

THE CONSTITUTION of

THE LITHGOW and DISTRICTS
POULTRY CLUB, INCORPORATED.
FOUNDED 199

Registered No

PART 1 -
PRELIMINARY

DEFINITIONS:

1. (1) In these rules :-

"ordinary member" means a member of the committee who is not an office bearer of the association, as referred to in rule 14(2)

"secretary" means:

(a) the person holding office under these rules as secretary of the association, or

(b) if no such person holds this office - the public officer of the association

"special general meeting" means a general meeting of the association other than an annual general meeting

"the Act" means the Associations Incorporation Act of 1994

"the Regulation" means the Associations Incorporation Regulation 1994

(2) In these rules :-

(a) a reference to a function includes a reference to a power, authority and duty, and

(b) a reference to the exercise of a function includes, if the function is a duty, a reference to the performance of the duty

(3) The provisions of the Interpretation Act 1987 apply to and in respect of these rules in the same manner as those provisions would so apply if these rules were an instrument made under the Act.

PART 2 -

MEMBERSHIP

MEMBERSHIP QUALIFICATIONS

2. A person is qualified to be a member of the association if, but only if :-

(a) the person is a person referred to in section 15(1) (a), (b) or (c) of the Act and has not ceased to be a member of the association at any time after incorporation of the association under the Act, or

(b) the person is a natural person

(1) who has nominated for membership of the association as provided by rule 3, and

(2) who has been approved for membership of the association by the committee of the association.

NOMINATION FOR MEMBERSHIP

3. (1) A nomination of a person for membership of the association

(a) must be made by a member of the association in writing in the form set out in Appendix 1 to these rules, and

(b) must be lodged with the secretary of the association.

(2) After receiving a nomination for membership the secretary must refer the nomination to the committee which is to determine whether to approve or reject the nomination.

(3) As soon as practicable after receiving a approval for membership, the secretary must notify the nominee of that approval and request the nominee to pay (within the period of 28 days) the sum payable under these rules by a member as an annual subscription.

- (4) The secretary must, on payment by the nominee of the amounts referred to in clause (3) within the time frame referred to in that clause, enter the nominee's name in the register of members and, on the name being so entered, the nominee becomes a member of the association.

CESSATION OF MEMBERSHIP

4. A person ceases to be a member of the association if the
- dies, or
 - resigns membership, or
 - is expelled from the association.

MEMBERSHIP ENTITLEMENTS NOT TRANSFERABLE

5. A right, privilege or obligation which a person has by reason of being a member of the association
- is not capable of being transferred or transmitted to any other person, and
 - terminates on cessation of the person's membership.

RESIGNATION OF MEMBERSHIP

6. (1) A member of the association is not entitled to resign that membership except in accordance with this rule.
(2) A member of the association who has paid all amounts payable by the member of the association in respects to the member's membership may resign from the association by first giving the secretary written notice of at least one month (or such other periods the committee may determine) of the member's intention to resign and, on the expiration of the period of notice, the member ceases to be a member.
(3) If a member of the association ceases to be a member under clause (2), and in every other case where a member ceases to hold membership, the secretary must make an appropriate entry in the register of members recording the date on which the member ceased to be a member.

REGISTER OF MEMBERS

7. (1) The public officer of the association must establish and maintain a register of members specifying the name, address of each person who is a member, phone number if possible and date on which person became a member.
(2) The register of members must be held at the principal place of administration and must be open to inspection, free of charge, to any member of the association at any reasonable hour.

HONORARY LIFE MEMBERS

8. (1) Honorary Life Members of the association shall be :-
(a) All Honorary Life Members of the association as it existed prior to incorporation.
(b) Any person elected to Honorary Life Membership by the association after incorporation.
(2) Nominations for Honorary Life Membership shall be made to the Executive Committee at least six clear calendar months prior to the A.G.M at which the nomination is to be considered.
(3) Honorary Life Members shall be entitled to attend all meetings and shall have full voting rights of a member.

