HILLS DOG CLUB INCORPORATED

STANDARD FORM RULES FOR INCORPORATED ASSOCIATIONS AFFILIATED TO THE R.N.S.W.C.C. LTD.

PART I - PRELIMINARY

1. In these Rules, except insofar as the context or subject matter otherwise indicates or requires:

"Application for Membership" includes application for re-admission to membership;

"Associate Member" means a person who has been admitted to the club without voting rights or entitlement to hold office;

"Body" means where the context reasonably admits, a Club, Agricultural or other Society or Association, Company or Group or persons irrespective of whether such body is incorporated or unincorporated;

"Child Member" means a child over the age of seven (7) years but under the age of twelve (12) years who has been admitted to the club in conjunction with one or more adults either in family or dual category;

"Club" refers to the Hills Dog Club Incorporated;

"Commission" means the Corporate Affairs Commission of New South Wales;

"Control" means the Royal New South Wales Canine Council Ltd (hereto referred to as R.N.S.W.C.C. Ltd.);

"Board" means the Board of Directors of the Control;

"Dual Member" means one of any two Members of the one family resident at the same address or one of any two of the persons who are partners in the conduct of a kennel having a kennel prefix in their joint names registered with the Control who has been admitted with the other of such persons as a Dual Member of the Club;

"Family Member" means anyone of several members of the one family resident at the same address;

"Financial Member" means a Member of the Club who is not in default in the payment of his annual subscription or any fees or other moneys payable by him in accordance with the Rules;

"Financial Year" means the financial year of the Club as defined by Rule 84;

"Full Member" means a member who has been accorded all the rights and privileges of membership including voting rights and entitlement to hold office.

"He or Him or Himself" being of a Male Gender mean that where any of these words appear they include any gender;

"Junior Member" means a person over the age of twelve (12) years and under the age of sixteen (16) years who has been admitted as a Member of the Club;

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

"Member" means a person who has been admitted as a Member of the Club and where the context otherwise so admits, shall include a person admitted to any other category of Membership and the word "Member" where the context so admits shall mean and include persons who have been admitted to any category of Membership;

"Member of the Committee" in Rule 36 where the context so admits shall be deemed to include the Office Bearers;

“Meeting” includes Committee, Executive, General, Special General or Annual General Meeting;

"Objects" means the objects of the Club as required by the Act, and the promotion of Registered Canines:

(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 the holding of exhibitions and shows and to conduct exhibitions and shows;

(e) to foster, promote and protect the interests of exhibitors of dogs at exhibitions and shows;

(f) to collect, verify and publish information relating to dogs and the breeding and exhibitions of dogs;

(g) to educate and encourage members, breeders and judges to abide by the requirements and standards approved by Dogs NSW for the conduct of exhibitions and shows;

(h) to promote good fellowship and sportsmanship amongst members and those participating in or attending at exhibitions and shows;

(i) to inform members of 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 shows and for the competition by breeder's and exhibitors of dogs;

(l) to foster relations with other Clubs and bodies having similar aims;

(m) to promote and assist and to make contributions to canine veterinary research and other worthy canine causes;

(n) to invest the funds of the Club not immediately required in such manner the members shall determine;

(o) to promote education for all canines and their owners in order to become good canine citizens and responsible owners;

(p) to carry on such other activities or promote or encourage interest in the breeding, upkeep and training of and the general wellbeing and improvement of all breeds of dogs and to do all such other things as may be necessary or conducive to carry out the objects of the Club.

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

"Office Bearers" means the President, the Vice-Presidents, Treasurer and Secretary for the time being of the Club;

"Period of Membership" in relation to a Member, denotes the twelve (12) months terminating at midnight on 31st December each year for which such Member is for the time being elected to Membership of the Club or such proportion of that term during which his Membership continues;

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

"Provisional Member" means a new applicant to membership of the Club who has paid an entrance fee and subscription but who has not yet been accepted to another category of membership at a General Meeting;

"Published" means the written word distributed by paper document or by electronic data transfer;

"Regulations" means the Regulations made by the Committee with the approval of the Members pursuant to the Rules and from time to time in force;

"Rules" means the Rules of the Club, and where the context so admits, includes a paragraph or subparagraph thereof;

"Secretary" 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; and

"The Act" means the Associations Incorporation Act, 1984.

