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Constitution

of

Hills Dog Club Inc.

Registration No: Y0993937

Hills Dog Club Inc. bases its Constitution on a template that was originally developed and amended by Dogs NSW in December 2020.

Proposed/Draft Constitution

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Disclaimer: *This publication must not be relied on as legal advice. For more information please refer to the appropriate legislation or seek independent legal advice.*

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1) Constitution of Hills Dog Club Inc.

a) There is hereby constituted a Canine Association with a Constitution and Membership as herein provided which is herein called “the Association”.

b) The name of the Association shall be Hills Dog Club Incorporated (e.g. “The Club”).

PART 1. DEFINITIONS

Act	Refers to the Associations Incorporation Act (NSW) 2009.
ANKC Ltd	Australian National Kennel Council Limited.
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.
Association (The)	Means The Hills Dog Club Inc.
Authorising Signatories	Means the Public Officer, President, Secretary and Treasurer of The Club.
Body	Means where the context reasonably admits, The Club, Agricultural or other Society or Association, Company or Group of persons.
Constitution	Means the Constitution for the time being of The Club.
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 (1) or more adults either in family or dual membership category.
Communication	Means verbal or written word and in online spaces (including Club-managed social media platforms, website etc).
DOGS NSW	Means the Royal New South Wales Canine Council Ltd.
Dual Member	Means one of any two (2) Members of the one family resident at the same address or one of any two (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.
Family Member	Means anyone of several Members of one (1) family resident at the same address.
Financial Member	Means a Member of The Club who shall not be in default in the payment of their Annual Membership or any fees or other monies payable by them in accordance with the Constitution.
Financial Year	Means the financial year of The Club shall commence on the 1st day of January in each year and terminates on the 31st December that year.
Full Member	Means a Member who has been accorded all the rights and privileges of Membership including voting rights and entitlement to hold office.

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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 with parental consent.
Life Member	Means a Member who has been admitted to The Club as a Member for life, and who meets the criteria for life Member, whether upon payment or without payment of a Membership 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 approved at the **General Meeting**.
Member of the Committee	Where the context so admits shall be deemed to include the office bearers.
Objects	Means the objects as required by DOGS NSW in **Rule 2**.
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 the 31st December 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.
Provisional Member	Means a Member who has lodged and paid a joining fee in respect of the category and period of Membership or part thereof, but has not been put forward for acceptance at a **General Meeting**.
Public Officer	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.
Published	Means the written word distributed by paper document or by electronic communication.
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.
Rule	Means a provision of the Constitution and where the context so admits, includes a paragraph or sub-paragraph thereof.
Secretary	a) Means the 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 b) If no such person holds that office - the Public Officer of The Club.
Special General Meeting	Means a **General Meeting** of The Club other than an **Annual General Meeting.**

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Writing	means: a) Unless the contrary intention appears, "writing" and "written" mean any representation of words, symbols, or information in a visible, readable, and reproducible form. This includes physical printing, facsimile transmissions, electronic mail (email), and any other recognised digital or electronic means of communication that allows the recipient to view, store, and retrieve the text clearly. b) words and expressions used in this Constitution and any associated regulations shall, where the context reasonably permits, have the same meaning as defined in the *Constitution And Regulations Of Dogs Nsw*. (The Royal New South Wales Canine Council Limited). c) All provisions within this Constitution shall, where the context reasonably permits, be interpreted in accordance with the *Associations Incorporation Act (Nsw) 2009* and any regulations made under that act. d) The provisions of the *Interpretation Act 1987* apply to and in respect of this Constitution in the same manner as if this Constitution were an instrument made under that act.

2) Objects

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, Shows, competitive Trials and dog sports.

e) To foster, promote and protect the interests of exhibitors of dogs at Exhibitions and Shows.

f) To collect, verify and publish information relating to dogs and the breeding and Exhibition of dogs.

g) To educate and encourage Members, breeders and judges to abide by the requirements and standards approved by DOGS NSW for the conduct of Exhibitions and Shows.

h) To promote good fellowship and sportsmanship amongst Members and those participating in or attending at Exhibitions and Shows.

i) To inform Members of 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 breeders and exhibitors of dogs.

l) To foster relations with other Associations and bodies having similar aims.

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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.

p) To promote education for all canines and their owners in order to become good canine citizens and responsible owners.

3) Affiliation With Dogs NSW

a) The Members by a resolution passed in a **General Meeting** by a majority of not less than three-fourths (75%) of the Members voting in person thereat may direct the Committee to apply for affiliation with DOGS NSW.

b) 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.

