-half of the Members of the Committee present.
56. No business shall be transacted unless a quorum is present and if within 30 minutes of the time appointed for the meeting a quorum is not present, the meeting stands adjourned.
57. A Committee meeting may be held at 2 or more venues using any technology that gives each of the Committee members a reasonable opportunity to participate.
58. The Secretary or their representative shall attend all meetings of the Committee. The Minutes of such meetings, signed by the Chairperson, shall be accepted as sufficient evidence of the proceedings of such meeting.
59. Questions arising at a meeting of the Committee shall be determined by a majority of the votes of the Committee.

60. The President, or in their absence, the Vice President, or a Member of the Committee elected by the members present in person, shall be the Chairperson of a meeting of the Committee.
61. A Member of the Committee shall not vote in respect of any contract or proposed contract with the Club in which they are interested or in respect of any matter arising from that and if they do vote, their vote shall not be counted.
62. Any act or thing done or suffered, or purporting to have been done or suffered, by the Committee or by a sub-committee appointed by the Committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any Member of the Committee or sub-committee.
63. A Resolution in writing signed by all Members of the Committee for the time being entitled to receive notice of a meeting 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.

#### **Delegation by Committee to Sub-committee**

64. On the recommendation of the Committee or upon a motion of a member, the Members in general meeting may 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.
65. 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 their stead.
66. The quorum for a sub-committee shall be such number thereof as shall be determined by the Members at the time of its election who may in like manner appoint a Chairperson thereof 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.
67. 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.
68. Subject to the consent of the Members any such sub-committee may co-opt additional members to assist in its duties.
69. A function the exercise of which has been delegated to a sub-committee under this Rule may, while the delegation remains unrevoked, be exercised from time to time by the sub-committee in accordance with the terms of the delegation.
70. A delegation under this Rule may be made subject to such conditions or limitations as to the exercise of any function, or as to time or circumstances, as may be specified in the instrument of delegation.
71. Despite any delegation under this Rule, the Committee may continue to exercise any function delegated.
72. Any act or thing done or suffered by a sub-committee acting in the exercise of a delegation under this Rule has the same force and effect as it would have if it had been done or suffered by the Committee.
73. The Committee may, by instrument in writing, revoke wholly or in part any delegation under this Rule.
74. A sub-committee may meet and adjourn as it thinks proper.

## **Voting and Decisions**

75. Questions arising at a meeting of the Committee or of any sub-committee appointed by the Committee are to be determined by a majority of the votes of Members of the Committee or sub-committee present at the meeting.
76. Each Member present at a meeting of the Committee or of any sub-committee appointed by the Committee (including the person presiding at the meeting) is entitled to 1 vote but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
77. Subject to Rule 56, the Committee may act despite any vacancy on the Committee.
78. Any act or thing done or suffered, or purporting to have been done or suffered, by the Committee or by a sub-committee appointed by the Committee, is valid and effectual despite any defect that may afterwards be discovered in the appointment or qualification of any Member of the Committee or sub-committee.

## **Election of Officer Bearers and Committee**

79. The Office Bearers and the Members of the Committee shall be elected annually at the annual general meeting and shall take office at the close of the annual general meeting at which they are elected.
80. Nomination of Members proposed as Office Bearers or as Members of the Committee shall be made in writing to the Secretary at least 21 days before the date of the annual general meeting and shall be signed by at least one Member and the nominee.
81. If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed elected and further nominations are to be received at the annual general meeting. If there are no nominations for the Office of President or Vice-President, or if a Member nominated for such office declares at the annual general meeting verbally or in writing that they are unwilling to stand for that Office, 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, sufficient Members to fill any such Office.
82. If insufficient further nominations are received any vacant positions remaining on the Committee, shall be deemed to be casual vacancies.
83. If the number of nominations received is equal to the number of vacancies to be filled, the chairperson shall declare those nominated to be duly elected.
84. If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.

The Committee must:

- a) cause the details of the matter on which the ballot is to be held to be set out in a statement published in the Club's next newsletter, and
- b) fix and cause to be published in the same Club newsletter the dates for the forwarding of postal ballots, or the giving of access to electronic ballot papers to members, and the closing date of the ballot, being the date of the annual general meeting, and
- c) appoint a returning officer for the ballot.

Every ballot must be conducted by the returning officer appointed by the Committee.

