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**THE WERRIBEE OBEDIENCE DOG CLUB INC**

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**Established 1976**

**Affiliated VCA Inc.**

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# **RULES OF THE WERRIBEE OBEDIENCE DOG CLUB INC.**

Affiliated with the Victorian Canine Association Inc.

## **NAME**

1. The name of the incorporated association is the WERRIBEE OBEDIENCE DOG CLUB INC. (in these Rules called "the Club").

## **STATEMENT OF PURPOSE**

2.
  - 2.1. To promote responsible dog ownership throughout the City of Wyndham.
  - 2.2. Train dogs of any breed to be obedient and companionable.
  - 2.3. Conduct training classes, member's competitions, obedience trials and other fixtures as from time to time may be declared by the Committee of Management.
  - 2.4. Acquire, provide and maintain lands and buildings.
  - 2.5. Provide furnishings, requisites and equipment for recreational, educational or other community purposes.
  - 2.6. To invest the funds of the Club not immediately required in such manner as the Members or the Committee in lieu thereof shall determine, and
  - 2.7. To purchase, hire, lease, etc. and do such things as are conducive or incidental to promoting and achieving the purposes of the club.

## INTERPRETATION

3. In these Rules, unless the contrary intention appears:

**"Act"** means the Associations Incorporation Reform Act 2012

**"Applications for Membership"** includes application for re-admission to membership.

**"By-Laws"** means the By-Laws in force for the time being of the Club as approved by the Committee of the Victorian Canine Association Inc. and shall form part of and be deemed to be incorporated in the Rules of the Club.

**"Clause"** means a provision of the Rules and where the context so admits includes a paragraph or sub-paragraph thereof.

**"Club"** for the purposes of these Rules, has the same meaning as is ascribed to in the Act.

**"Committee"** means the Committee of Management of the Club and includes Officers of the Club and ordinary members of the Committee unless the Rules specially provide otherwise.

**"Exhibition"** includes a canine show, canine competition, display, obedience trial, tracking trial, agility trial, jumping trial, endurance trial and all other disciplines as recognized by the Victorian Canine Association Inc.

**"Financial Member"** means a member of the Club who shall not be in default in the payment of his annual subscription or any fees or other monies payable by him in accordance with the Rules. Un-financial shall have the opposite meaning.

**“Financial Year”** means the financial year of the Club as defined by Clause 45.

**“Honorary Member”** means a person, who upon the recommendation of the Committee or upon a written nomination signed by not less than five members is elected by a resolution passed in General Meeting by a majority of not less than three-fourths of the members voting in person thereat as an Honorary member for such period as may be so determined and who in the opinion of such meeting has rendered outstanding services to the Canine Fancy or to the Club or for other good and sufficient reason and who need not comply with the provision of Clause 4(1) and shall in addition have the rights and privileges of a financial member, but shall not be entitled to vote at General Meetings or hold office.

**“Junior Member”** means a person under the age of eighteen years who has been admitted as a member of the Club and who shall not be entitled to hold office or to vote at a General Meeting of the Affiliate but shall otherwise be entitled to enjoy all other privileges of membership.

**“Family Membership”** means persons resident at the one address to a maximum of two persons over the age of eighteen years and two persons under the age of eighteen years.

**“V.C.A.”** means the Victorian Canine Association Inc.

**“Life Member”** means a member who has been admitted to the Club as a member for life and shall have the rights and privileges of a financial member without any payment of fees.

**“Member”** means person who has been admitted as a member of the Club in accordance with Clause 7.2 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.

**“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 unless otherwise provided for in the rules.

**“Office Bearers”** means the President, the Vice President, Treasurer and Secretary and such other nominated position as referred to in Clause 26 for the time being of the Club.

**“Period of Membership”** in relation to a member, denotes the twelve months terminating at midnight on the 30th day of June each year for which such member is for the time being elected or admitted to membership of the Club of such portion of that term during which his membership continues.

**“Registered”** means breeds and breed varieties of dogs for which a separate register is kept by the VCA on behalf of the Australian National Kennel Council LTD.

**“Regulations”** means either the Regulations of the Act or the VCA.

**“Rules”** means the Rules for the time being of the Club and includes its By-Laws.

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

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.

**“Writing”** includes printing and any other like recognised means of communication or of reproducing words in visible form.

Words or expressions contained in these Rules shall be interpreted in accordance with the provisions of the Act as in force from time to time.