PART 2. MEMBERSHIP QUALIFICATION

4) The Membership of The Club shall be:

a) Not less than ten (10) Financial Members having the right to vote at General Meetings of The Club providing that at all time, each of those ten (10) Financial Members are:

i) A financial Member of DOGS NSW; and

b) Those ten (10) Financial Members of DOGS NSW own a dog registered on an ANKC National Register.

5) A person is qualified for Membership of The Club if accepted under **Rule 8(b).**

6) Classification of Members

a) Membership of The Club shall be divided into the following categories:

i) Member
ii) Associate Member
iii) Child Member
iv) Dual Member
v) Family Member
vi) Junior Member
vii) Life Member
viii) Provisional Member

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b) and every person elected to Membership shall be and be deemed for all purposes to have agreed to be bound by the Rules, Regulations and Code of Conduct for the time being in force of DOGS NSW and of The Club.

7) Register of Members

a) The Club must establish and maintain a Register of Members of The Club. The register must specify the following details for each Member:

i) Full name
ii) Residential address
iii) Email address (if any)
iv) The date on which the person became a Member
v) The category of Membership held

b) The Register of Members must be kept in New South Wales:

i) At the main premises of The Club, or
ii) If The Club has no premises, at The Club's official address.

c) 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.

d) 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.

e) A Member must not use information about a person obtained from the register to contact or send material to the person, other than for:

i) 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
ii) Any other purpose necessary to comply with a requirement of the Act or the Regulation.

8) Application for Membership

a) 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 joining fee and Membership in respect of their category and period of Membership or part thereof.

b) As soon as practicable after receiving a nomination for Membership,the completed Membership forms shall be submitted to the first **General Meeting** of Members, and if such Membership is approved by a resolution passed by a three-fourths (75%) 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.

c) A Member may prior to 31st December 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

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Membership with such application shall be deemed for all purposes to have been re-elected as such a Member.

d) A person elected to Membership after 30th June in any year upon payment of one-half (50%) of the prescribed Annual Membership, applicable to the category of Membership to which they are elected, shall be deemed to be a Financial Member for the remainder of the financial year.

9) Termination of Period of Membership

a) A Member shall *cease ipso facto* to be a Member of The Club:

i) Upon the termination of their period of Membership (whether by expiry or otherwise) unless they shall be re-admitted pursuant to **Rule 8(c)** as a Member of The Club for a further period of Membership.

ii) If they resign by notice in writing addressed to the Secretary.

iii) If they shall die or become bankrupt or suspend payment or compound with their creditors or be convicted of a criminal conviction.

iv) If their Annual Membership for the forthcoming Financial Year has not been paid on or before the third Tuesday in March of that year.

v) If pursuant to the Constitution, or the Code of Conduct, they shall be expelled from The Club.

vi) If a Member is 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, Show or Trial.

vii) If, in the opinion of the Committee, they are guilty of acting in a manner which is detrimental to the aims, rules or objects of The Club.

viii) If they are suspended or disqualified from Membership of DOGS NSW or any other ANKC Ltd Member body.

10) Membership Entitlements Not Transferable

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

i) Is not capable of being transferred or transmitted to another person, and
ii) Terminates on cessation of the person's Membership.

11) Fees

a) The Members in **General Meeting** at any time and from time to time may fix the amount of the Annual Membership 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 Membership or Joining Fee must be by notice of motion and included on the notice paper for decision by the Members at the next **General Meeting**.

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12) Privileges of Membership

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

i) The right to attend and vote at all **General Meetings** of The Club.
ii) To submit themself as a candidate for any Office of The Club.
iii) To receive any publication or communication issued by The Club.
iv) To exhibit at any Exhibition, Show or Trial conducted by The Club and compete for prizes (including trophies) available for Members of The Club provided the Awards criteria is met.
v) To participate in training and other activities organised by The Club. Child and Junior Members under the direct supervision of an adult or guardian as the Members from time to time shall determine.
vi) Only current Financial Members of The Club are entitled to train at training sessions and take part in activities for Association Members only.
vii) Guests may train on a casual basis at the discretion of the Committee, as long as they are Members of their state's or country's governing body.

b) 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.

c) 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**.

13) Members Liabilities

a) 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 11(a).**

14) Conduct of Members

a) 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. For the avoidance of doubt, conduct prejudicial to the interests of The Club includes:

i) A publicly denigrating, defaming, or harassing The Club, its Committee, or its Members in person or on social media.
ii) Unseemly conduct, intimidation, or verbal or physical abuse at any Club or DOGS NSW event. or
iii) Any act of animal cruelty or neglect as defined by NSW law or DOGS NSW regulations.

15) Disciplining of Members

a) A complaint may be made to the Committee by any person that is a Member of the Club:

i) Has refused or neglected to comply with a provision or provisions of this Constitution or the Club's code of conduct.