85. The ballot for the election of Office Bearers and ordinary Members of the Committee shall be conducted at the annual general meeting in such usual and proper manner as the Committee may direct and in accordance with the Regulation.
86. A person nominated as a candidate for election as an Office Bearer or as an ordinary Committee Member of the Club must be a Financial Member of the Club and be aged 18 years or more.

## **Removal of a Member of the Committee**

87. Members in general meeting may by resolution remove a Member of the Committee from the office of member before the expiration of the Member's term of office and may by resolution appoint another person to hold office until the expiration of the term of office of the Member so removed.
88. Where a Member of the Committee to whom a proposed resolution referred to in Rule 87 relates makes representations in writing to the President, or the Vice President, if the resolution refers to the President (not exceeding reasonable length) and requests that the representations be notified to Members of the Club, the President or Vice President may send a copy of the representations to each Member of the Club or, if they are not sent, the Member is entitled to require that the representations be read out at a meeting at which the resolution is considered.

## **Duties of Secretary**

89. The Secretary of the Club shall exercise and perform all usual secretarial functions and in particular shall:
- (a) as soon as practicable after being appointed as Secretary, lodge notice with the Club of their address;
  - (b) keep minutes of:
    - (i) all appointments of Office Bearers and Members of the Committee; and
    - (ii) the names of Members of the Committee present at a Committee meeting or a general meeting; and
    - (iii) all proceedings at Committee meetings and general meetings;(such minutes of proceedings to be signed by the Chairperson of the meeting or by the chairperson of the next succeeding meeting);
  - (c) cause to be published to the Members an annual calendar of the Club's events approved by the Committee;
  - (d) maintain the Register of Members;
  - (e) ensure that copies of all required documentation is provided to the Public Officer for official reporting under the Act;
  - (f) maintain a complete record of awards made at all Exhibitions conducted by the Club; and
  - (g) maintain a register of the persons who are appointed by the Members as Judges.

## **Duties of Treasurer**

90. The Treasurer shall ensure that:
- (a) all payments authorised by the Club are made,
  - (b) correct books and accounts are kept showing the financial affairs of the Club, including full details of all receipts and expenditure connected with the activities of the Club,
  - (c) a true inventory of all property of the Club is kept,
  - (d) financial records are prepared according to Australian Accounting Standards,
  - (e) financial records are audited according to Australian Auditing Standards,
  - (f) a summary in the approved form of the Club's financial affairs, financial statements, and Auditor's Report for the previous financial year is provided to the Public Officer for lodgement with the Director-General within 1 month following the annual general meeting,
  - (g) all money due to the Club is collected and received, and
  - (h) funds of the Club are managed in accordance with Rules 152, 153, 154 and 155.



## **APPOINTMENT OF PUBLIC OFFICER**

91. The Club must appoint a Public Officer at each annual general meeting.
92. The Public Officer must be a person who is aged 18 years or more and is ordinarily resident in New South Wales.
93. The position of Public Officer may, but need not be, held by a Committee Member.
94. The Public Officer's acts are valid despite any defect in their appointment.
95. Within 28 days after taking office as the Club's Public Officer, that person must notify the Director General in the approved form of:
  - (a) person's full name and date of birth; and
  - (b) the person's address at which the person can generally be found; and
  - (c) the fact that the person has taken office as Public Officer of the Club.
96. If there is any change in the address of the Public Officer of the Club, the Public Officer must notify the Director-General in the approved form, of the new address, within 28 days after the change occurs.

## **VACANCY OF PUBLIC OFFICER**

97. The Club's Public Officer vacates office in the following circumstances:
  - (a) if they die;
  - (b) if they resign the office in writing addressed to the Club's Committee;
  - (c) if they are removed from office by resolution of a general meeting of the Club;
  - (d) if they become bankrupt, apply to take the benefit of any law for the relief of bankrupt or insolvent debtors, compounds with their creditors or makes an assignment of their remuneration for their benefit;
  - (e) if they become a mentally incapacitated person;
  - (f) if they cease to ordinarily reside in New South Wales;
  - (g) in such other circumstances as the Constitution of the Club may provide;
  - (h) if they become prohibited under any legislation from being a Public Officer in an incorporated association.
98. Within 14 days after vacating office, a former Public Officer of the Club must ensure that all documents in their possession that belong to the Club are delivered to a Committee member of the Club.
99. The Club's Committee must fill any vacancy in the office of Public Officer within 28 days after the vacancy arises.