## APPLICATION FOR MEMBERSHIP

4. (1) Any person owning a pure bred or a non-registered dog or interested in any of the activities referred to in the Statement of Purposes of the Club who is nominated and approved for membership as provided in these Rules is eligible to be a member of the Club on payment of the entrance fee and annual subscription payable under these Rules.
- (2) A person who is not a member of the Club at the time of the incorporation of the Club (or who was such a member at the time but ceased to be a member) shall not be admitted to membership:
  - (a) unless he is nominated as provided in sub-clause (3); and
  - (b) his admission as a member is approved by the Committee.
- (3) 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 or applicant's guardian and lodged with the Secretary of the Club accompanied by the fees prescribed in Clause 4.
- (4) The Secretary shall submit such application to the next meeting of Committee for approval.
- (5) Upon an application being referred to the Committee, the Committee shall determine whether to approve or reject the application.
- (6) Upon an application being approved by the Committee, the Secretary shall enter the applicant's name in the register of members kept by the Secretary, and upon the name being so entered becomes a member of the Club.
- (7) A right, privilege, or obligation of a person by reason of his membership of the Club is not capable of being transferred or transmitted to another person.
- (8) A member may within thirty days after the end of the Club's financial year, make application to the Club for re-admission as a member to his category of membership upon payment of his annual subscription and shall be deemed for all purposes to have been re-admitted as such a member.
- (9) 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 Act and the Rules and By-Laws of the Club and the Constitution and Rules and Regulations of the V.C.A. insofar as they shall relate to him and will uphold the honour of, and use his best endeavours to further the objects of the Club.

## **ANNUAL SUBSCRIPTION AND JOINING FEE**

5. Subject to notice of motion first being given by Resolution of the Committee, 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 a membership joining fee shall be paid and the amount thereof.

## **REGISTER OF MEMBERS**

6. The Secretary shall keep and maintain a register of members in which shall be entered the full name, address and date of entry of the name of each member and the register shall be available for inspection by members at General Meetings.

## **CLASSIFICATION OF MEMBERS**

7. (1) Membership of the Club may be divided into the following categories:
- (1) Member (ordinary)
  - (2) Life Member
  - (3) Honorary Member
  - (4) Junior Member
  - (5) Family

and every person admitted and/or elected to membership shall be and be deemed for all purposes to have agreed to be bound by the Constitution and Rules and Regulations of the V.C.A. insofar as they relate to him and the Rules and By-Laws of the Club respectively for the time being in force.

- (2) No person shall be exempt from payment of the ordinary subscription for membership of the Club other than Honorary Members and Life Members as defined in these rules.

## **PRIVILEGES OF MEMBERSHIP**

8. (1) Subject to the restrictions and limitations prescribed by or pursuant to the Act, Rules and By-Laws of the Club the privileges of membership shall be:
- (a) upon application and payment of the prescribed fee, (if any), to the Secretary to receive a copy of the Rules and By-Laws of the Club;
  - (b) the right to attend and vote at all General Meetings of the Club; subject to the conditions of Clause 30(2) and 30(3);
  - (c) to submit themselves as a candidate for any office of the Club and/or Committee subject to the conditions of Clause 30(2) and 30(3);
  - (d) to receive any publication issued by the Club, upon payment of the prescribed fee, (if any);



- (e) to compete for prizes (including trophies), available for members of the Club when exhibiting or competing at any exhibition conducted by the Club.
- (2) A junior member shall be entitled to take part in the proceedings of a General Meeting but shall not be eligible to vote and shall not be eligible to hold office as an Office Bearer or an ordinary member of the Committee, but shall be entitled to exercise all other privileges of membership.

### **SERVICE OF LIQUOR TO CLUB MEMBERS AND GUESTS**

- 9. (1) No person under the age of eighteen years shall be served liquor on Club premises or at Any Club activity or function where liquor is served except in accordance with the Liquor Act.
- (2) A visitor to the Club must not be supplied with liquor in the Club premises unless the visitor is:-
  - (a) a guest in the company of a member of the Club and is signed into the Club guest book by a member;
  - (b) present at an occasion or function in the Club premises in respect of which a limited licence pursuant to the Liquor Control Act has been issued authorising the sale and disposal of liquor to that visitor.
- (3) A guest book shall be retained by the Club in a prominent position on Club premises and a member shall be nominated by the Committee to be responsible for ensuring the names and addresses of all guests of members are recorded therein by members on arrival.
- (4) Liquor shall only be served to ordinary members, Honorary Members admitted in accordance with these rules, Life Members admitted in accordance with these rules, and guests of any of the above pursuant to sub-clauses 9(2) and 9(3) of this clause and subject to sub-clause 9(1).
- (5) No payment may be made by way of commission or allowance to an officer or servant of the Club from receipt for sale or disposal of liquor.

### **RESIGNATION AND EXPULSION OF A MEMBER**

- 10. (1) 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 Clause 4(8) as a member of the Club for a further period of membership;
  - (b) if he resigns by notice in writing addressed to the Secretary pursuant to sub-clause (3);
  - (c) if he shall die;

- (d) if his annual subscription for the forthcoming financial year has not been paid in accordance with Clause 4(8);
- (e) if pursuant to the Rules he shall be expelled from the Club;
- (f) if as a member of the V.C.A. he is disqualified or suspended by the V.C.A. for any period for which he/she is suspended or disqualified.

- (2) Should any person cease to be a member of the Club for any reason whatsoever, he or she shall not be entitled to the return of his or her membership fee or any part thereof.
- (3) A member of the Club who has paid all monies due and payable by him to the Club may resign from the Club by first giving notice in writing to the Secretary of his resignation.
- (4) Upon the receipt of a notice given under sub-clause (3) the Secretary shall make in the register of members an entry recording the date on which the member by whom the notice was given, ceased to be a member.