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ii) Has wilfully acted in a manner prejudicial to the interests of The Club.
iii) Or involves acts of harassment, bullying, intimidation, defamation or brings The Club into disrepute.

b) The Executive Committee must conduct a preliminary assessment of the complaint. They may refuse to deal with a complaint if it considers the complaint to be trivial, vexatious, or lacking in substance. A formal disciplinary process will only commence if the Committee resolves that there is a *prima facie case* (a case to answer) against the Member.

c) If a complaint involves serious safety concerns, such as physical violence, animal cruelty or reportable matters about child safety at a Club event the following steps will be taken:

i) A Member of the Executive Committee will contact the necessary authorities.
ii) The Executive Committee may, by a two-thirds (2/3rd) majority vote, immediately suspend the Member(s) from attending The Club grounds and events.
iii) This interim suspension is a safety measure, does not mean the Member is guilty, and will automatically end after twenty-eight (28) days or when the hearing is finished, whichever comes first.

d) If the Committee decides there is a case to answer, they must appoint an independent disciplinary Sub-committee of three (3) people to hear the matter. To ensure a fair hearing free from bias:

i) No one on this Sub-committee can be the complainant, the respondent, a witness, or have any personal conflict of interest or bias.
ii) No Member of the Committee who participated in the preliminary assessment of the complaint under **Rule 15(b)** may sit on the disciplinary Sub-committee.
iii) All Sub-committee Members must sign a conflict of interest declaration before the hearing.

e) The Sub-committee:

i) Must cause notice of the complaint to be served on the Member concerned, and
ii) Must give the Member at least fourteen (14) days from the time the notice is served within which to make submissions in connection with the complaint, and
iii) Must provide the Member with copies of all written complaints, witness statements, and any other evidence that the Sub-committee will consider, and
iv) Must allow the Member to bring a support person to the meeting (who is not a practicing lawyer, and who acts as an observer/assistant rather than an advocate, unless the Sub-committee permits otherwise), and
v) Must take into consideration any submissions made by the Member in connection with the complaint.

f) The Sub-committee findings will be provided to the Executive Committee who then 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, it is satisfied on the balance of probabilities that the facts alleged have been proved and the expulsion or suspension is warranted.

g) The Executive Committee's outcome is to be presented to the Committee for their consideration and determination.

h) If expulsion or suspension has been determined an Executive Committee Member must, within seven (7) days after the action is taken, provide the Member with written notice of what decision was made, including reason for the decision, and give the Member a right of appeal under **Rule 16(a).**

i) The expulsion or suspension does not take effect:

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i) Until the expiration of the period within which the Member is entitled to appeal against the resolution concerned, or
ii) If within that period the Member exercises the right of appeal, unless and until the appeal is determined under **Rule 16(c)**, whichever is the later.

16) Right of Appeal of Disciplined Member

a) A Member may appeal against a resolution under **Rule 15(f)** within seven (7) days after notice of the resolution is served on the Member, by lodging with the Secretary a written notice to that effect stating the grounds for their appeal.

b) To prevent disruption to The Club's **General Meetings** and avoid a highly politicised forum, the appeal will not go to a **General Meeting** of the Members. Instead, the Committee must appoint an independent appeals panel of three (3) people who have had no involvement in the complaint, the preliminary assessment, or the original hearing.

c) At the appeal meeting:

i) The independent appeals panel will review the records, minutes, and decisions of the original hearing, and
ii) The Committee and the Member must be given the opportunity to state their cases in writing, and
iii) The independent appeals panel may confirm, change, or drop the penalty.

d) The Committee and Sub-committee Members who act in good faith under these rules will not be personally liable for their decisions, and The Club must securely archive all records of the disciplinary and appeal proceedings for a minimum of seven (7) years.

17) Resolution of Disputes

a) If a dispute has not been resolved at the Club level the following will apply:

i) 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 an appropriate mediation service. If a free mediation service is not able to be located, then each party will be responsible for paying their own legal costs, unless it is proved that The Club was liable in the complaint.

ii) If a dispute is not resolved by mediation within three (3) months, the dispute is to be referred to arbitration.

iii) The *Commercial Arbitration Act 2010* applies to any such dispute referred to arbitration.

PART 3. THE COMMITTEE

18) Constitution of the Committee

a) 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 Chief Instructor, Assistant Secretary, Assistant Treasurer, Registrar, Ground Equipment Officer, Education Officer, and Trophy Stewards.

b) To qualify as an Office Bearer, an individual must be a full financial Member of the Club, a Member or Associate Member of DOGS NSW, at least eighteen (18) years of age, and a

resident of New South Wales. Additionally, no Office Bearer may hold more than one Executive Committee position at any given time.

c) Each Member of the Committee is, subject to this Constitution and The Club's Code of Conduct, to hold office until the conclusion of the **Annual General Meeting** next following the date of the Member's election, but is eligible for re-election.

d) The Committee may from time to time appoint additional Committee Members as the need arises.