2. In these Rules:

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

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

3. The provisions of the Interpretation Act, 1897, 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.

4. Words used in the Rules where the context reasonably permits shall have the same meaning as the definition thereof, as set forth in the Constitution and Regulations of the Control.

   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.

Affiliation with the Control

5. (a) The Members by a resolution passed in a General Meeting by majority of not less than three-fourths (3/4ths) of the Members voting in person thereat may direct the Committee to apply for affiliation with the Control.

   (b) Upon the admission of the Club as an affiliate of the Control, the Club and every Member shall be deemed to have agreed with the Control to be bound by the Constitution and Regulations of the Control for the time being in force and at all times to submit to and carry out every determination, finding, decision, requirement or direction of the Control so far as the same shall relate to him or it.

PART II - MEMBERSHIP

Membership Qualifications and Application

6. The Membership of the Club shall be not less than thirty (30) Members having the right to vote at General Meetings of the Club, provided that at all times, one-half (1/2) of the Members shall be persons each of whom is:
   (a) the owner or part owner of a dog; or
   (b) a member of a household, one of whom is the owner or part-owner of a dog.

7. Membership of the Club shall be divided into the following categories:
   (a) Member;
   (b) Associate Member;
   (c) Child Member;
   (d) Dual Member;
   (e) Family Member;
   (f) Junior Member;
   (g) Life Member;
   (h) Provisional Member;

   and every person elected to Membership shall be and be deemed for all purposes to have agreed to be bound by the Constitution and Regulations for the time being in force of the Control and of the Objects and Rules of the Club.

8. An Application for Membership shall be in such form as the Committee may from time to time prescribe and shall be signed by the Applicant and lodged with the Secretary accompanied by payment of such entrance fee and subscription in respect of his category and period of Membership or part thereof, as shall be determined from time to time.

9. The Secretary shall submit such Application to the first General Meeting of Members next succeeding its receipt, and if such Application is approved by a resolution passed by a three-fourths (3/4ths) majority of Members voting in person thereat, the Provisional Member shall thereupon become a Member of the Club. If such Application is not approved by the General Meeting of Members provisional membership shall cease and all monies paid refunded as soon as practicable.

10. A Member may prior to 31st December in each year, make application to the Committee for re-admission as a Member to his category of membership and upon payment of his annual subscription with such application shall be deemed for all purposes to have been re-elected as such a Member. Upon the satisfactory completion of the foregoing, the Secretary will ensure that each new Member receives a copy of the current rules of the Club.

11. A person elected to Membership after 30th June in any year upon payment of one-half (1/2) of the prescribed annual subscription, applicable to the category of Membership to which he is elected, shall be deemed to be a Financial Member for the remainder of the Financial Year.

Termination of Membership

12. A Member shall cease ipso facto to be a Member of the Club:

   (a) Upon the termination of his period of Membership (whether by effluxion of time or otherwise) unless he shall be re-admitted pursuant to Rule 10 as a Member of the Club for a further period of Membership;
   (b) If he resigns by notice in writing addressed to the Secretary;
   (c) If he shall die or become bankrupt or suspend payment or compound with his creditors or be convicted of a felony or misdemeanour;
   (d) If he becomes of unsound mind or a person whose personal estate is liable to be dealt with in any way under the law relating to mental health;
   (e) If his annual subscription for the forthcoming Financial Year has not been paid on or before the third Tuesday in March of that year;
   (f) If pursuant to the Rules, he shall be expelled from the Club; or

(g) If he is convicted of an offence involving cruelty to animals or of an offence committed at an exhibition, show, trial or training.