11. (1) Subject to the Rules, the Committee may by resolution:
- (a) expel a member from the Club;
  - (b) suspend a member from membership of the Club for a specified period: or
  - (c) fine a member in accordance with the Act.

If the Committee is of the opinion that the member

- (i) has refused or neglected to comply with these Rules; or
- (ii) has been guilty of conduct unbecoming a member or prejudicial to the interests of the Club.

- (2) A resolution of the Committee under sub-clause (1):
  - (a) does not take effect unless the Committee, at a meeting held not earlier than fourteen (14) and not later the twenty eight (28) days after the service on the member of a notice under sub-clause (3) confirms the resolution in accordance with this Clause: and
  - (b) where the member exercises a right of appeal to the Club under this Clause, does not take effect unless the Club confirm the resolution in accordance with this Clause.
- (3) Where the Committee passes a resolution under sub-clause (1) the Secretary shall, as soon as practicable, cause to be served on the member a notice in writing:
  - (a) setting out the resolution of the Committee and the grounds on which it is based;
  - (b) stating that the member may address the Committee at a meeting to be held not earlier than fourteen (14) and not later than twenty eight (28) days afterservice of the notice;
  - (c) stating the date, place and time of that meeting;
  - (d) informing the member that he may do one or more of the following:-
    - (i) attend that meeting;

- (ii) give to the Committee before the date of that meeting a written statement seeking the revocation of the resolution;
  - (iii) not later than seven (7) days before the date of the meeting, lodge with the Secretary a notice to the effect that he wishes to appeal to the Club in general meeting against the resolution.
- (4) At a meeting of the Committee held in accordance with sub-clause (2) the Committee:
- (a) shall give to the member an opportunity to be heard;
  - (b) shall give due consideration to any written statement submitted by the member; and
  - (c) shall by resolution determine whether to confirm or to revoke the resolution.
- (5) Where the Secretary receives a notice under sub-clause (3)(d)(ii) he shall notify the Committee and the Committee shall convene a general meeting of the Club to be held within twenty one (21) days after the date on which the Secretary received the notice.
- (6) At a general meeting of the Club convened under sub-clause (5):
- (a) no business other than the question of the appeal shall be transacted;
  - (b) the Committee may place before the meeting details of the grounds for the resolution and the reasons for the passing of the resolution;
  - (c) the member shall be given an opportunity to be heard; and
  - (d) the members present shall vote by secret ballot on the question whether the resolution should be confirmed or revoked.
- (7) If at the general meeting:
- (a) two-thirds of the members vote in person in favour of the confirmation of the resolution, the resolution is confirmed; and
  - (b) in any other case, the resolution is revoked.

## **DISPUTES AND MEDIATION**

12. (1) The grievance procedure set out in this rule applies to disputes under these Rules between:-
- (a) a member and another member; or
  - (b) a member and the Club.
- (2) The parties to the dispute must meet and discuss the matter in dispute, and, if possible, resolve the dispute within 14 days after the dispute comes to the attention of all of the parties.
- (3) If the parties are unable to resolve the dispute at the meeting, or if a party fails to attend that meeting, then the parties must, within 10 days, hold a meeting in the presence of a mediator.

- (4) The mediator must be:-
- (a) a person chosen by agreement between the parties; or
  - (b) in the absence of agreement:-
    - (i) in the case of a dispute between a member and another member, a person appointed by the committee of the Club; or
    - (ii) in the case of a dispute between a member and the Club, a person who is a mediator appointed or employed by the Dispute Settlement Centre of Victoria (Department of Justice).
- (5) A member of the Club can be a mediator.
- (6) The mediator cannot be a member who is a party to the dispute.
- (7) The parties to the dispute must, in good faith, attempt to settle the dispute by mediation.
- (8) The mediator, in conduction the mediation, must:-
- (a) give the parties to the mediation process every opportunity to be heard; and
  - (b) allow due consideration by all parties of any written statement submitted by any party; and
  - (c) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (9) The mediator must not determine the dispute.
- (10) If the mediation process does not result in the dispute being resolved, the parties may seek to resolve the dispute in accordance with the Act otherwise at law.

### **ANNUAL GENERAL MEETING**

13. (1) The Club shall in each calendar year convene an annual general meeting of its members.
- (2) The annual general meeting shall be held on such date and time, and at such venue, as the Committee determines.
- (3) The annual general meeting shall be specified as such in the notice convening it.

- (4) The ordinary business of the annual general meeting shall be:
- (a) to confirm the minutes of the last preceding annual general meeting and of any general meeting held since that meeting.
  - (b) to appoint a Returning Officer, where necessary, and at least two scrutineers, pursuant to Clause 27 (6).
  - (c) to receive from the Committee reports upon the transactions and activities of the Club during the last preceding financial year;
  - (d) to elect officers of the Club and the ordinary members of the Committee;
  - (e) to receive and consider the statement submitted by the Club in accordance with the Act; and
  - (f) to appoint an Auditor pursuant to Clause 35, 36, and 37.
- (5) The annual general meeting may transact special business of which notice is given in accordance with these Rules.
- (6) The annual general meeting shall be in addition to any other general meetings that may be held in the same year.