19) Functions and Powers of the Committee

a) The Committee:

i) Subject to the Act, the Regulation, this Constitution, The Club's Code of Conduct and to any resolution passed by The Club in a **General Meeting**, the Committee:

(1) Will control and manage the affairs of The Club.
(2) May exercise all such functions as may be exercised by The Club, other than those functions that are required by this Constitution to be exercised by a **General Meeting** of Members of The Club.
(3) 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 Club.
(4) Notwithstanding the foregoing, the Members in **General Meeting** by 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 thereat may instruct the Committee in the light of objections expressed by any Member to any such decision to review the decisions at its next meeting and make its further recommendation to the Members at the next **General Meeting** thereof.

20) Election or Appointment of Committee Members

a) 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 35(c).**

21) Terms of Office of Committee Members

a) The term of office shall be for a period of twelve (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 twelve (12) month term.

b) Within fourteen (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.

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22) Grounds on which or reasons for which the office of Committee Members is to become vacant

a) 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.**

b) Resignations from Committee Members must be in writing to a Member of the Executive Committee.

c) In the event of a Committee Member failing to attend three (3) consecutive meetings without leave of the Committee, that Member shall cease to be a Member of the Committee and if an Office Bearer shall cease to hold their office.

23) Meetings Procedure and Quorum of the Committee

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

b) 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.

c) Written notice of a meeting of the Committee shall be given by the Secretary to each Member of the Committee at least forty-eight (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.

d) Notice of a meeting given under **Rule 23(a)** 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.

e) 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, provided the technology is available.

f) Not withstanding **Rule 23(a)**, 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.

g) No business shall be transacted unless a quorum is present and if within thirty (30) minutes of the time appointed for the meeting a quorum is not present, the meeting stands adjourned.

h) A **Committee Meeting** may be held at two (2) or more venues using any technology that gives each of the Committee Members a reasonable opportunity to participate, provided the technology is available.

i) 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 meetings.

j) Questions arising at a meeting of the Committee shall be determined by a majority of the votes of the Committee.

k) 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.

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l) 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.

m) All acts done by any meeting of the Committee thereof or of a Sub-committee appointed by the Members or by any person acting as a Member of the Committee or of a Sub-committee notwithstanding that it is afterwards discovered that there was some defect in the appointment of the Committee and/or 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.

n) 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.

24) Delegation by Committee to Sub-committee

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 their stead.

c) 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**.

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

e) 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.

f) 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.

g) Despite any delegation under this Rule, the Committee may continue to exercise any function delegated.

h) 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.

i) The Committee may, by instrument in writing, revoke wholly or in part any delegation under this Rule.

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j) A Sub-committee may meet and adjourn as it thinks proper and report to the Committee.

25) Voting and Decisions at Committee and Sub-committee Meetings

a) 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.

b) 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 one (1) vote but, in the event of an equality of votes on any question, the person presiding may exercise a second (2nd) or casting vote.

c) Subject to **Rule 23(g)**, the Committee may act despite any vacancy on the Committee.

d) 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.

26) Election of Officer Bearers and Committee

a) 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 Meetin**g at which they are elected.

b) Nominations 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**.

c) If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed elected and further nominations shall be received at the **Annual General Meeting.**

d) If insufficient further nominations are received any vacant positions remaining on the Committee, shall be deemed to be casual vacancies.

e) 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.

f) Forthwith after the appointment of the Returning Officer and the scrutineers, the Returning Officer shall count or cause to be counted by the said scrutineers the votes as recorded on the voting papers so received at The Club's Office. Such votes shall be counted in the presence of the President or of one of the Vice-Presidents and of any person or persons standing for election who may attend.

g) The Returning Officer shall declare the result of the ballot immediately after the votes have been counted, and announce the number of votes polled by each candidate, and in the event of an equality of votes in favour of any candidate which could affect the election of a candidate, the Members at the **Annual General Meeting** shall elect one (1) of such candidates to fill the vacancy for which they were nominated by a Resolution passed by a simple majority of Members present and voting thereon. The Returning Officer shall deliver all ballot papers so counted to the Secretary in a sealed envelope who shall keep the same for a

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period of ninety (90) days from the date of the Meeting.

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

27) Removal of a Member of the Committee

a) Members in a **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.

b) Where a Member of the Committee to whom a proposed resolution referred to in **Rule27(a)** relates makes representations in writing to the Secretary or 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 Secretary or 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.