Register of Members

13. (a) A Register of Members shall be kept by the Committee and shall contain the name and address and the date of admission to and the category of Membership of each member;

(b) The Register of Members shall be kept at the Office of the Club and shall be made available by the Secretary for inspection by a Member at all reasonable times.

Fees

14. 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

15. Subject to the restrictions and limitations prescribed by or pursuant to the Rules, the privileges of a Member shall be:

(a) the right to attend and vote at all General Meetings of the Club;
(b) to submit himself as a candidate for any Office of the Club;
(c) to exhibit at any exhibition, show or trial conducted by the Club and compete for prizes (including trophies) available for Members of the Club.
(d) to participate in training and other activities organised by the Club. Child and Junior Members must be under a level of supervision by a responsible adult as the Members from time to time shall determine.

16. (a) A Junior Member, Provisional Member, Associate Member, Child Member, shall not be entitled to vote or 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.

(b) Provisional Membership shall not entitle a person to be admitted to any other category of Membership without approval of the Club's Members in General Meeting.

Members Liabilities

17. The liability of a Member of the Club to contribute towards the payment of the debts and liabilities of the Club or 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 14.

Disciplining and Conduct of Members

18. A Member, upon election to any category of Membership, shall strictly observe and act in conformity with and not otherwise than in accordance with the Rules and Regulations of the Club and the Constitution and Regulations of the Control and will uphold the honour of and use his best endeavours to further the objects of the Club.

19. A Member shall furnish to the Committee such information within the knowledge of the Member as the Committee may from time to time require and within such time as the Committee may specify in respect of any act or omission on his part or his agent or servant in and about his conduct at any exhibition, show or trial or in respect of any matter dealt with or regulated by the Rules and Regulations of the Club or the Constitution and Regulations of the Control.

20. If called upon to do so by the Committee, a Member shall supply upon statutory declaration duly made by him or his agent or servant as may be determined by the Committee any information required by the Committee pursuant to Rule 19.

21. If upon such enquiry, the Committee is of the opinion that a Member has wilfully infringed any of the Rules and Regulations of the Club or the Constitution and Regulations of the Control or has been guilty of any conduct prejudicial to the Club or to a Member thereof, the Committee may call his attention to such infringement or conduct by a notice in writing addressed to such Member and shall call upon such Member to show cause why he should not be expelled from the Club or have his Membership suspended.

22. If such Member does not within a period of twenty-one (21) days of date of the aforesaid notice, either resign his Membership or offer an explanation of the circumstances, either in person or in writing as he may elect to the Committee at a meeting thereof convened for that purpose, and if such explanation is not acceptable to the Committee, it may recommend to the Members at the first General Meeting thereof convened subsequent to such inquiry that the Member may be suspended from Membership for such period as the Committee may think fit or that the Member shall be entitled to be heard and to give his explanation of the circumstances and to call witnesses on his behalf.

23. (a) If the recommendation of the Committee or an amendment thereof is approved by a resolution passed by a majority of three-fourths (3/4ths) of the Members voting in person thereat, such Member shall forthwith be suspended from Membership or expelled as the case may be, and he shall have no claim whatsoever against the Committee thereof or against any Member so voting. Any Member so dealt with will have the right to appeal to the Board.

Resolution of Internal Disputes

(b) Disputes between Club Members (in their capacity as members of the club) and disputes between Members and the Club are to be referred to a Community Justice Centre for mediation in accordance with the Community Justice Act 1983.

PART III - THE COMMITTEE

Powers, Constitution, Membership

24. There shall be a Committee consisting of the Office Bearers and four (4) but no more than six (6) Members plus Publicity Officer, Show Secretary, Trial Secretary, Chief Instructor, and if appointed, Assistant Secretary, Assistant Treasurer, Registrar, Ground Equipment Officer, Education Officer, and Trophy Stewards.

25. The Committee shall manage and have the entire control of the affairs of the Club subject to and in accordance with the provisions of the Rules.