### **NOTICE OF ANNUAL GENERAL MEETINGS**

14. (1) The notice convening the annual general meeting shall be given to each member not less than thirty days before the date of the meeting and shall be accompanied by a form of Nomination of Committee of Management, (see Clause 27 (1) (b)).
- (2) The signature to the notice convening the annual general meeting may be written, stamped, impressed, typed or printed.
- (3) Notice of an annual general meeting and the form of nomination of Committee of Management shall be deemed to have been given to each member if they are published in, or enclosed with, the Club's newsletter or journal or such other publication as the Club may circulate to its members provided that such publication is despatched to each member not less than thirty days prior to the date of the annual general meeting or if they are served upon him personally not less than twenty-eight days prior to the date of that meeting or if they are sent through the post not less than thirty days prior to the meeting addressed to each member at the address shown in the Register of Members.
- (4) A notice sent by post to a member shall be deemed to have been received by him at the time at which the notice would have been delivered in the ordinary course of post.
- (5) The accidental omission to give a notice to a member, or if a member shall fail to receive a notice sent in accordance with sub-clause (3), shall not invalidate an annual general meeting.

## **SPECIAL GENERAL MEETINGS**

15. .All general meetings other than the annual general meeting shall be called special general meetings.
- (1) The Committee may, whenever it thinks fit, convene a special general meeting of the Club and, where, but for this sub-clause more than fifteen (15) months would lapse between annual general meetings shall convene a special general meeting before the expiration of that period.
  - (2) The Committee shall, on the requisition in writing of members representing not less than five percent (5%) of the total number of members, convene a special general meeting of the Club, the members convening such a meeting must have been financial members of the club for not less than six (6) months.
  - (3) The requisition for a special general meeting shall state the objects of the meeting and shall be signed by the members making the requisition and be sent to the address of the Secretary and may consist of several documents in a like form each signed by one or more of the members making the requisition.
  - (4) If the Committee does not cause a special general meeting to be held within one month after the date on which the requisition is sent to the address of the Secretary, the members making the requisition, or any of them may convene a special general meeting to be held not later than three (3) months after that date, place a notice on the club notice board and may publish in the Wyndham local paper/s of the called special general meeting.
  - (5) A special general meeting convened by members in pursuance of these Rules shall be convened in the same manner as nearly as possible as that in which those meetings are convened by the Committee and all reasonable expenses incurred in convening the meeting shall be refunded by the Club to the persons incurring the expenses.

## **NOTICE OF SPECIAL GENERAL MEETINGS**

16. .(1) Every special general meeting convened by the Committee shall be convened by notice given by the Secretary to each member of the Club specifying the date, time and venue of such meeting as prescribed in sub-clause (3). The signature of any such notice may be written, stamped, impressed, typed or printed.
- (2) At least seven days prior notice shall be given in respect to each such meeting.
  - (3) Notice of a special general meeting shall be deemed to have been given to each member if it is published in the Club's newsletter or journal or such other publication, provided that such publication is made and despatched to the members not later than seven days prior to the date of the meeting or if it is served upon him personally or if it is sent through the post addressed to such member at the address shown in the Register of Members.

- (4) The accidental omission to give notice to a member or if a member shall fail to receive a notice sent pursuant to sub-clause (3) shall not invalidate a special general meeting.
- (5) A notice sent by post to a member shall be deemed to have been received by him at the time at which the notice would have been delivered in the ordinary course of post.

### **ADJOURNMENT OF MEETING**

- 17. (1) If at a special general or at a Committee or sub-committee meeting a quorum shall not be present after the expiration of thirty minutes from the appointed time thereof the meeting shall thereupon be adjourned in accordance with Clause 15 (5).
- (2) A special general meeting of members or a meeting of members of a Committee or of a sub-committee shall have the power to adjourn its proceedings from time to time for any period not exceeding at any one time, one month.

### **PROCEEDING AT ALL MEETINGS OF MEMBERS**

- 18. (1) All business that is transacted at a special general meeting and all business that is transacted at the annual general meeting with the exception of that specially referred to in Clause 14 (4) as being the ordinary business of the annual general meeting shall be deemed to be special business.
- (2) Representations by proxy including voting by proxy is expressly precluded.
- (3) No item of business shall be transacted at a general meeting unless a quorum of members entitled under these rules to vote is present during the time when the meeting is considering that item.
- (4) Five members personally present (being members entitled under these Rules to vote at a general meeting) constitute a quorum for the transaction of the business of a general meeting.
- (5) If within half an hour after the appointed time for the commencement of a general meeting, a quorum is not present, the meeting if convened upon the requisition of members under Clause 14(4) and (5) shall be dissolved and in any other case shall stand adjourned to the same day in the next week at the same time and (unless another place is specified by the Chairperson at the time of the adjournment or by written notice to members given before the day to which the meeting is adjourned) at the same place and if at the adjourned meeting the quorum is not present within half an hour after the time appointed for the commencement of the meeting, the members present (being not less than three) shall be a quorum.