28) Duties of Secretary

a) The Secretary of The Club shall exercise and perform all usual secretarial functions and in particular:

i) Must, as soon as practicable after being appointed as Secretary, lodge notice with The Club of their address.
ii) It is the duty of the Secretary to keep minutes of:

(1) All appointments of office-bearers and Members of the Committee.
(2) The names of Members of the Committee present at a **Committee Meeting** or a **General Meeting**.
(3) All proceedings at **Committee Meeting** and **General Meetings**.

iii) Minutes of proceedings at a meeting must be signed by the Chairperson of the meeting or by the Chairperson of the next succeeding meeting.
iv) Ensure that copies of all required documentation is provided to the Public Officer for official reporting under the Act.
v) All necessary records of the affairs of The Club.

29) Duties of Treasurer

a) The Treasurer shall ensure that:

i) 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.
ii) 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.
iii) A true inventory of all property of The Club is kept.
iv) Prepare the annual balance sheet and accounts and accompanying reports.

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v) Financial records are prepared according to Australian Accounting Standards.
vi) Financial records are audited according to Australian Auditing Standards.
vii) 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 NSW Fair Trading (administered by the Commissioner for Fair Trading) within one month following the **Annual General Meeting.**
viii) All money due to The Club is collected and received.
ix) Funds of The Club are managed in accordance with **Rules 54(a), 54(b), 54(c), 55(a) and 55(b).**

x) Produce to the Members in **General Meeting** the cash books and bank statements when requested to do so.

30) Appointment of Public Officer

a) The Club must appoint a Public Officer at each **Annual General Meeting.**

b) The Public Officer must be a person who is aged eighteen (18) years or more and is ordinarily resident in New South Wales.

c) The position of Public Officer may, but need not be, held by a Committee Member.

d) The Public Officer's acts are valid despite any defect in their appointment.

e) Within twenty-eight (28) days after taking office as The Club's Public Officer, that person must notify NSW Fair Trading (administered by the Commissioner for Fair Trading) in the approved form of:

i) Person's full name and date of birth; and
ii) The person's address at which the person can generally be found; and
iii) The fact that the person has taken office as Public Officer of The Club.

f) If there is any change in the address of the Public Officer of The Club, the Public Officer must notify NSW Fair Trading (administered by the Commissioner for Fair Trading) in the approved form, of the new address, within twenty-eight (28) days after the change occurs.

31) Vacancy of Public Officer

a) The Club's Public Officer vacates office in the following circumstances:

i) If they pass away; or
ii) If they resign the office in writing addressed to The Club's Committee;
iii) If they are removed from office by resolution of a **General Meeting** of the Association;
iv) If they become bankrupt, applies 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;
v) If they cease to ordinarily reside in New South Wales;
vi) In such other circumstances as the Constitution of The Club may provide.

b) Within 14 days after vacating office, a former Public Officer of the Association must ensure that all documents in their possession that belong to the Association are delivered to a Committee Member of The Club.

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c) The Club's Committee must fill any vacancy in the office of Public Officer within twenty-eight (28) days after the vacancy arises.

32) Register of Committee Members

a) An Association must keep a register of Committee Members in accordance with this section.

b) The register must contain the following particulars in relation to each Committee Member:

i) The Committee Member's name, email address and residential address,
ii) The date on which the Committee Member takes office,
iii) The date on which the Committee Member vacates office,
iv) such other particulars as may be prescribed by the regulations.

v) The register must be kept in New South Wales:

(1) At the main premises of The Club, or
(2) If The Club has no premises, at The Club's official address.

vi) Any change in the Committee's Membership must be recorded in the register within one month after the change occurs.

vii) The register must, at all reasonable hours, be kept available for inspection, free of charge, by any person, provided written consent has been given by such Members.

PART 4. MEETINGS

33) The quorum at a 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.

34) The President or in their absence or if they 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 Chairperson of such a Meeting.

35) Annual General Meetings - Holding of, Calling of and Business at

a) With the exception of the first **Annual General Meeting** of The Club, The Club must, at least once in each calendar year and within the period of six (6) months after the expiration of each financial year of The Club, convene an **Annual General Meeting** of its members.

b) The **Annual General Meeting** of The Club, subject to the Act and to **Rules 35(a)** is to be convened on such date and at such place and time as the Committee thinks fit.

c) 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:

i) To appoint a Returning Officer and not less than two (2) scrutineers.
ii) To confirm the minutes of the last preceding **Annual General Meeting** and of any **Special General Meeting** held since that meeting,
iii) To receive from the Committee reports on the activities of The Club during the last preceding financial year, to elect office bearers of The Club, ordinary members of the

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Committee and the Public Officer, to elect not more than three (3) patrons who are be appointed for one year,

iv) To receive and consider the audited financial statements which are required to be submitted to members, to appoint an approved auditor.

v) 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.

vi) The minutes of the **Annual General Meeting** shall be read at the next **General Meeting**.

d) An **Annual General Meeting** must be specified as such in the notice convening it.