## **REGISTER OF COMMITTEE MEMBERS**

100. The Club must keep a register of Committee members in accordance with this section.
101. The register must contain the following particulars in relation to each Committee member:
  - (a) the Committee member's name, date of birth and residential address,
  - (b) the date on which the Committee member takes office,
  - (c) the date on which the Committee member vacates office,
  - (d) such other particulars as may be prescribed by the Regulation.

102. The register must be kept in New South Wales:
- (a) at the main premises of the Club, or
  - (b) if the Club has no premises, at the Club's official address.
103. Any change in the Committee's membership must be recorded in the register within one month after the change occurs.
104. The register must, at all reasonable hours, be kept available for inspection, free of charge, by any person.

## **MEETINGS**

### **Use of technology at meetings**

105. (a) A meeting may be held at 2 or more venues using any technology approved by the Committee that gives each of the Club's Members a reasonable opportunity to participate.
- (b) A Member who participates in a meeting using that technology is taken to be present at the meeting and, if the Member votes at the meeting, is taken to have voted in person.
- (c) If, due to technical difficulties, a quorum is no longer present, the meeting shall be suspended until a quorum is present, but if a quorum is not present within 15 minutes, the meeting is to stand adjourned.

### **Annual general meetings - holding of**

106. The Club must hold its first annual general meeting within 18 months after its registration under the Act.
107. The Club must hold its annual general meetings:
- (a) within 3 months after the close of the Club's financial year, or
  - (b) within such later time as may be allowed by the Director-General or prescribed by the Regulation.

### **Annual general meetings - calling of and business at**

108. The annual general meeting of the Club is, subject to the Act and to Rule 107, to be convened on such date and at such place and time as the Committee thinks fit.
109. In addition to any other business which may be transacted at an annual general meeting, the business of an annual general meeting is to include the following:
- (a) to confirm the minutes of the last preceding annual general meeting and of any Special General Meeting held since that meeting,
  - (b) to receive from the Committee reports on the activities of the Club during the last preceding financial year,
  - (c) to elect Office-Bearers of the Club and ordinary Committee members,
  - (d) to receive and consider any financial statement or report required to be submitted to Members under the Act,
  - (e) to appoint an Auditor, and
  - (f) to transact any other business written notice of which shall have been given to the Members at least 7 days prior to the date of such meeting.
110. An annual general meeting must be specified as such in the notice convening it.

### **Special General Meetings - calling of**

111. The Committee **may**, whenever it thinks fit, convene a Special General Meeting of the Club.  
A Special General Meeting **must** be convened by the Secretary at the direction of the President or of the Committee or on the written requisition of 5 Members.
112. A requisition of Members for a Special General Meeting:
- (a) must be in writing, and
  - (b) must state the purpose or purposes of the meeting, and
  - (c) must be signed by the Members making the requisition, and
  - (d) must be lodged with the Secretary, and
  - (e) may consist of several documents in a similar form, each signed by 1 or more of the Members making the requisition.
113. For the purposes of Rule 112:
- (a) a requisition may be in electronic form, and
  - (b) a signature may be transmitted, and a requisition may be lodged by electronic means.
114. If the Committee fails to convene a Special General Meeting to be held within 1 month after that date on which a requisition of Members for the meeting is lodged with the Secretary, any one or more of the Members who made the requisition may convene a Special General Meeting to be held not later than 3 months after that date.
115. A Special General Meeting convened by a member or Members as referred to in Rule 114 must be convened as nearly as is practicable in the same manner as general meetings are convened by the Committee.

### **General meeting of Members**

116. General meeting of the Club shall be held on a day, time and place determined by the Members at their preceding meeting, or if not so determined, shall be convened as stated in the annual calendar of events.
117. The business of general meeting shall be:
- (a) to note apologies for non-attendance;
  - (b) to confirm the minutes of the preceding 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-committees;
  - (f) to consider and, if approved, accept applications for membership of the Club;
  - (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 notice has not been given;

- (l) to hear through the Chairperson's answers to questions from Members and where appropriate, to deal with the subject matter thereof; and
- (m) if thought fit, to approve and direct the giving of single notices of all general meetings to be held during a Financial Year.