19. (1) The President, or in his absence, the Vice-President, shall preside as Chairperson at each general meeting of the Club.
- (2) If the President and the Vice-President are absent, unable or unwilling to preside at a meeting, the members present shall elect one of their number to preside as Chairperson at the meeting.
20. (1) The Chairperson of a general meeting at which a quorum is present may, with the consent of the meeting, adjourn the meeting from time to time and place to place, but no business shall be transacted at an adjourned meeting other than the business left unfinished at the meeting at which the adjournment took place.
- (2) Where a meeting is adjourned for fourteen (14) days or more, a like notice of the adjourned meeting shall be given as in the case of the general meeting.
- (3) Except as provided in sub-clauses (1) and (2) it is not necessary to give notice of an adjournment or of the business to be transacted at an adjourned meeting.
21. A question arising at a general meeting of the Club shall be determined on a show of hands and unless before or on the declaration of the show of hands a poll is demanded, a declaration by the Chairperson that a resolution has, on a show of hands, been carried or carried unanimously or carried by a particular majority or loss, and an entry to that effect in the Minute Book of the Club is evidence of the fact, without proof of the number or proportion of the vote recorded in favour of, or against that resolution.
22. (1) Upon any question arising at a general meeting of the Club, a member has one vote only.
- (2) All votes shall be given personally.
- (3) In the case of an equality of voting on a question, the Chairperson of the meeting is entitled to exercise a second or casting vote.
23. (1) If at a meeting a poll on any question is demanded by not less than three (3) members, it shall be taken at that meeting in such manner as the Chairperson may direct and resolution of the poll shall be deemed to be a resolution of the meeting on that question.
- (2) A poll that is demanded on the election of a Chairperson or on a question of an adjournment shall be taken forthwith and a poll that is demanded on any other question shall be taken at such time before the close of the meeting as the Chairperson may direct.



24. A member is not entitled to vote at any general meeting unless all moneys due and payable by him to the Association have been paid including the amount of the annual subscription payable in respect of the current financial year.

### **COMMITTEE OF MANAGEMENT**

25. (1) The affairs of the Club shall be managed by a Committee of Management constituted as provided in Clause 26 (1).
- (2) The Committee:
- (a) shall control, manage, execute and administer the business, affairs and duties pursuant to the operation of the Club.
  - (b) may, subject to these Rules, the Regulations and the Act, exercise all such powers and functions as may be exercised by the Club other than those powers and functions that are required by these Rules to be exercised by general meetings of the members of the Club; and
  - (c) subject to these Rules, and the Act, has power to perform all such acts and things as appear to the Committee to be essential for the proper management of the business and affairs of the Club.
26. (1) The Officers of the Club shall consist of:
- (a) President
  - (b) One Vice-President
  - (c) Secretary
  - (d) Assistant Secretary
  - (e) Treasurer
  - (f) Assistant Treasurer
- (2) The provisions of Clause 26 so far as they are applicable and with the necessary modifications apply to and in relation to the election of persons to any of the offices mentions in sub-clause (1).
- (3) Each Officer of the Club shall hold office until the annual general meeting next after the date of his election but is eligible for re-election.
- (4) In the event of a casual vacancy in any office referred to in sub-clause (1), the Committee may appoint one of its members to the vacant office and the members so appointed may continue in office until the annual general meeting next following the date of his appointment.
27. (1) Subject to the Act, the Committee shall consist of
- (a) the officers of the Club; each of whom shall be members of the V.C.A. and shall be elected at the annual general meeting of the Club in each year and
  - (b) ten (10) ordinary members each of whom shall be elected at the annual general meeting of the Club in each year.
- (2) Each ordinary member of the Committee shall, subject to these Rules, hold office until the annual general meeting next after the date of his election but is eligible for re-election.

- (3) In the event of a casual vacancy occurring in the office of an ordinary member of the Committee, the Committee may appoint a member of the Club to fill the vacancy and the member so appointed shall hold office, subject to these Rules until the annual general meeting next following the date of his appointment.