36) Special General Meetings - Calling of

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

b) A requisition of Members for a **Special General Meeting**:

i) Must state the purpose or purposes of the meeting, and
ii) Must be signed by the Members making the requisition, and
iii) Must be lodged with the Secretary, and
iv) May consist of several documents in a similar form, each signed by one or more of the Members making the requisition.

c) 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.

37) General Meeting of Members

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

b) The business of a General **Meeting** shall be:

i) To note apologies for non-attendance.
ii) To confirm the Minutes of the preceding General Meeting.
iii) To transact business arising out of such Minutes.
iv) To receive the reports of the Committee, the Secretary and the Treasurer and any other such reports as may be required to be given.
v) To receive the reports of Sub-committees.
vi) To accept new Members.
vii) To consider and deal with business deferred from the previous meeting.
viii) To consider and deal with Motions of which due notice has been given.
ix) To consider and deal with correspondence received since the previous **General Meeting**.
x) To receive notices of Motions.
xi) To consider and deal with Motions of which notice has not been given.
xii) To hear through the Chairperson's answers to questions from Members and where appropriate, to deal with the subject matter thereof.

c) A general meeting may be held at two (2) or more venues, provided the technology is

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available.

38) Notice of Meeting

a) 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 fourteen (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.

b) 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 twenty-one (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 38(a)**, the intention to propose the resolution as a special resolution.

c) No business other than that specified in the notice convening a **Special 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 35(c).**

d) 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.

e) Notice for any meeting or event to which The Club's Membership has the right to be notified can be given via electronic communication (such as email, the Club's website, newsletter, or official social media platforms).

   i) Service of notice sent:

      (1) In the case of a notice sent by electronic communication (such as email, The Club's website, newsletter, or official social media platforms), it is deemed received at the time of transmission.
      (2) In the case of a notice sent by some form of electronic transmission, on the date it was sent or, if the machine from which the transmission was sent produces a copy thereof or a report indicating that the notice was sent on a later date, on that date.

f) 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.**

39) Quorum for General Meetings

a) 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.

b) Five (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**.

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c) If within half an hour (30 minutes) after the appointed time for the commencement of a **general meeting** a quorum is not present, the meeting:

i) If convened on the requisition of Members, is to be dissolved, and
ii) 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.

d) If at the adjourned meeting a quorum is not present within half an hour (30 minutes) after the time appointed for the commencement of the meeting, the Members present (being at least three (3) are to constitute a quorum.

40) Presiding Member

a) The President or, in the President's absence, the Vice-President, is to preside as Chairperson at each **General Meeting** of The Club.

b) 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.

41) Adjournment

a) If at a **General Meeting** or at a **Committee** or **Sub-committee Meeting** a quorum shall not be present after the lapse of thirty (30) minutes from the appointed time thereof, the meeting shall thereupon lapse.

b) 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.

42) Making of Decisions

a) A question arising at a **General Meeting** of The Club is to be determined by either:

i) A show of hands, or
ii) If on the motion of the Chairperson or if five (5) or more Members present at the meeting decide that the question should be determined by a written ballot

b) 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 Records 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.

c) 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.

43) 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**.

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c) Voting on **Special Resolutions** must be given personally, by post or electronic communication (such as email, the Club's website, newsletter, or official social media platforms). The ballots will be conducted in accordance with the regulations.

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 (2nd) or casting vote.

44) Procedure at General Meetings

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 and Code of Conduct 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 or Regulations.

g) Shall introduce the items of business in the order set out in the notice convening the meeting or as prescribed by the Rules and shall not change such order without the approval of a resolution of the Members present pursuant to a motion specifying the change required in such order.

h) Shall close the meeting promptly at the completion of the business to be transacted thereat, or unless the Members shall otherwise determine, at the time appointed.

i) Shall not be entitled to take the Chair upon 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 themself as Chairperson and may vote for themself.

k) Shall call upon a Member by their name to speak and shall alone determine the order of speakers.

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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 Records of the Club 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 unless the Chairperson has previously declared the result.