## **Notice**

- 118. Except if the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Club, the Secretary must, at least 14 days before the date fixed for the holding of the general meeting, give a notice to each Member specifying the place, date and time of the meeting and the nature of the business proposed to be transacted at the 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.
- 119. If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the Club, the Secretary must, at least 21 days before the date fixed for the holding of the general meeting, cause notice to be given to each Member specifying, in addition to the matter required under Rule 118, the intention to propose the resolution as a special resolution.
- 120. No business other than that specified in the notice convening a general meeting is to be transacted at the meeting except, in the case of an annual general meeting, business which may be transacted under Rule 109.
- 121. A Member desiring to bring any business before a general meeting may give notice in writing of that business to the Secretary who must include that business in the next notice calling a general meeting given after receipt of the notice from the Member.
- 122. 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 and despatched to the Members at least 14 days prior to such meeting. If sanctioned at a general meeting 1 notice containing the particulars required by Rule 118 of all general meetings to be held during the Financial Year may be sent to Members at any time of the Financial Year as a general meeting may direct, providing the notice is made and dispatched at least 14 days prior to the next meeting to be held that is listed in such notice. In addition, a copy of a notice of a motion received in writing from a Member shall be sent by the Secretary to each Member at least 14 days prior to the general meeting at which such notice of motion is to be dealt with. 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.
- 123. 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.
- 124. 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 Australia Post for the purpose of posting letters, shall be conclusive evidence thereof.

## **Quorum for general meetings**

- 125. No item of business is to be transacted at a general meeting unless a quorum of Members entitled under this Constitution to vote is present during the time the meeting is considering that item.
- 126. 5 Members present (being Members entitled under this Constitution to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.

127. If within half an hour after the appointed time for the commencement of a general meeting a quorum is not present, the meeting:
- (a) if convened on the requisition of Members, is to be dissolved, and
  - (b) in any other case, is to stand adjourned to the same day in the following week at the same time and (unless another place is specified at the time of the adjournment by the person presiding at the meeting or communicated by written notice to Members given before the day to which the meeting is adjourned) at the same place.
128. If at the adjourned meeting a quorum is not present within half an hour after the time appointed for the commencement of the meeting, the Members present (being at least 3) are to constitute a quorum.

### **Presiding Member**

129. The President or, in the President's absence, the Vice-President, is to preside as chairperson at each general meeting of the Club.
130. If the President and the Vice-President are absent or unwilling to act, the members present must elect one of their number to preside as chairperson at the meeting.

### **Adjournment**

131. The Chairperson of a general meeting at which a quorum is present may, with the consent of the majority of Members present at the meeting, adjourn the meeting from time to time and place to place, but no business is to be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
132. If a general meeting is adjourned for 14 days or more, the Secretary must give written or oral notice of the adjourned meeting to each Member of the Club stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
133. Except as provided in Rules 131 and 132, notice of an adjournment of a general meeting or of the business to be transacted at an adjourned meeting is not required to be given.
134. If at a general meeting or at a Committee or Sub-Committee meeting a quorum shall not be present after the lapse of fifteen minutes from the appointed time thereof, the meeting shall thereupon lapse.
135. A general meeting of Members or a meeting of Members of a 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, 1 month.

### **Making of Decisions**

136. A question arising at a general meeting of the Club is to be determined by either:
- (a) a show of hands, or
  - (b) if on the motion of the Chairperson or if 5 or more Members present at the meeting decide that the question should be determined by a written ballot, then by a written ballot.
137. If the question is to be determined by a show of hands, a declaration by the Chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the Club, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
138. If the question is to be determined by a written ballot, the ballot is to be conducted in accordance with the directions of the Chairperson.

## **Voting**

139. On any question arising at a general meeting of the Club a Member has 1 vote only.
140. In the case of an equality of votes on a question at a general meeting, the Chairperson of the meeting is entitled to exercise a second or casting vote.
141. A Member is not entitled to vote at any general meeting of the Club unless all money due and payable by the Member to the Club has been paid.
142. A Member is not entitled to vote at any general meeting of the Club if the Member is under 18 years of age.
143. At meetings of Members or of the Committee or of a Sub-Committee the mode of voting shall in the first instance be by a show of hands, or if required by any Member by an actual division or by ballot and the Chairperson shall have an ordinary and in the case of equality also a casting vote and 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 (see Rule 16 and 167).