### **ELECTION OF COMMITTEE OF MANAGEMENT AND VACANCY**

28. (1) Nomination of candidate for election as Officers of the Club or as ordinary members of the Committee:
- (a) shall be made in writing in such form as the Committee shall prescribe, signed by one member of the Club and accompanied by the written consent of the candidate (which may be endorsed on the form of nomination); and
  - (b) shall be delivered to the Secretary of the Club not less than twenty one (21) days before the date fixed for the holding of the annual general meeting.
- (2) If insufficient nominations are received to fill all vacancies on the Committee, the candidates nominated shall be deemed to be elected and further nominations shall be received at the annual general meeting subject to each nominee consenting to such nomination.
- (3) If the number of nominations received is equal to the number of vacancies to be filled, the persons nominated shall be deemed to be elected.
- (4) If the number of nominations exceeds the number of vacancies to be filled, a ballot shall be held, for the purpose of sub-clause (5) (b) the Secretary shall, upon closure of nominations of candidates for election to the Committee of Management when a ballot becomes necessary under this Clause send forthwith to all members entitled to vote a list of all nominees in alphabetical order in respect of each position on the Committee of Management for which they have been nominated.
- (5) The election of the Office Bearers and ordinary members of the Committee shall be by ballot:
- (a) cast by members present at the annual general meeting and eligible to vote thereat;
  - (b) notwithstanding Clause 28 (5) (a) any member who is entitled to vote at the annual general meeting, but unable to attend shall be entitled to apply to the Secretary for a postal vote. Application for a postal vote must be in writing and lodged with the Secretary fourteen (14) days prior to the annual general meeting. Within seven days the Secretary in the presence of the President and one other Committee member appointed by the Committee will forward an initialled ballot paper to each applicant and record their names. Members to whom ballot papers are posted will under no circumstances be given a second ballot paper. Completed ballot papers are to be returned to the Returning Officer or the Secretary in enveloped endorsed, "Ballot Papers."

These envelopes shall be handed (unopened) to the Returning Officer officiating at the poll.

- (6) For the purposes of the ballot a Returning Officer shall be appointed at the general meeting of members immediately preceding the annual general meeting or as the second item of business of the annual general meeting, and not less than two (2) scrutineers shall be appointed by the members at, and as, the second item of business of the annual general meeting.
  - (7) Each member wishing to participate in the ballot shall strike out from the ballot paper, all names in excess of the number of positions vacant and ballot papers containing a greater or lesser number of candidates to be elected shall be invalid.
  - (8) After the appointment of the Returning Officer and the Scrutineers, the Returning Officer and the Scrutineers shall count the postal votes returned in accordance with Clause 28 (5) and the votes cast by members in accordance with Clause 28 (5) and 28 (7).
  - (9) The Returning Officer shall declare the result of the ballot immediately after the votes have been counted, 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 of such candidate to fill the vacancy for which he was nominated by a Resolution passed by a simple majority of members present and voting thereon.
  - (10) If any question shall arise as to the validity or invalidity of a ballot paper, or whether any particular member has or has not been elected to any particular Office, a statement by the Returning Officer that the relevant voting paper is or is not valid or that a particular member has or has not been elected to a particular Office shall be conclusive.
29. For the purpose of these Rules, the office of an Officer of the Club or of any ordinary member of the Committee becomes vacant if the Officer or member:
- (a) ceases to be a member of the Club;
  - (b) becomes an insolvent under administration within the meaning of the Companies (Victoria) Code;
  - (c) resigns his office by notice in writing given to the Secretary;
  - (d) absents himself from three consecutive Committee meetings without leave of the Committee.
  - (e) if as a member of the V.C.A. he is disqualified or suspended by the V.C.A. whilst the Club remains an affiliate of the V.C.A.

## VOTING OF MEMBERS

30. (1) At meetings of members or of the Committee or of a sub-committee the mode of voting shall be in the first instance by a show of hands, or if required by two members by an actual division or by ballot and the Chairperson shall have an ordinary and in the case of equality also a casting vote and all questions shall be decided by the majority of votes of the members voting in person at any such meeting provided that on a resolution relating to the election of the Office Bearers or of the member 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 Clause of the Rules.
- (2) (a) Every member who was financial member of the Club for not less than three months of the financial year preceding the annual general meeting and is currently a financial member shall be entitled to vote at the annual general meeting and shall be eligible to nominate or be nominated as an Officer Bearer or member of the Committee. A member may be nominated for and hold more than one position on the Committee.
- (b) Every member who joins the Club less than three months of the financial year preceding the annual general meeting shall be deemed to be an honorary member of the Club until the day following the annual general meeting.
- (3) No person becoming a member between the closing date of the financial year preceding the annual general meeting and the date of the annual general meeting, shall nominate, or be nominated as an Officer Bearer or member of the Committee.
- (4) In all matters not covered by these Rules the Rules of common debate shall apply provided always that the best interest of the general members of the Club be served and general members have the right to vote in favour or against any Committee decision.

## MEETING OF THE COMMITTEE

31. (1) Meetings of the Committee shall be held at such place and at such time as the Committee from time to time determines.
- (2) The Secretary or his representatives shall attend all meetings of the Committee. The minutes of such meetings signed by the Chairperson thereof or by the Chairperson of a confirmatory meeting shall be accepted as sufficient evidence of the proceedings of such meeting.
- (3) The quorum for a Committee meeting shall be not less than one half of the members thereof present in person
- (4) The Secretary shall call a meeting of the Committee whenever requested to do so by the President or by three members of the Committee.
- (5) 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 the Chairperson of the meeting of the Committee.
- (6) A member of the Committee shall not vote in respect to any contract or proposed contract with the Club in which he is interested or in respect of any matter arising thereout and if he does so vote, his vote shall not be counted.
- (7) All acts done by any meeting of the Committee or of a sub-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 or of a sub-committee or of 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 has been validly appointed and was qualified to be a member of the Committee or of such sub-committee.
- (8) 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 valid and effectual as if it has 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.