FEEES AND SUBSCRIPTIONS

9. (1) A member of the association must, on admission to the association pay a fee determined by the committee.
(2) The fee mentioned in clause (1) will be the annual membership fee and shall be payable prior to the A.G.M (September each year).

- (3) Any person who pays the above mentioned fee after the 1st July shall be granted membership till the following September (14 months)

MEMBERS' LIABILITY

10. The liability of a member of the association to contribute towards the payment of the debts and liabilities of the association or the costs, charges and expenses of the winding up of the association is limited to the amount, if any, unpaid by the member in respect of membership of the association as required by rule 9.

RESOLUTION OF INTERNAL DISPUTES

11. Disputes between members (in their capacity as members) of the association, and disputes between members and the association, are to be referred to a community justice centre for mediation in accordance with the Community Justice Centre Act 1983

DISCIPLINING OF MEMBERS

12. (1) A complaint may be made by any member of the association that some other member of the association :-
- (a) has persistantly refused to or has neglected to comply with a provision or provisions of these rules, or
 - (b) has persistantly and willfully acted in a manner against the interests of the association.
- (2) On recieving such a complaint, the committee :
- (a) must cause notice of complaint to be served on the member concerned, and
 - (b) must give the member at least 14 days from the time of the serving of the notice to make submissions to committee in regards to the complaint, and
 - (c) must take into consideration any submissions made by the member in connection with the complaint.
- (3) The committee may, by resolution, expel the member from the association or suspend the member from membership of the association 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.
- (4) 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 for taking the action and of the members right to appeal under rule 13.
- (5) 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 association confirms the resolution under rule 13 (4), whichever is the later.

RIGHT OF APPEAL OF DISCIPLINED MEMBER

13. (1) A member may appeal to the association in general meeting against a resolution of the committee under rule 12, within 7 days after notice of the resolution is served on the member, by lodging with the secretary a notice to that effect.

of the grounds on which the member intends to rely for the purposes of the appeal.

- (3) On receipt of a notice from a member under clause (1), the secretary must notify the committee which is to convene a general meeting of the association to be held within 28 days after the date on which the secretary received the notice.
- (4) At a general meeting of the association convened under clause (3)
 - (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.
- (5) If at the general meeting the association passes a special resolution in favour of the confirmation of the resolution, the resolution is confirmed.

PART 3

THE COMMITTEE

POWERS OF THE COMMITTEE

14. The committee is to be called the committee of management of the association and, subject to the Act, the Regulations and these rules and to any resolution passed by the association in general meeting:
 - (a) is to control and manage the affairs of the association, and
 - (b) may exercise all such functions as may be exercised by the association, other than those functions that are required by these rules to be exercised by a general meeting of the association, and
 - (c) has power to perform 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 association.

CONSTITUTION AND MEMBERSHIP

15. (1) Subject in the case of the first members of the committee to section 21 of the Act, the committee is to consist of:
 - (a) the office bearers of the association, and
 - (b) 3 other members,each of whom is to be elected at the Annual General Meeting of the association under rule 16.
- (2) The office bearers of the association are to be:
 - (a) the president,
 - (b) the senior vice president,
 - (c) the junior vice president,
 - (d) the treasurer,
 - (e) the secretary,and three others elected:
 - (1) a second junior vice president,
 - (2) the show secretary,
 - (3) the chief steward.being a maximum of eight on the committee of management.
- (3) Each member of the committee is, subject to these rules, to hold office until the conclusion of the A.G.M following the date of the members election, but is eligible for re-election.

- (4) In the event of a casual vacancy occurring in the membership of the committee, the committee may appoint a member to fill the vacancy and the member so appointed is to hold office, subject to these rules, until the end of the A.G.M next following the date of the appointment.