## **Postal or Electronic Ballots**

144. (a) The Club may hold a postal or electronic ballot (as the Committee determines) to determine an issue or proposal.  
(b) A postal or electronic ballot is to be conducted in accordance with Schedule 3 to the Regulation.

## **Proxy Votes not permitted**

145. No Member may appoint a proxy to vote on their behalf.

## **PROCEDURE AT MEETINGS**

146. The Chairperson of a general meeting or of the Committee or of a Sub-Committee:
  - (a) shall conduct the meeting in accordance with the Rules governing any such meeting and with the law and accepted practice relating thereof;
  - (b) shall make themselves familiar 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 their statements 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;
  - 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 their late arrival at a meeting if some other person has been elected Chairperson, due to their absence unless such 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 their name to speak and shall alone determine the order of speakers;
- (l) shall not permit discussion of any subject matter unless there is a motion thereon before the meeting and shall forthwith terminate all irrelevant discussion;
- (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 they have previously declared the result.

147. 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 to do so;
- (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 whereupon if the decision is in their favour, the speaker may proceed with his subject;
- (g) may at any time rise and address the Chairperson 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 as the mover thereof.

- (i) Motions shall be moved in the order in which the notices thereof have been received and shall not be proceeded with in the absence of the Member giving such notice unless they have authorised some other Member to move it on their behalf.
- (j) A motion may be moved or seconded by the Chairperson or by a Member.
- (k) 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.
- (l) Shall become a resolution of the meeting and recorded accordingly.
- (m) The mover or seconder of a motion may not move or second an amendment to it, but shall be entitled to speak upon any amendment and to vote in favour of it.
- (n) When a 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 verbally at the meeting.
- (o) 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.
- (p) 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.
- (q) 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.
- (r) The mover of a motion of amendment shall not have the right to reply after the debate thereon.
- (s) A motion for amendment shall be put to the meeting before the original motion is put.
- (t) 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.
- (u) 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 that 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.

148. 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 conducting of ballots;
- (c) the holding and conducting of Exhibitions by the Club;
- (d) the granting of awards and prizes at such Exhibitions;
- (e) the manner and procedure dealing with protests and objections made at Exhibitions;
- (f) Meetings of Members and of Committees;
- (g) the publication of a Newsletter or Journal.

149. The Rules shall be read and construed subject to the provisions for the time being of the Constitution and of the rules of the DOGS NSW.



## **MISCELLANEOUS**

### **Insurance**

150. (a) The Club must effect and maintain insurance against a liability of the Club arising out of an occurrence causing death or bodily injury to a person or damage to property.
- (b) In addition to the insurance required under Rule 150 (a) the Club may effect and maintain other insurance.

### **Funds - Source**

151. The funds of the Club are to be derived from entrance fees and annual subscriptions of Members, donations and, subject to any resolution passed by the Club in general meeting, such other sources as the Committee determines.
152. All money received by the Club must be deposited as soon as practicable and without deduction to the credit of the Club's bank or other authorised deposit-taking institution account.
153. The Club must, as soon as practicable after receiving any money, issue an appropriate receipt.

### **Funds - Management**

154. Subject to any resolution passed by the Club in general meeting, the funds of the Club are to be used in pursuance of the Objects of the Club in such manner as the Committee determines.
155. All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by any 2 Members of the Committee of the Club, being members authorised to do so by the Committee.

### **Trial Secretary**

156. The Members may appoint a Trial Secretary and their duties shall be determined by the Members in general meeting. Provided that the Trial Secretary shall keep in lieu of the Secretary the Register and records requested to be kept pursuant to Rules 89 (f) and (g) respectively.

### **Publicity Officer**

157. The Members may appoint a Publicity Officer who shall adopt the editorial policy of DOGS NSW and his duties shall be determined by the Members in general meeting.

### **Audit and Auditor**

158. 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.
159. 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 14 days before the annual general meeting at which the appointment of Auditor is to be made.
160. A person shall not be appointed or act as Auditor of the Club:
- (a) if they are not qualified and independent as prescribed by section 52 of the Act; or
- (b) if they are an Office Bearer or a Member of the Committee or an employee of the Club.

### **Patron**

161. At an annual general meeting, Members may elect (until otherwise determined by them) not more than 1 person to be Patron 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, address the Members. Unless they are a Member of the Club, a Patron is not entitled to enter into the debate or vote on any matter before the meeting.