26. Notwithstanding the foregoing, the Members in General Meeting by resolution passed by a majority of not less than three-fourths (3/4ths) of the Members voting in person thereat, 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 thereat may instruct the Committee in the light of objections expressed by any Member to any such decision to review the decision at its next meeting and make further recommendation to the Members at the next General Meeting thereof.

Meetings of Committee

27. Meetings of the Committee shall be held at such place and time as the Committee from time to time determines.

28. The Secretary or his representative shall attend all meetings of the Committee. The minutes of such meetings signed by the Chairman thereof or by the Chairman of a confirmatory meeting shall be accepted as sufficient evidence of the proceedings of such meeting.

29. (a) The quorum for a Committee Meeting shall be not less than one-half (1/2) of the Members of the Committee either present in person or by use of electronic communication devices.
(b) Not withstanding (a) above, a decision of a committee shall be binding on the Club if made by electronic communication devices and be agreed to by all the Members of the Committee.

30. The Secretary shall call a meeting of the Committee whenever requested to do so by the President or by three (3) members of the Committee.

31. The President, or in his absence, or if he shall be unwilling to act, a Vice-President present or if present he shall be unwilling to act, then a Member of the Committee elected by the Members thereof present in person shall be Chairman of a meeting of the Committee.

32. A Member of the Committee shall not vote in respect of any contract or proposed contract with the Club in which he is interested or in respect of any matter arising thereat and if he does so vote, his vote shall not be counted.

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

34. 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.

35. A Member of the Committee absenting himself from three (3) consecutive meetings without leave of the Committee shall ipso facto cease to be a Member of the Committee, and if an Office Bearer he shall ipso facto also cease to hold his office.

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

Office Bearers

37. The Office Bearers of the Club shall be:
(a) The President
(b) Two (2) Vice-Presidents
(c) The Treasurer
(d) The Secretary

A Member shall not hold more than one (1) such office at any one time.

Duties of the Secretary

38. The Secretary of the Club shall exercise and perform or delegate part thereof from time to time to other Members, all the usual secretarial functions and generally attend to the secretarial work of the Club and in particular shall keep and maintain:
(a) The Register of Members;
(b) A Register of the persons who are appointed by the Members as judges;
(c) Minutes of all proceedings of meetings of the Committee and of the Club;
(d) All necessary records of the affairs of the Club;
(e) A complete record of awards made at all exhibitions, shows and trials conducted by the Club.

Duties of the Treasurer

39. The Treasurer shall:
    (a) receive all monies paid to the Club and accord the same to be paid into the banking account of the Club kept for such purpose.
    (b) keep all necessary books of accounts and financial statements as shall be required by the Auditors;
    (c) prepare the annual balance sheet and accounts and accompanying reports;
    (d) submit financial statements to Members of the Committee and of the Club;
    (e) produce to the Members in General Meeting the cash books and bank statements or passbooks when requested to do so;
    (f) keep vouchers for payments authorised by the Club and Committee; and
    (g) keep a true and correct inventory of all property of the Club.

Election of Office Bearers and Committee

40. The Office Bearers and the Members of the Committee shall be elected annually at the Annual General Meeting. They shall take office at the General Meeting held in the month following the Annual General Meeting. The outgoing Office Bearers will retain office until the General Meeting held in the following month after the Annual General Meeting.

41. All nomination of Members proposed as Office Bearers or as Members of the Committee may be received in writing and/or nominated from the floor at the Annual General Meeting.

42. If there be more than the required number of Members nominated for the election to any office, an election by ballot shall take place, but if there be only the required number, the Chairman shall declare those nominated to be duly elected.

Sub-Committees

43. (a) 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;

    (b) 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 his stead;

    (c) 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 Chairman thereof provided that if a Chairman 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 Chairman.

    (d) 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 the General Meeting.

    (e) Subject to the consent of the Members any such Sub-Committees may co-opt additional Members to assist in its duties.

PART IV - GENERAL MEETINGS

Annual General Meeting - Holding Of

44. (a) The Annual General Meeting of Members of the Club shall be held within 6 months of the end of the Club Financial Year.