ELECTION OF OFFICERS

16. (1) Nominations of candidates for election as office bearers of the association or as the three other members of the committee:
- (a) must be made in writing, signed by 2 members of the association and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination, and
 - (b) must be delivered to the secretary of the association at least 7 days before the date fixed for the holding of the A.G.M at which the election is to take place.
- (2) If insufficient nominations are received to fill all the vacancies on the committee, the candidates nominated are taken to be elected and further nominations are to be received at the A.G.M.
- (3) If insufficient further nominations are received, any vacant positions remaining on the committee are taken to be casual vacancies.
- (4) If the number of nominations received is equal to the number of the vacancies to be filled, the persons nominated are taken to be elected.
- (5) If the number of nominations received exceeds the number of vacancies to be filled, a ballot is to be held.
- (6) The ballot for the election of office bearers and ordinary members of the committee is to be conducted at the A.G.M in such usual and proper manner as the committee may direct.

SECRETARY

17. (1) The secretary of the association must, as soon as practicable after being appointed as secretary, lodge notice with the association of their address.
- (2) It is the duty of the secretary to keep minutes of:
- (a) all appointments of office bearers and members of the committee,
 - (b) the names of members of the committee present at a committee meeting or a general meeting, and
 - (c) all proceedings at committee meetings and general meetings.
- (3) Minutes of proceedings at a meeting must be signed by the chairperson of the meeting or by the chairperson of the next meeting.

TREASURER

18. It is the duty of the treasurer of the association to ensure:
- (a) that all monies due to the association is collected and received and that all payments authorised by the association are made, and
 - (b) that correct books and accounts are kept showing the financial affairs of the association, including full details of all receipts and expenditures connected with the activities of the association.

CASUAL VACANCIES

19. For the purposes of these rules, a casual vacancy in the office of a member of the committee occurs if the member:

- (a) dies, or
- (b) ceases to be a member of the association,
- (c) becomes an insolvent under administration within the meaning of the Corporations Law, or
- (d) resigns from office by notice in writing given to the secretary, or
- (e) is removed from office under rule 20, or
- (f) becomes a mentally incapacitated person, or
- (g) is absent without consent of the committee from 11 meetings of the committee held during a period of six months.

REMOVAL OF MEMBER

20. (1) The association in general meeting may by resolution remove any member of the committee from the office of member before the expiration of the members 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.
- (2) If a member of the committee to whom a proposed resolution referred to in clause (1) relates makes representations in writing to the secretary or president (not exceeding a reasonable length) and that the representations be notified to the members of the association, the secretary or president may send a copy of the representations to each member of the association or, if the representations are not so notified, the member is entitled to require that the representations be read out at the meeting at which the resolution is considered.

MEETINGS AND QUORUM

21. (1) The committee must meet at least three times in each 12 month period at such place and time as the committee may determine.
- (2) Additional meetings may be convened by the president.
- (3) Oral or written notice of a meeting must be given by the secretary to each member of the committee at least 48 hours (or such other period as may be agreed on by the members of the committee) before the time appointed for the holding of the meeting.
- (4) Notice of a meeting given under clause (3) must specify the general nature of the business to be transacted at the meeting and no other business is to be transacted, except business which the committee members present at the meeting unanimously agree to treat as urgent.
- (5) Any three (3) members of the committee constitute a quorum for the transaction of the business of the committee.
- (6) No business is to be transacted by the committee unless a quorum is present and if, within half an hour of the appointed meeting time, a quorum is not present, the meeting is to stand adjourned to the same place and at the same hour of the same day in the following week.
- (7) If at the adjourned meeting a quorum is not present within half an hour of the time appointed for the meeting, the meeting is to be dissolved.
- (8) At a meeting of the committee:
- (a) the president or, in his absence, the vice president is to preside, or
 - (b) if the president and the vice president are absent or unwilling to act, such other one of the remainder chosen by the members is to preside.

VOTING AND DECISIONS

22. (1) Questions arising at a meeting of the committee are to be determined by a majority vote of members of the committee present at the meeting.
- (2) Each member present at a meeting (including the person presiding) is entitled to one vote only but, in the event of an equality of votes on any question, the person presiding may exercise a second or casting vote.
- (3) Subject to rule 21 (5), the committee may act despite any vacancy on the committee.
- (4) Any act or thing done or suffered, or purported to have been done or suffered, 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.