## DUTIES OF SECRETARY

32. (1) The Secretary shall exercise and perform all the usual secretarial functions and generally attend to the secretarial work of the Club and in particular shall keep and maintain:
- (a) the roll of members;
  - (b) minutes of all proceedings of meetings of the Committee, and the Club;
  - (c) all necessary records of the affairs of the Club;
  - (d) a complete record of awards made at all exhibitions and shows conducted by the Club, where necessary;
  - (e) and shall forward to the V.C.A. within one month of the annual general meeting an audited statement of receipts and expenditure and balance sheet of the Club.
- (2) The Secretary shall:
- (a) notify the Registrar of his appointment within fourteen (14) days
  - (b) notify his changes of address within fourteen (14) days;
  - (c) notify alterations to the statement of purposes or rules within one month;
  - (d) make application for approval of a change of name, if any, within the prescribed time;
  - (e) lodge with the Registrar the documents required by of the Act in respect of the annual general meeting within one month of the date of the meeting or such further period as the Registrar may allow;
  - (f) produce any book to the Registrar or his authorised officer on being required to do so;
  - (g) tell the Registrar or his authorised Officer where a book is at the time a request is made;
  - (h) not hinder or obstruct the Registrar or his authorised Officer whilst he is exercising powers of inspection; and
  - (i) ensure that the incorporated Club complies with its obligations to lodge with the Registrar particulars of Trusts within fourteen (14) days of becoming a trustee of the Trust.

## DUTIES OF TREASURER

33. The Treasurer shall:
- (1) receive all monies paid to the Club and cause the same to be paid into the banking account of the Club kept for such purposes within fourteen (14) days of the receipt thereof;
  - (2) keep all necessary books of account and financial statements as shall be required by the Auditors, the V.C.A. and the Act;
  - (3) prepare the annual accounts and accompanying reports;
  - (4) submit financial statements at all constituted meetings of the Committee and of the Club;

- (5) produce in General Meetings accounting records and statements when requested;
- (6) keep vouchers for payments authorised by the Club and the Committee; and
- (7) keep a true and correct inventory of all property of the Club.

### **REMOVAL OF MEMBER OF COMMITTEE**

34. (1) The Club in general meeting may by resolution remove any member of the Committee before the expiration of his term of office and appoint another member within fourteen (14) days in his stead to hold office until the expiration of the term of the first mentioned member; however
- (2) where the member to whom a proposed resolution referred to in sub-clause (1) makes representations in writing to the Secretary or President of the Club, (not exceeding a reasonable length of time), and requests that they be notified to the member of the Club, the Secretary or the President may send a copy of the representations to each member of the Club or, if they are not so sent, the member may require that they be read out at the meeting.

### **SUB-COMMITTEES**

35. (1) The Committee of Management may as it determines appoint such sub-committees as it considers necessary to carry out specific functions on behalf of the Committee of Management.
- (2) All such sub-committees may consist of up to two non-voting members of the Committee of Management, of which they are not otherwise an appointed member.
- (3) The President and the Secretary shall, ipso facto, be entitled to receive notice and to attend such meetings of any sub-committees of which they are not otherwise an appointed member.
- (4) The Committees of Management may by these Rules or by writing delegate necessary functions to any sub-committee.
- (5) In accordance with clause 24, the Committee of Management must approve all alterations to the sub-committee guidelines and/or charter.
- (6) Sub-Committees must function within the guidelines and/or charter as approved by the Committee of Management.
- (7) Notwithstanding any delegation under this clause, the Committee of Management may continue to exercise any function delegated.
- (8) All ongoing Sub-Committees excluding the Training Co-ordination Committee must be ratified at the first committee meeting after the Annual General Meeting.

## **BANKING ACCOUNT**

36. (1) The Committee shall cause a banking account to be opened with a recognised Banking institution and be kept in the name of the Club.
- (1) All cheques payable to the Club shall be deposited to the credit of the Club's banking account.
- (2) All monies payable on behalf of the Club amounting to \$50.00 or upwards with the exception of prize money shall be paid by cheque drawn upon the Club's Bankers which shall be signed by the Treasurer or in his absence his authorised deputy and any one of the Office Bearers authorised to sign on behalf of the Club. Notice of every such authority or change thereof shall be given to the Club's Bankers forthwith whenever the need shall arise. Where an amount less than \$50.00 is paid in cash, the Treasurer, or his authorised deputy, shall ensure a receipt is obtained at the time of the transaction.

## **AUDIT AND AUDITOR**

37. Subject to the Act, the members at the Annual General Meeting shall appoint each year a person with accountancy knowledge to be the Auditor the Club and a person so appointed shall hold that office until the next Annual General Meeting. A casual vacancy occurring in the position of Auditor shall be filled by the Committee.
38. 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 days before the Annual General Meeting at which the appointment of Auditor is to be made.
39. A person shall not be appointed or act as Auditor of the Club if he is an Office Bearer or any ordinary member of the Committee or an employee of the Club.

## **NOTICES**

40. (1) A notice may be served on behalf of the Club upon any member whether personally or by sending it by post to the member at his last known address shown in the Register of Members.