45) Procedure at Special Resolution Meetings

a) A resolution of The Club is a **Special Resolution** if it is passed by a majority which comprises not less than three-fourths (75%) 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 governing body(s) that it is not possible or practicable for the resolution to be passed in the manner specified in **Rule 45(a)** the resolution is passed in a manner specified by the governing body(s).

c) Voting on a **Special Resolution** must be as per **Rule 43(c).**

46) Members Conduct at Meetings

a) A Member present at a meeting:

i) Shall not address a meeting without first being called upon so to do by the Chairperson.

ii) proposing a motion or an amendment to a motion, shall state its nature before so addressing the meeting.

iii) Shall resume their seat immediately upon the conclusion of their remarks or if the Chairperson rises or proceeds to speak or when called upon by the Chairperson so to do.

iv) 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.

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v) 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 their subject.

vi) 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.

vii) Shall not speak more than once on a motion, except the mover thereof.

47) Motions

a) 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.

b) A motion may be moved or seconded by the Chairperson or by a Member.

c) 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, which, if passed, shall become a resolution of the meeting and recorded accordingly.

d) 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.

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

f) 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.

g) 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.

h) 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.

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

j) A motion for amendment shall be put to the meeting before the original motion is put.

k) 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.

l) 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

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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.

m) 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 Rules by variation, deletion or addition as they shall think fit in respect of:

i) Nominations of Members.
ii) The conducting of ballots.
iii) The holding and conducting of Shows, Exhibitions and Trials by The Club.
iv) The granting of awards and prizes at such Shows, Exhibitions and Trials.
v) The manner and procedure dealing with protests and objections made at Shows, Exhibitions and Trials.
vi) Meetings of Members and of Committees.
vii) The publication of a Newsletter.

n) 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.

PART 5. ADMINISTRATION/MISCELLANEOUS

48) Alterations to Constitution

a) The statement of Aims, Objects and this Constitution may be altered, rescinded, or added to only by a special resolution of The Club and passed at a **General Meeting** by a majority of not less than three quarters (75%) voting in person thereat.

b) An application to NSW Fair Trading (administered by the Commissioner for Fair Trading) for registration of a change in The Club's Name, Aims, Objects or Constitution in accordance with Section 10 of the Act.

c) Notice of a proposed amendment of or addition to the Rules shall be may available on the Club's website, newsletter, or official social media platforms to each Member in accordance with **Rule 38(b).**

d) An amendment to any such proposal (except to the wording and not the substance thereof) shall not be entertained unless notice thereof shall have been given in writing to the Secretary at least fourteen (14) days before such meeting 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.

49) Audit and Auditor

a) The Members at the **Annual General Meeting** shall appoint each year a duly qualified Auditor to be the Auditor of the Association 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.

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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 or act as Auditor of The Club:

i) If they are not a registered Auditor as defined by the Companies Act, 1961, of the State of New South Wales.
ii) If they are an Office Bearer or a Member of the Committee or an employee of the Association.

50) Change of Name, Objects and Constitution

a) An application to NSW Fair Trading (administered by the Commissioner for Fair Trading) 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.

51) Club Newsletter

a) The Members in **General Meeting** by a resolution passed by a simple majority of those voting in person thereat may authorise the publication of an The Club's Newsletter under such name and subject to such terms and conditions and containing such subject matters as the Members may determine as aforesaid from time to time. The newsletter may be in electronic format and will be available on the Club's website.

52) Custody of Books etc

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 this Constitution, the Public Officer shall keep in their custody or under their control all records, books and other documents relating to The Club.

53) Execution of Documents

a) The Club may execute a document without using a common seal if the document is signed by two (2) of its authorised signatories.

54) Funds - Source

a) The funds of The Club are to be derived from entrance fees and Annual Memberships 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 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.

c) The Club must, as soon as practicable after receiving any money, issue an appropriate receipt.

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55) Funds - Management

a) 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.

b) All cheques must be signed by the Treasurer and or the Assistant Treasurer and any one of the Executive Committee of The Club, being Members authorised to do so by the Committee.

c) The Club must, as soon as practicable after receiving any money, issue an appropriate receipt.

d) All monies payable on behalf of The Club amounting to two-hundred dollars ($200.00) or upwards can be paid by cheque or B pay and Electronic Funds Transfer with the exception of prize money.

e) The Club has a bank account suitable for paying The Club's expenses through internet banking facilities, with the Treasurer, or any person selected by the Executive Committee and approved at a **General Meeting** of Members, having sole signing responsibilities. Funds not to exceed five-thousand dollars ($5000.00) 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.

f) That The Club has an internet savings account linked to the main bank account.

56) Inspection of Books etc

a) The following documents must be open to inspection, free of charge, by a Member of The Club at any reasonable hour:

i) Records (excluding the Members register), books and other financial documents of The Club
ii) This Constitution
iii) Minutes of all **Committee Meetings** and **General Meetings** of The Club.