## **Exhibitions**

162. The Club may conduct from time to time (either alone or in conjunction with another association or body) in accordance with the rules and regulations for the time being in force of DOGS NSW, Exhibitions.

## **Judges**

163. The Members in general meeting by a resolution passed by a simple majority of those voting in person thereat shall elect Judges from amongst the persons for the time being enrolled on the Judges' Panels kept or who may be approved of by DOGS NSW who may be invited to officiate as such at Exhibitions conducted as aforesaid. At least 1 month's notice shall be given to the Members of the intention to elect Judges at such general meetings and the notice shall specify the Exhibitions for which such Judges are to be appointed.

## **Change of Name, Objects and Constitution**

164. An application to the Director-General for registration of a change in the Club's name, Objects or Constitution in accordance with section 10 of the Act is to be made by the Public Officer or a Committee member.

## **Alterations to Constitution**

165. An amendment of or an addition to the Rules shall not be made except by a special resolution passed at a general meeting by a majority of not less than three-fourths of the Members voting in person thereat.
166. Notice of a proposed amendment of or addition to the Rules shall be given by the Secretary to each Member in accordance with Rule 119.
167. 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 14 days before such meeting and the consent of DOGS NSW as aforesaid is first obtained to such amendment. The Secretary shall give notice to each Member of any such amendment forthwith upon receipt of such consent.

## **Custody of Books etc**

168. Except as otherwise provided by this Constitution, the Public Officer must keep in their custody or under their control all records, books and other documents relating to the Club.

## **Inspection of Books etc**

169. The following documents must be open to inspection, free of charge, by a Member of the Club at any reasonable hour:
- (a) records, books and other financial documents of the Club,
  - (b) this Constitution,
  - (c) minutes of all Committee meetings and general meetings of the Club.
170. A Member of the Club may obtain a copy of any of the documents referred to in Rule 169 on payment of a fee of not more than cost or \$1 (whichever is the greater) for each page copied.

### **Lodgement of Documents**

171. The Public Officer must lodge the following documents with the Director General:

- (a) a summary in the approved form of the Club's financial affairs for the previous financial year;
  - (i) the Club's financial statements for that year
  - (ii) the Auditor's Report for those statements
  - (iii) a document setting out the terms of any resolution passed at the Club's annual general meeting in connection with the documents referred to in Rule 171 (a) (i) and (ii) above.
- (b) the documents must be lodged within 1 month of the annual general meeting of the current financial year;
  - (i) the prescribed fee must be paid
  - (ii) the documents are taken not to be lodged if the prescribed fee is not paid

172. A Member of the Club may obtain a copy of any of the documents referred to in Rule 171 on payment of a fee of not more than cost or \$1 (whichever is the greater) for each page copied.

### **Execution of Documents**

173. The Club may execute a document without using a common seal if the document is signed by 2 of its Authorised Signatories.

### **Service of Notices**

174. For the purpose of this Constitution, a notice may be served on or given to a person:

- (a) by delivering it to the person personally, or
- (b) by sending it by pre-paid post to the address of the person, or
- (c) by sending it by facsimile transmission or some other form of electronic transmission to an address specified by the person for giving or serving the notice.

175. For the purpose of this Constitution, a notice is taken, unless the contrary is proved, to have been given or served:

- (a) in the case of a notice given or served personally, on the date on which it is received by the addressee, and
- (b) in the case of a notice sent by pre-paid post, on the date when it would have been delivered in the ordinary course of post, and
- (c) in the case of a notice sent by facsimile transmission or some other form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a report indicating that the notice was sent on a later date, on that date.

### **Financial Year**

176. The financial year of the Club is:

- (a) the period of time commencing on the date of incorporation of the Club and ending on the following 30 June, and
- (b) each period of 12 months after the expiration of the previous financial year of the Club, commencing on 1 July and ending on the following 30 June.

### **Winding Up**

177. If for any reason the Club cannot continue to function as an Association under the Act, it shall be wound up according to the provisions of the Act and 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.
178. In the event of the Club being wound up, the amount that remains after such winding up and the satisfaction of all the Club's debts and liabilities shall be transferred to another organisation with similar purposes which is not carried on for the profit or gain of its individual Members.

**END**