- (2) Where a document is properly addressed prepaid and posted to a person as a letter, the document shall, unless the contrary is proved, be deemed to have been given to the person at the time at which the letter would have been delivered in the ordinary course of post

### **WINDING UP OR CANCELLATION**

41. In the event of the winding up or the cancellation of the incorporation of the Club, the net assets of the Club shall be distributed to either/or:

An Organisation or Club involved in an approved canine activity; or A community or charitable organisation.

### **CUSTODY OF RECORDS**

42. (1) Except as otherwise provided in the Act and in these Rules, the Secretary shall keep in his custody or under his control all books, documents and securities of the Club.
- (2) The books and documents referred to in sub-clause (1) shall be available for inspection by members except those detailing a members personal details.

### **FUNDS**

43. The funds of the Club shall be derived from entrance fees, annual subscriptions, donations and such other sources as the Committee determines.

### **PROPERTY**

44. The property assets and income of the Club, wherever derived, shall be applied towards the promotion of the Statement of Purposes of the Club, and no portion thereof shall be paid or transferred either directly or indirectly to any member or members of the Club. Provided that nothing herein contained shall prevent the payment in good faith of remuneration or reimbursement to any officers or servants of the Club or any member in return for services actually rendered or for authorised expenses incurred nor prevent the payment of interest on money borrowed from any member of the Club. Should the

Club for any reason whatsoever, cease to function, the members may, at a meeting specially convened for the purpose of the winding up of the affairs of the Club, direct by resolution, passed by a majority of seventy-five percent (75%) of financial members, that the funds be distributed to either/or an Organisation or Club involved in an approved canine activity; or a community or charitable organisation.

### **FINANCIAL YEAR**

45. The financial year of the Club shall commence on the first day of July in each year, and terminate on the last day of June of the following year. Members fees must be paid on or before the 31st day of July each year, for continuity of membership.

### **ALTERATIONS OF RULES AND STATEMENT OF PURPOSE**

46. These Rules and the Statement of Purposes of the Club shall not be altered except in accordance with the Associations Incorporation Act.

### **BY-LAWS**

47. Subject always to the , VCA Rules and Regulations, and these Rules, members in General Meeting by resolution passed by a majority of not less than three-fourths (3/4) of the members present and voting in person may make By-Laws and may from time to time amend such By-Laws by variation, deletion or addition as they shall think fit in respect of:-
- (a) application of members;
  - (b) amount of joining fee, if any, and the annual membership subscription;
  - (c) the conducting of ballots;
  - (d) the holding and conducting of exhibitions by the Club;
  - (e) the granting of awards and prizes at such exhibitions;
  - (f) the manner and procedure of dealing with protests and objections made at exhibitions subject always to the V.C.A. Rules;
  - (g) meeting of members and of Committees;
  - (h) the publication of a newsletter or journal;
  - (i) any Club and Training Directives as required.

# WERRIBEE OBEDIENCE DOG CLUB INC.

## ~~BY-LAWS~~

### ***TO BE READ IN CONJUNCTION WITH THE CONSTITUTION AND RULES OF WERRIBEE OBEDIENCE DOG CLUB INC.***

#### **1. LIFE MEMBERSHIP CRITERIA**

- (a) (i) Minimum of ten years fully paid consecutive membership, or (ii) Ten years fully paid membership, with a lapse of not more than one year.
- (b) During membership period, nominee must have given at least seven years of significant service to the membership of the Club.
- (c) Nominations must be made in writing by a financial member of the Club.
- (d) The Nominee must include a full resume stating full details of nominee's eligibility to enable verification by the Committee. Failure to provide a detailed resume will result in the nomination being rejected
- (e) The nominee must be a financial member of the Club at the time of nomination and ratification.
- (f) Nominations for Life Membership to be received by the Committee no later than 30th June of each year.
- (g) The Committee of the Club will verify or reject the nomination, on the stated criteria.
- (h) If the nomination is rejected the Committee will notify the nominator in writing stating the reasons for the rejection.
- (i) Verified, Nominees for Life Membership will be printed in the July newsletter each year.
- (j) Any objections to proposed Life Members printed in the July newsletter, must be made in writing to the Committee and be received before the August Committee meeting prior to the Club's Annual General Meeting. The submission must contain details as to why the verification of the nomination should be rejected under the criteria to enable the committee to reconvene and investigate.
- (k) Final acceptance of Life Members will be ratified at the Club's Annual General Meeting held each year by a minimum of 75% of the members in attendance voting in favour of the nomination.

#### **2. CLUB RULES AND TRAINING DIRECTIVES**

The Committee of Management has the right to amend and add to the Club Rules and to approve Training Directives as proposed by the Training Co-ordination Committee when and if required. These changes will be placed in the Club's Newsletter and on the Club's Noticeboard.

#### **3. TRAINING CO-ORDINATION COMMITTEE**

The Committee of Management recognises the existence of the Training Co-ordination Committee as an ongoing sub-committee of the Werribee Obedience Dog Club Inc. and their existence is subject to clause 34 of the Club's Constitution.