(b) The Club shall hold its first Annual General Meeting:
[i] within the period of eighteen (18) months after its incorporation date; and
[ii] within the period of two (2) months after the expiration of the first Financial Year of the Club;

(c) Sub-paragraphs (a) and (b) have effect subject to any extension or permission granted by the Commission under Section 26 (3) of the Act.

Annual General Meeting - Calling Of and Business At

45. The Annual General Meeting of the Club shall, subject to the Act and to Rule 44, be convened on such date and at such place and time as the Committee thinks fit.

46. (1) In addition to any other business which may be transacted at an Annual General Meeting, the business at an Annual General Meeting shall be:

(a) to appoint a Returning Officer and not less than two (2) scrutineers;
(b) to confirm the Minutes of the preceding Annual General Meeting;
(c) to receive and adopt the balance sheets and accounts of the Club and the accompanying reports thereon;
(d) to receive from the Returning Officer or the Chairman pursuant to Rule 42 the result of the ballot for the election of Office Bearers and the Members of the Committee or pursuant to Rule 40, to elect Office Bearers or Members of the Committee;
(e) to appoint an Auditor;
(f) to transact any other business, written notice of which shall have been given to the Members at least seven (7) days prior to the date of such meeting.

(2) The minutes of the Annual General Meeting shall be read at the next General Meeting.

General and Special General Meeting - Calling Of and Business At

47. An General Meeting of the Club shall be held at least bi-monthly upon such day and at such time and at such place as the Members at their preceding meeting shall determine or if not so determined as shall be convened pursuant to the Rules.

48. In addition to any other business which may be transacted at an General Meeting, the business at an 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 the Sub-Committees;
(f) to elect new Members;
(g) to consider and deal with business deferred from the previous meeting;
(h) to consider and deal with Motions of which notice has been given;
(i) to consider and deal with correspondence received since the previous General Meeting;
(j) to receive Notices of Motion;
(k) to consider and deal with Motions of which notice has not been given;
(l) to hear through the Chairman's answers to questions from Members and where appropriate, to deal with the subject matter thereof;
(m) to deal with such other business as the Chairman or the Members may allow.

49. A Special General Meeting shall be convened by the Secretary at the direction of the President or of the Committee or on written request of five (5) Members.

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

51. The quorum at a General Meeting (whether an Annual, General or Special General Meeting), shall be such number being not less than five (5) Members present in person as the Members from time to time shall determine.

52. The President or in his absence or if he shall be unwilling to act, a Vice-President or if there shall not be a Vice-President present, or if present each shall be unwilling to act, then a Member elected by the Members present in person shall be the Chairman of such a Meeting.

Notice of General Meetings

53. Every General Meeting shall be convened by notice given by the Secretary to each Member of the Club specifying the date, time and venue of such meeting. The signature to any such notice may be written, stamped, impressed, typed, printed or by Electronic Data Transfer.

54. At least seven (7) days prior notice shall be given in respect of each such meeting. Provided that with the sanction of a General Meeting one notice containing the particulars required by Rule 53 in respect of each General Meeting to be held during the Financial Year may be sent within the time aforesaid to the Members in the month of February each year or at such other time of the Financial Year in respect of the future General Meetings in that year as a General Meeting may direct. Provided further that a copy of a Notice of Motion received in writing from a Member shall be sent by the Secretary to each Member within the time aforesaid of the General Meeting at which the same is to be dealt with.

55. 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 by Electronic Data Transfer provided that such publication is made and dispatched to the Members not less than seven (7) days prior to the date of the meeting or if it is served upon him personally or if it is sent through the post in a prepaid letter, envelope or wrapper addressed to such Member at the address known to the Secretary. A notice sent to one of a Dual Membership or to one of a Family Membership shall be deemed for all purposes to have been notice to each of such Members.

56. 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.

57. A notice sent by post shall be deemed to have been served from 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.

Adjournment of Meetings

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

59. A General Meeting of Members or a Meeting 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 anyone time, one (1) month.