PART 4

GENERAL MEETINGS

ANNUAL GENERAL MEETINGS

- HOLDING OF

23. (1) With the exception of the first A.G.M of the association, the association must, at least once in each calendar year and within a period of six months after the expiration of each financial year of the association, convene an A.G.M of its members.
- (2) The association must hold its first A.G.M:
- (a) within the period of 18 months after its incorporation under the Act, and
- (b) within the period of 6 months after the expiration of the financial year of the association.
- (3) Clauses (1) and (2) have effect subject to any extension or permission granted by the Commissioner under section 26 (3) of the Act.

ANNUAL GENERAL MEETING

- CALLING OF AND BUSINESS AT

24. (1) The A.G.M of the association is, subject to the Act and to rule 23, to be convened on such a date and at such a place and time as the committee thinks fit.
- (2) In addition to any other business which may be transacted at an A.G.M, the business of an A.G.M is to include the following:
- (a) to confirm the minutes of the last preceding A.G.M and of any special general meeting held since that meeting.
- (b) to receive reports on the activities of the association during the last preceding financial year.
- (c) to elect office bearers of the association and ordinary members of the committee.
- (d) to receive and consider the financial statement which is required to be submitted to members under section 26 (6) of the Act.
- (3) An A.G.M must be specified as such in the notice convening it.

SPECIAL GENERAL MEETINGS

- CALLING OF

25. (1) The committee may, whenever it thinks fit, convene a special general meeting of the association.

- (2) The committee must, on the requisition in writing of at least 5% of the total numbers of members, convene a special general meeting of the association.
- (3) A requisition of members for a special general meeting:
 - (a) must state the purpose or purposes of the meeting, and
 - (b) must be signed by the members making the requisition, and
 - (c) must be lodged with the secretary, and
 - (d) may consist of several documents in a similar form, each signed by one or more of the members making the requisition.
- (4) If the committee fails to convene a special general meeting to be held within one month of that date when the requisition was lodged with the secretary, any one or more of the members who made that requisition may convene a special general meeting to be held not later than 3 months after that date.
- (5) A special general meeting convened by members as referred to in clause (4) must be convened as nearly as is practicable in the same manner as general meetings are convened by the committee and any member who incurs any expense is entitled to be reimbursed by the association for any expense so incurred.

NOTICE

26. (1) If the nature of the business proposed to be dealt with at a general meeting requires a special resolution of the association, the secretary must, at least 21 days before the date of holding the meeting, cause notice to be given to each member on the register of members by pre paid post, specifying time, place and date of the meeting and the nature of the business to be transacted at the meeting.
- (2) No business other than that specified is to be transacted at the meeting except, in the case of an A.G.M. business which may be transacted under rule 24 (2).
- (3) A member desiring to bring any business before a general meeting may give notice in writing to the secretary who must include that business in the notice of business for the next meeting after receipt of the notice from the member.

PROCEEDURE

27. (1) No item of business is to be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time the meeting is considering that item.
- (2) A quorum for the transaction of business of a general meeting shall be five members, (being members entitled under these rules to vote)
- (3) If within half an hour after the appointed time for the commencement a quorum is not present, the meeting is to stand adjourned to the same day in the following week at the same time and at the same place (unless otherwise specified by the person presiding and communicated by written notice to members)
- (4) If at the adjourned meeting a quorum is not present within half an hour after the time of commencement, the members present (being at least three) shall constitute a quorum.

PRESIDING MEMBER

28. (1) The president or, in the absence, the vice president, is to preside as chairperson at each general meeting of the association.
- (2) If the president, or 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

29. (1) 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.
- (2) If a general meeting is adjourned for 14 days or more, the secretary must give oral or written notice of the adjourned meeting to each member of the association stating the place, date and time of the meeting and the nature of the business to be transacted at the meeting.
- (3) Except as provided in clauses (1) and (2), notice of an adjournment of a general meeting or the business to be transacted at an adjourned meeting is not required to be given.