57) Insurance

a) The Club shall effect and maintain insurance pursuant to relevant State and Commonwealth laws.

b) In addition to the insurance required under **Rule 57(a)** The Club may effect and maintain other insurance.

58) Judges

a) 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, Shows or Trials conducted as aforesaid. As soon as practicable, notice shall be given to the Members of the intention to elect Judges at such **General Meetings** and the notice shall specify the Exhibitions, Shows or Trials for which such Judges are to be appointed.

b) In the case of unforeseeable circumstances a replacement of the judge may be required to

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be appointed.

59) Lodgement of Documents

a) The Public Officer must lodge the following documents with NSW Fair Trading (administered by the Commissioner for Fair Trading):

i) A summary in the approved form of The Club's financial affairs for the previous financial year;

(1) The Club's financial statements for that year.

(2) The auditor's report for those statements.

(3) 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 59(1)** and **59(2)** above.

ii) The documents must be lodged within one (1) month of the **Annual General Meeting** of the current financial year;

(1) The prescribed fee must be paid.

(2) The documents are taken not to be lodged if the prescribed fee is not paid.

60) Patron

a) 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 that Office until the close of the next succeeding **Annual General Meeting**. A Patron shall be entitled to attend a **General Meeting** of The Club and by invitation of the President to address the Members thereat, but unless they are a Member they shall not be entitled to enter into debate on any matter before the meeting or vote thereat.

61) Publicity Officer

a) 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 the **General Meeting**.

62) Shows/Trials

a) The Club may conduct from time to time (either alone or in conjunction with another Association or Body) in accordance with the Rules, Regulations for the time being in force of DOGS NSW, Exhibitions, Shows and Trials.

63) Show Secretary

a) The Members may appoint a Show Secretary and their duties shall be determined by the Members in the **General Meeting.** Provided that the Show Secretary shall keep in lieu of the Secretary the Register and records requested to be kept including but not limited to;

i) A complete record of awards made at all Exhibitions, Trials and Shows conducted by The Club.

ii) A register of the persons who are appointed by the Members as Judges.

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64) Trial Secretary

a) The Members may appoint a Trial Secretary and their duties shall be determined by the Members in the **General Meeting**. Provided that the Trial Secretary shall keep in lieu of the Secretary the register and records requested to be kept including but not limited to;

i) A complete record of awards made at all Exhibitions, Trials and Shows conducted by The Club.
ii) A register of the persons who are appointed by the Members as Judges.

65) Service of Notices

a) Except as otherwise provided by these Rules, a notice may be served by or on behalf of The Club to any Member via electronic communication (such as email, the Club's website, newsletter, or official social media platforms).

b) Particulars of a **Special Resolution** and voting form shall be available on The Club's website at least (21) days prior to the **General Meeting** or **Special 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.

66) Winding Up

a) 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.

b) Dissolution and Surplus Property

i) The Club shall not be dissolved except at the **General Meeting** of The Club specially convened for the purpose and by a resolution carried by a majority of three quarters (75%) votes recorded at the meeting. If upon the winding up or dissolution of The Club there remains after the satisfaction of all its debts and liabilities any property whatsoever the same shall not be paid or distributed among the Members of The Club but shall be given or transferred to some other institution or institutions having objects similar or in part similar to the objects of The Club and which shall also prohibit the distribution of its or their property among its or their Members such institution or institutions to be determined by the Members of The Club.

ii) Any such distribution of surplus property:

(1) Must be approved by NSW Fair Trading (administered by the Commissioner for Fair Trading), and
(2) Must not be made to or for the benefit of any Member or former Member of The Club.

iii) Surplus property or any part of it that consists of property supplied by a government department or public authority, including any unexpended portion of a grant, must be returned to the department or authority that supplied it or to a body nominated by the department or authority.

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iv) Surplus property cannot be distributed to Members; it must go to a similar institution. Distribution must be approved by a 75% vote by the Members and NSW Fair Trading.

v) A person aggrieved by the operation of this section in relation to The Club's surplus property may apply to the Supreme Court for an order as to its disposal. The Supreme Court may deal with such an application by making such orders as it thinks fit with respect to the disposal of The Club's surplus property.

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PART 6. CONSTITUTION REVISIONS

Revisions of the Hills Dog Club Inc., Constitution are listed below:

Date	Description	Version Number
October 2026	Hills Dog Club Club Inc.,	5.0
17/11/2025	Hills Dog Club Club Inc.,	4.0
21/01/2015	Hills Dog Club Club Inc.,	3.0
12/08/2008	Hills District Kennel and Training Club Inc.,	2.0
No Date	Hills District Kennel and Training Club Inc.,	1.0

Proposed/Draft Constitution