Procedure at Meetings

60. All questions arising at a General Meeting or at a Meeting of a Committee or of a Sub-Committee, other than questions of order or practice which shall be decided by the Chairman, shall be decided by the majority of votes cast at such meeting and in the case of equality of votes, the Chairman shall have a casting vote. There shall be no proxy voting at General Meetings.

61. 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 Chairman 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 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.

62. The Chairman of a General Meeting or of a 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 thereto;
(b) shall make himself familiar with such Rules and the law and accepted practice relating thereto;
(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 his 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 and Regulations;
(g) shall introduce the items of business in the order set out in the notice convening the meeting or as prescribed by the Rules and shall not change such order without the approval of a resolution of the Members present pursuant to a Motion specifying the change required in such order;
(h) shall close the meeting promptly at the completion of the business to be transacted thereat, or unless the Members shall otherwise determine, the time appointed;
(i) shall not be entitled to take the Chair upon his late arrival at a meeting if some other person has been elected Chairman, due to his absence unless such Chairman 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 Chairman 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 Chairman shall forthwith vacate the Chair and such Member shall become the Chairman for the remainder of the meeting; a Member may propose or second himself as Chairman and may vote for himself;
(k) shall call upon a Member by his name to speak and shall alone determine the order of the 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 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 within 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 shall determine the time and manner of taking it and if it is not possible to take such a 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 a show of hands, may require another vote although he has previously declared the result.

63. A Member present at a meeting:
    (a) shall not address a meeting without first being called upon to do so by the Chairman;
    (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 Chairman;
    (c) proposing a Motion or an amendment to a Motion, shall state its nature before so addressing the meeting;
    (d) shall resume his seat immediately upon the conclusion of his remarks or if the Chairman rises or proceeds to speak or when called upon by the Chairman so to do;
    (e) shall not discuss or challenge a decision of the Chairman 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 his seat whilst the Member so moving if heard and the point of order determined whereupon if the decision is in his favour, the speaker may proceed with his subject;
    (g) may at any time rise and address the Chairman on a point of order, but shall at once state so and confine his remarks to the point of order raised; a point of order shall be taken immediately if it is raised;
    (h) shall not speak more than once on a Motion, except as the mover thereof.

64. 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 he has authorised some other Member to move it on his behalf.

65. A Motion may be moved or seconded by the Chairman or by a Member.

66. Upon a Motion being moved and seconded, the Chairman shall allow debate thereon as prescribed by the Rules and at the close of such debate shall put the Motion to the meeting.

67. Upon a Motion being put to the meeting and carried by the requisite majority of the Members, it shall become a resolution of the meeting and be recorded accordingly.

68. The mover or seconder of a Motion shall not move or second an amendment to it, but shall be entitled to speak upon amendment and to vote in favour of it.

Notice of Motion

69. (a) A Member desiring to bring any business before a General Meeting may give notice in writing of that business to the Secretary who shall include that business in the next notice calling a General Meeting given after receipt of the notice from the member.

    (b) Where Notice of 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.

70. A Motion for amendment shall not be accepted by the Chairman which is or tends to be or would have the effect of being a negative of the Motion intended to be amended

71. 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.

72. 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.

73. The mover of a Motion of amendment shall not have the right to reply after the debate thereon.

74. A Motion for amendment shall be put to the meeting before the original Motion is put.

75. 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.

76. 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 in another meeting on due notice being given in accordance with the Rules.

77. If a Member who is entitled to attend and vote at a General Meeting of Members or at a meeting of a Committee or Sub-Committee is denied admittance to such meeting, or if during such meeting he is removed or compelled to leave the meeting other than for good and sufficient reason as provided by the Rules, all business conducted thereat shall be void and of no force or effect as though such meeting had not been held.