MAKING OF DECISIONS

30. (1) A question arising at a general meeting is to be determined by a show of hands and, unless before or on the declaration of the show of hands a poll is demanded, a declaration by the chairperson that a resolution has, on a show of hands, been carried unanimously or carried by a particular majority or lost, or an entry to that effect in the minute book of the association, is evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against that resolution.
- (2) At a general meeting of the association, a poll may be demanded by the chairperson or by at least 3 other members present in person.
- (3) If a poll is demanded at a general meeting, a poll must be taken:
- (a) immediately in the case of a poll which relates to the election of the chairperson of a meeting or to the question of an adjournment, or
- (b) in any other case, in such a manner and at such a time before the close of the meeting as the chairperson directs,
- and the resolution of the poll on the matter is taken to be the resolution of the meeting on that matter.

SPECIAL RESOLUTION

31. A resolution of the association is a special resolution:
- (a) if it is passed by a majority which comprises at least three quarters of such members of the association as, being entitled under these rules to so do, vote in person at a general meeting of which at least 21 days written notice specifying the intention to propose the resolution as a special resolution was given in accordance with these rules, or
- (b) where it is made to appear to the Commissioner that it is not practicable for the resolution to be passed in the manner specified in paragraph (a), if the resolution is passed in a manner specified by the Commissioner.

VOTING

32. (1) On any question arising at a general meeting of the association a member has one vote only.
- (2) All votes must be given personally.
- (3) 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.
- (4) A member is not entitled to vote at any general meeting unless all money due and payable by the member to the association has been paid, other than the amount of the annual subscription payable in respect of the then current year.

PART 5

MISCELLANEOUS

INSURANCE

33. (1) The association must effect and maintain insurance under section 44 of the Act.
- (2) In addition to the insurance required under clause (1), the association may effect and maintain other insurance.

FUNDS - SOURCE

34. (1) The funds of the association are to be derived from entrance fees and annual subscriptions of members donations, and, subject to any resolution passed by the association in general meeting, such other sources as the committee determines.
- (2) All money received by the association must be deposited as soon as possible and without deduction to the credit of the association's bank account.
- (3) The association must, as soon as practicable after receiving any money, issue an appropriate receipt.

FUNDS - MANAGEMENT

35. (1) Subject to any resolutions passed by the association in general meeting, the funds of the association are to be used in pursuance of the objects of the association in such a manner as the committee determines.
- (2) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments must be signed by two designated members of the committee, being members authorised to do so by the committee.

ALTERATIONS OF OBJECTS AND RULES

36. The statement of objects and these rules may be altered, rescinded or added to only by special resolution of the association.

COMMON SEAL

37. (1) The common seal of the association must be kept in the custody of the public officer.
- (2) The common seal must not be affixed to any instrument except by authority of the committee and the affixing of the common seal must be attested by the signatures either of 2 members of the committee or of 1 member of the committee and of the public officer or secretary.

CUSTODY OF BOOKS

38. Except as otherwise stated by these rules, the public officer or the treasurer must keep in his/her custody or under

his/her control all records, books and other documents relating to the association.

INSPECTION OF BOOKS

39. The records, books and other documents of the association must be open to inspection, free of charge, by a member of the association at any reasonable hour.

SERVICE OF NOTICES

40. (1) For the purpose of these rules, a notice may be served by or on behalf of the association on any member either personally or by sending by post to the member at the member's address shown in the register of members.
- (2) If a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document is, unless the contrary is proved, taken for the purpose of these rules to have been served on the person at the time at which the letter would have been delivered in the ordinary course of post.

THE PUBLIC OFFICER

(1) Must be a resident of New South Wales, at least 18 years of age and of good character.

(2) Is responsible for notifying the Department of any changes in the Association and its financial position.

(3) Must keep a register of the members of the committee of the association.

The register must contain the following particulars:-

- * the names and addresses of each person who is a member of the committee;
- * the date on which the person became a member;
- * and such other particulars as may be prescribed.

The register must be kept at the residential address of the Public Officer of the incorporated association.

Any change in the membership of the committee must be recorded in the register within one month of the change. The position of Public Officer must not be vacant at any time for more than 14 days.

THIS POSITION IS USUALLY HELD BY A SENIOR MEMBER OF THE ASSOCIATION.