78. Special Resolution

(a) A resolution of the Club is a Special Resolution if it is passed by a majority which comprises not less than three-fourths (3/4ths) of such Members of the Club as, being entitled under these Rules so to do, vote at a General Meeting of which not less than twenty-one (21) days written notice specifying the intention to propose the resolution as a Special Resolution is given in accordance with these Rules;

(b) A resolution of the Club is a Special Resolution where it is made to appear to the Commission that it is not possible or practicable for the resolution to be passed in the manner specified in sub-paragraph (a) – the resolution is passed in a manner specified by the Commission.

(c) Voting on a Special Resolution must be as per clause 103 (c).

PART V - MISCELLANEOUS

Insurance

79. (a) The Club shall effect and maintain insurance pursuant to Section 44 of the Act.

(b) In addition to the insurance required under sub-paragraph (a), the Club may effect and maintain other insurance.

Funds - Source

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

(b) All money received by the Club shall be recorded and deposited as soon as practicable to the credit of the Club's Bank Account.

(c) The Club shall issue a receipt for all monies where appropriate.

Funds - Management

81. (a) Subject to any resolution passed by the Club in General Meeting the funds of the Club shall be used in pursuance of the Objects of the Club in such manner as the Members determine.

(b) All cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by the Treasurer and or the Assistant Treasurer and any one of the Office Bearers of the Association, being Members or employees authorised to do so by the Committee.

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(c) All monies payable on behalf of the Club amounting to $200 or upwards can be paid by cheque or B pay and Electronic Data Transfer with the exception of prize money.

(d) That the club have a bank account suitable for paying the club's expenses through internet banking facilities, with the Treasurer, or any person selected by the Executive and approved at a General Meeting of Members, having sole signing responsibilities. Funds not to exceed $5000 or any lesser amount agreed upon from time to time by a General Meeting and to be replaced by a cheque from the main Bank Account of the Club on receipt of a statement of payments by the Treasurer/ nominated person.

(e) That the club have an internet savings account linked to the main bank account.

Alteration of Objects and Rules

82. Subject to the prior written consent of the Control being first obtained, the Statement of Objects and Rules may be altered, rescinded or added to only by a Special Resolution of the Club.

Common Seal

83. (a) The Common Seal of the Club shall be kept in the custody of the Public Officer.

(b) The Common Seal shall not be affixed to any instrument except by the authority of the Committee and the affixing of the Common Seal shall be attested by the signatures either of two Members of the Committee or of one Member of the Committee and of the Public Officer or Secretary.

Financial Year

84. The Financial Year of the Club shall commence on the 1st day of January in each year, and terminate on the 31st day of December that year.

Show Secretary

85. The Members may appoint a Show Secretary and his duties shall be determined by the Members in General Meeting. Provided that the Show Secretary shall keep in lieu of the Secretary the register and records requested to be kept pursuant to Rule 38 (b) and (e) respectively.

Trial Secretary

86. The Members may appoint a Trial Secretary and his 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 Rule 38 (b) and (e) respectively.

Publicity Officer

87. The Members may appoint a Publicity Officer who shall adopt the editorial policy of the Club and his duties shall be determined by the Members in General Meeting.

Chief Instructor

88. The Members may appoint a Chief Instructor and his duties shall be determined by the Members in General Meeting.

Grounds Equipment Officer

89. The Members may appoint a Grounds Equipment Officer and his duties shall be determined by the Members in General Meeting.

Education Officer

90. The Members may appoint an Education Officer and his duties shall be determined by the Members in General Meeting.

Registrar

91. The Members may appoint a Registrar and his duties shall be determined by the Members in General meeting.

Audit and Auditor

92. (a) 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 a decision of the Committee.

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

(c) A person shall not be appointed to act as Auditor of the Club:

(i) if he is not a registered Auditor as defined by the Companies (NSW) Code: or
(ii) if he is an Office Bearer or a Member of the Committee or an employee of the Club.

Patron

93. The Members at the Annual General Meeting may elect until otherwise determined by them not more than three (3) persons to be patrons of the Club who shall hold office until the close of the next succeeding Annual General Meeting. A patron shall be entitled to attend a General Meeting of the Club and by invitation of the President to address the Members thereat, but unless he is a Member he shall not be entitled to enter into debate on any matter before the meeting or to vote thereat.

Club Newsletter

94. The Members in General Meeting by a resolution passed by a simple majority of those voting in person thereat may authorise the publication of a Club Newsletter under such name and subject to such terms and conditions and containing such subject matter as the Members may determine as aforesaid from time to time.

Shows

95. The Club may conduct from time to time (either alone or in conjunction with any other Club or body) in accordance with the Constitution and Regulations for the time being in force of the Control, exhibitions, shows and trials.

Judges

96. 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 by the Control who may be invited to officiate at such exhibitions, shows or trials conducted as aforesaid. At least one (1) months notice shall be given to the Members of the intention to elect judges at such General Meetings and the notice shall specify the shows for which such judges are to be appointed.

Records and Accounts

97. (a) The Committee shall keep or cause to be kept true accounts of all monies received, of all payments made by or on behalf of the Club and of all assets and liabilities, the manner in which income and expenditure of the Club has been dealt with which at all times shall show the true financial position of the Club.

(b) Except as otherwise provided by these Rules, the Public Officer shall keep in his custody or under his control all records, books and other documents relating to the Club.

Inspection of Books

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

Service of Notices

99. (a) Except as otherwise provided by these Rules, a notice may be served by or on behalf of the Club upon any Member either personally or by sending it by post or Electronic Data Transfer to the Member at the Member's address shown in the Register of Members.

(b) Except as otherwise provided by these Rules, where a document is sent to a person by properly addressing, prepaying and posting to the person a letter containing the document, the document shall, unless the contrary is proved, be deemed for the purposes 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.

(c) Particulars of a Special Resolution and voting form shall be sent to each Member at least (21) days prior to the General Meeting at which the Special Resolution is to be voted on and must be returned to the Secretary or Returning Officer no later than 4.30pm Friday prior to the Meeting.

Regulations

100. Subject to the Objects and Rules, 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 shows, exhibitions and trials;
(d) the granting of awards and prizes at such shows, exhibitions and trials;
(e) the manner and procedure dealing with protests and objections made at shows, exhibitions and trials;
(f) meetings of Members and of Committees;
(g) the publication of a newsletter.

101. The regulations shall be read and construed subject to the provisions for the time being of the Rules of the Club, and of the Constitution and Regulations of the Control.

Surplus Property

102. (a) At the first General Meeting of the Club, it may pass a Special Resolution nominating an association (whether or not incorporated under the Act) as the association in which it is to vest its surplus property pursuant to Section 53 (2) of the Act in the event of the winding up or the cancellation of the incorporation of the Club.

(b) The association so nominated shall be one which fulfils the requirements specified in Section 53 (2) (a) to (c) of the Act.

Part V- Miscellaneous

103. Voting

(a) On any question arising at any General Meeting of the Club, a full financial Member has one vote only;

(b) All votes must be given personally for Motions, Notice of Motions at a General Meeting;

(c) Voting on Special Resolutions must be given personally, by post or electronic data transfer (as per Rule 99 (c);

(d) In the case of an equality of votes on a question at any Meeting, the Chairperson of the Meeting is entitled to exercise a second or casting vote.

HILLS DOG CLUB INCORPORATED

Appendix: The notice of postal votes is to be in the form set out in Appendix 1 to these rules and given to the Secretary or Returning Officer appointed by the Committee no later than 4.30pm on the Friday prior to the Meeting.

appendix 1

POSTAL VOTING FORM for the Meeting dated .....

I ..... (full name of Member).

.....

..... (address of Member)

Post to: The Postal Voting Officer, 56/159 Ridgecrop Drive Castle Hill 2154 or sign, scan and email to **secretary@hillsdogclub.com**

Postal votes must be received by the Secretary no later than 4:30 pm Friday prior to the meeting.

Mark choice with an X

MOTION	WORDING	FOR	AGAINST
	MOVED BY:		

Rationale for the Motion:

Member's Signature .....

* *